

**Return of allotments of shares****88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

**(REVISED 1988)****This form replaces forms  
PUC2, PUC3 and 88(2)**To the Registrar of Companies **(address overleaf)**  
(See note 1)

Company number

1655859

1. Name of Company

\* PROCESS AUTOMATION &amp; COMPUTER SYSTEMS LIMITED

2. This section must be completed for all allotments

Description of shares †	Ordinary		
<b>A</b> Number allotted	3654670		
<b>B</b> Nominal value of each	£ 5p	£	£
<b>C</b> Total amount (if any) paid or due and payable on each share (including premium if any)	£ 5p	£	£

Date(s) on which the shares were allotted

(a) [on 22nd June 19 94] \$, or

(b) [from 19 to 19] \$

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given  
**(see notes 2 & 3)**

<b>D</b> Extent to which each share is to be treated as paid up. Please use percentage.			
<b>E</b> Consideration for which the shares were allotted			

**Notes**

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presenter's name, address, telephone number and reference (if any):  
 PARIS SMITH & RANDALL  
 Number 1 London Road  
 SOUTHAMPTON  
 SO15 2AE

DX: 38534 SOUTHAMPTON 3  
 01703 482482  
 Ref: CFM

For official use

Post Room

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write in this  
margin

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Please complete  
legibly, preferably  
in black type, or  
bold block lettering\* Insert full name  
of company† Distinguish  
between  
ordinary  
preference, etc.\$ Complete  
(a) or (b) as  
appropriate

#### 4. Names and addresses of allottees

Please do not  
write in the  
margin

**Please complete legibly, preferably in black type, or bold block lettering**

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
BRIAN DOUGLAS NEVE of 334 Hill Lane, Southampton, SO15 7PH	148,000		
EUROVENTURES SWITZERLAND II of Rue de Grand Bureau, 16/1227 Geneva	2,806,670		
PANNELL KERR FORSTER TRUSTEE COMPANY LIMITED of P O Box 296, Suites 13 and 15 Sarnia House, Le Truchot, St. Peterport, Guernsey	200,000		
S.N. ICARE of 21 Saint-Mitre, BP48, 13672 Aubagne, Ledex, FRANCE	500,000		
Total	3,654,670		

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

†Insert director,  
secretary,  
Administrator,  
Administrative  
Receiver or  
Receiver  
(Scotland) as  
appropriate

Signed Usha Designation Company Secretary Date 28-1-99

Companies registered in England and Wales  
or Wales should deliver this form to:-

Companies registered in Scotland  
should deliver this form to:-

The Registrar of Companies  
Companies House  
Crown Way  
Maindy  
Cardiff  
CF4 3UZ

The Registrar of Companies  
Companies Registration Office  
102 George Street  
Edinburgh  
EH2 3DJ