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in black type, or
bold block lettering

COMPANIES FORM No.88(2)(Rev 1988) Return of allotments of shares

88(2)

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

To the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Company Number

2353018

1. Name of company

* INPACT INTERNATIONAL LIMITED

* Insert full name
of company

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

§ complete
(a) or (b) as
appropriate

Descriptions of shares†	Ord B £1		
A Number allotted	4		
B Nominal value of each	£1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.00	£	£

Date(s) on which the shares were allotted

(a) [on 1st March 19 96]\$, or

(b) [from 19 to 19]\$, or

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.			
E 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.

Presentor's name address, telephone
number and reference (if any):

BEAVIS WALKER CHARTERED ACCOUNTANTS

3rd Floor, Audrey House

16/20 Ely Place

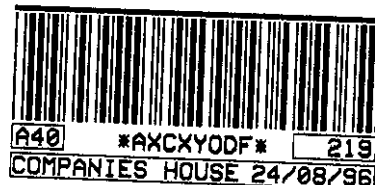
LONDON

EC1N 6SN

Tel: 0171-430-1111

For official use

Post room



4. Names and addresses of the allottees

Please do not
write in the
marginPlease complete
legibly, preferably in
black type, or bold
block lettering

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Hayles & Partners inc. Jinks & Co.	1		
39 Castle Street			
Leicester, UK			
LE1 5WN			
Herus Consulting, S.A.	1		
Alfonso XII no. 20			
Madrid, Spain			
28014			
Lowe McTernan	1		
Highcroft House			
81-85 New Road			
Rubery, Birmingham, UK			
B45 9JT			
McCrackens	1		
Hanover House			
117/119 Cleethorpe Road			
Grimsby, South Humberside, UK			
DN31 3ET			
Total	4		

Where the space given on the 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 RHamer Designation‡ Secretary Date 26/8/96

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 House
37 Castle Terrace
Edinburgh
EH1 2EB

Company Number: 2353018

Page 2