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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)

(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)**Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies (address overleaf)
(See note 1)

Company number

2778084

1. Name of Company

* Xpedite Systems Limited

* Insert full name
of company

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of shares †	Ordinary		
A Number allotted	20,066		
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 17 December 19 97] \$, 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

§ Complete
(a) or (b) as
appropriate3. 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):Hammond Suddards
7 Devonshire Square
Cutlers Gardens
London
EC2M 4YH
Ref: GJO

For official use



4. Names and addresses of allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Peter Whent 33 Ringmer Road London SW6 5LP	5,667		
Martin Mannion 9 Nursery Court Nether Poppleton York YO2 6LR	6,666		
Stephen Lea 38 Lakeside Acaster Malbis York YO2 1TY	3,333		
Martin Brown Churchview 28 Church End Cawood Nr Selby North Yorkshire YO8 0SN	1,000		
Iain Akhurst Honeysuckle Cottage Barton-le-Willows York YO6 7PD	1,500		
Ian Bedford 9 Swillington Lane Swillington Leeds LS26 8QE	1,500		
Total	19,666		

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

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 I. R. K. Designation Assistant Secretary Date 17/12/97

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

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Return of allotments of shares (Continued)

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

Continuation sheet No _____
to Form No 88(2)

CHA 116

Please complete
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bold block lettering

Company number

2778084

Name of Company

* Xpedite Systems Limited

* Insert full name
of company

Names and addresses of allottees (continued)

Name and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Mark Beaumont 12 St James Close Rawcliffe Manor York YO3 6WL	200		
William Bishop 129 Chatsworth Avenue Cosham Portsmouth PO6 2UH	200		
Balance brought forward from previous sheet	19,666		
Total	20,066		

Names and addresses of allottees (continued)

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Balance brought forward from previous page		20,066	
	Total	20,066	

Please complete
legibly, preferably
in black type, or
bold block
lettering‡ Insert director,
secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed I. B. [Signature] Designation ‡ Assistant Secretary
Director Date 17/12/97