

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

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

Please do not  
write in this  
margin**(REVISED 1988)****This form replaces forms  
PUC2, PUC3 and 88(2)**To the Registrar of Companies (address overleaf)  
(see note 1)Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Company number

3106798

**1. Name of company**\*Insert full name  
of company

\* GMI (H) LIMITED

**2. This section must be completed for all allotments**† Distinguish  
between  
ordinary,  
preference, etc.

Description of shares †	ORDINARY		
<b>A</b> Number allotted	47,455,726		
<b>B</b> Nominal value of each	£ 1.00	£	£
<b>C</b> Total amount (if any) paid or due and payable on each share (including premium if any)	£ 20.57	£	£

**Date(s) on which the shares were allotted**§ Complete  
(a) or (b) as  
appropriate

(a) [on 20 February 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

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

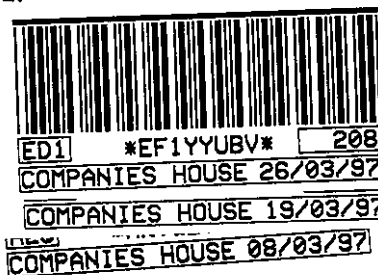
<b>D</b> Extent to which each share is to be treated as paid up. Please use percentage.	100%		
<b>E</b> Consideration for which the shares were allotted THE ENTIRE ISSUED SHARE CAPITALS OF: (i) TRIPLEREASON LIMITED; (ii) POINTSLOT LIMITED; (iii) RAREHASTE LIMITED; (iv) EARNHIGH LIMITED; and (v) SEALPICK LIMITED FROM THE ALLOTTEE			

**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 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):Freshfields (Ref: JPLD/FMV/NJS)  
65 Fleet Street  
London EC4Y 1HS  
DX 23 LONDON  
NSG881

For official use



Please do not  
write in the  
margin

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

[illegible]

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

Date 20/02/97

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