COMPANIES FORM No. 88(3)

Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

DD(3)

Pursuant to section 88(3) of the Companies Act 1985

Please do not write in this margin

Note: This form is only for use when the contract PASSED FOR FILING

Please complete
legibly, preferably
in black type, or
hold block lattaring

*Insert full name of company

To the Registrar of Companies

For official use Company number

2969065

Please do not write in the space below. For Inland Revenue use only.

The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing. A reduced rate of ad valorem duty may be available if this form is properly certified at the appropriate amount.

Name of company

HOLDINGS (UK) LIMITED

gives the following particulars of a contract which has not been reduced to writing

1 The number of shares allotted as fully or 1,000,000 partly paid up otherwise than in cash

2 The nominal value of each such share £1.00

3a The amount of such nominal value to be considered £1.00 as paid up on each share otherwise than in cash

b The value of each share allotted £ 12.75 i.e. the nominal value and any premium

c The amount to be considered as paid up in respect of b

£ 12.75

4 If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8 state the nature and amount of such consideration, and the number of shares allotted

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

Touche Ross & Co. Hill House 1 Little New Street London EC4A 3TF CO SEC ALLEN For official use Capital section

Post room



5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£	
6 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£	
7 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£	
8 If the allotment is made in satisfaction or part satisfaction purchase price of property, give below:	tion of the	
a brief description of property:		
THE ALLOTMENT IS MADE IN FULL	SATISFACTION O	F
THE CONSIDERATION PAYABLE BY THE	•	
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TRANSFER OF 3,300,000 £1.00		· a . l
TRANSFER OF 3,300,000 £1.00 . CAPITAL OF BLOWMOCAN LIMITED -		21
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CAPITAL OF BLOWMOCAN LIMITED - b full particulars of the manner in which the	COMPANY No 1377	
b full particulars of the manner in which the purchase price is to be satisfied	COMPANY No 1377	
b full particulars of the manner in which the purchase price is to be satisfied Amount of consideration payable in cash or bills	COMPANY No 1377	
b full particulars of the manner in which the purchase price is to be satisfied Amount of consideration payable in cash or bills	COMPANY No 1377	
b full particulars of the manner in which the purchase price is to be satisfied Amount of consideration payable in cash or bills	E 12,750,000	
b full particulars of the manner in which the purchase price is to be satisfied Amount of consideration payable in cash or bills	E 12,750,000	21,
b full particulars of the manner in which the purchase price is to be satisfied Amount of consideration payable in cash or bills	£ 12,750,000	

Please do not write in this margin

*Where such properties are sold subject to mortgage, the gross value should be shown

9 Give full particulars in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads:

Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*
Legal estates in leasehold property*
Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)

Equitable interests in freehold or leasehold property*......

Loose plant and machinery, stock-in-trade and other chattels (plant and machinery should not be included under this head unless it was in actual state of severance on the date of the sale)

Goods, wares and merchandise subject to hire purchase or agreements (written down value)

Goodwill and benefit of contracts

Patents, designs, trademarks, licences, copyrights, etc.

Book and other debts

Cash in hand and at bank on current account, bills, notes, etc.

Cash on deposit at bank or elsewhere.....

Other property.....

£

finsert Director, Secretary, Administrator. Administrative Receiver or Receiver (Scotland) as

appropriate

§This certificate must be signed by the persons to whom the shares have been allotted, as well as by an officer of the company

Signed

Designation TIRECTOR

Date 21-10-1994

Certificate of value§

It is certified that the transaction effected by the contract does not form part of a larger transaction or series of transactions in respect of which the amount or value, or aggregate amount or value, of the consideration exceeds £ 12,750,000

Signed

Date 21-10-1994

DULY AUTHORISED ON REHALF OF NAMPAK HOLDINGS (VK) LIMITED

Signed

Date 21.10.199