COMPANIES FORM No. 88(2)(Rev 1988)

# G

# 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**

| 02153353 |
|---|

1. Name of company

| * Diagonal PLC |
|---|

2. This section must be completed for all allotments

| Description of shares † | Ordinary | | |
|---|---|---|---|
| **A** Number allotted | 267,318 | | |
| **B** Nominal value of each | £ 1 | £ | £ |
| **C** Total amount (if any) paid or due and payable on each share (including premium if any) | £ 0 | £ | £ |

| Date(s) on which the shares were allotted |
|---|
| (a)  [on  5th May          1999          ]  , or |
| (b)  XXXXXXXXXXXXXXXXXXXXXXXXXXXXXX19XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX18XXXXXX |
| 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)

| **D** Extent to which each share is to be treated as paid up.  Please use percentage. | 100% | | |
|---|---|---|---|
| **E** Consideration for which the shares were allotted As part of bonus shares issued | | | |

## Notes

1. This form should be delivered to the Registrar of Companies within one month of the (firs t) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company m ust 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 information mu st 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.

| Presentor's name, address, telephone number and reference (if any): Osborne Clarke 26 Old Bailey  DX | For official use |  Post room |
|---|---|---|

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## 4. Names and addresses of the allottees

| Names and Addresses | Number of shares allotted | | |
|---|---|---|---|
| | Ordinary | Preference | Other |
| Stuart Arthur Hodges | 82,062 | | |
| 26 Long Meadows, Wharfdale Park, | | | |
| Burley in Wharfdale, LS29 7RX | | | |
| | | | |
| | | | |
| Kevin Mark Waugh | 84,882 | | |
| The Dene, Alumwell Road, Low Fell | | | |
| Gateshead, NE9 6DD | | | |
| | | | |
| David James Filler | 63,777 | | |
| 60 Glebe Field Drive, Spofforth Hill | | | |
| Wetherby, LS22 6WG | | | |
| | | | |
| Guy Stuart Hodges | 22,941 | | |
| 4 Haven Mount, Cookridge, Leeds | | | |
| LS16 6SR | | | |
| | | | |
| KM Waugh and DJ Filler as Trustees of the | 13,656 | | |
| MFT Computer Holdings Limited Employee | | | |
| Share Ownership Trust | | | |
| | | | |
| | | | |
| Total | 267,318 | | |

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:

Signed X _____ Designation‡ Company Secretary Date 15/6/99

‡ Insert Director, Secretary, Administrator, Administrative Receiver, or Receiver (Scotland) as appropriate

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

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

Companies registered in Scotland should deliver this form to:-

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

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Return of All
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DIAGONAL

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| Name and Address of Shareholder | ORDINARY SHARES OF 10P Is | |
|---|---|---|
| | | Holding |
| DAVID JAMES FILLER ESQ | 60 GLEBE FIELD DRIVE<br>SPOFFORTH HILL<br>WETHERBY LS22 6WG | 63,777 |
| GUY STUART HODGES ESQ | 4 HAVEN MOUNT<br>COOKRIDGE<br>LEEDS LS16 6SR | 22,941 |
| STUART ARTHUR HODGES ESQ | 26 LONG MEADOWS<br>WHARFEDALE PARK<br>BURLEY IN WHARFEDALE LS29 7RX | 82,062 |
| KEVIN MARK WAUGH ESQ | THE DENE<br>ALUMWELL ROAD<br>LOW FELL<br>GATESHEAD NE9 6DD | 84,882 |
| KEVIN MARK WAUGH ESQ<br>+ DAVID JAMES FILLER ESQ | TRUSTEES OF THE MFT COMPUTER<br>HOLDINGS LTD<br>EMPLOYEE SHARE OWNERSHIP TRUST<br>WAYCOURT<br>FARNEHAM SURREY GU9 7PT | 13,656 |