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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

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

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

Company number

3200099

1. Name of company

* **ADORATION 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	62,818		
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 **7 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

§ complete
(a) or (b) as
appropriate

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

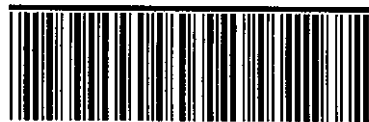
NOTES

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):

For official use

Post room



4. Names and addresses of the allottees

Please do not
write in
this margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Michael HOYLE	11,750		
5 Curbey Close			
West Chiltington			
West Sussex RH12 2EG			
Brian STONES	9,465		
98 Wicklands Avenue			
Saltdean			
Brighton			
East Sussex BN2 8EP			
David GUNTER	8,225		
71 Fairways			
Dyke Road			
Brighton			
East Sussex BN1 5AD			
Karina WILES	1,300		
24a Denne Parade			
Horsham			
West Sussex RH12 1JD			
Justine ASHBY	4,909		
46 Rutland Gardens			
Hove			
East Sussex BN3 5PB			
G/f Total	35,649		

Please complete
legibly, preferably
in black type, or
bold block letteringWhere 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:

2

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

Signed

Michael Hoyle

Designation

Director

Date

*7/6/97*Companies registered in England and Wales
or Wales should deliver this form to:-The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZCompanies registered in Scotland
should deliver this form to:-The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

4. Names and addresses of the allottees

Company number 3200099 ADORATION LIMITED cont sheet 1

Please do not
write in
this margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
b/f	35,649		
Lisa KEENAN	1,250		
26 Beechings			
Henfield			
West Sussex BN5 9XB			
Matthew WILLIAMS	800		
24 Burrell Close			
Partridge Green			
West Sussex RH13 8BH			
Susan GRISS	5,000		
9 Cottage Close			
Horsham			
West Sussex RH12 4GS			
Carolyn BENHAM	1,600		
Shabden Park Farm			
High Road			
Chipstead			
Surrey CR5 3SF			
Debbie RATHBONE	3,319		
18 Blakes Farm Road			
Southwater			
West Sussex RH13 7GJ			
c/f Total	47,618		

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bold block lettering.

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appropriate

Signed Michael Hoyt Designation DIRECTOR Date 7 Feb 97

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

Companies registered in Scotland
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Cardiff
CF4 3UZ

The Registrar of Companies
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37 Castle Terrace
Edinburgh
EH1 2EB

4. Names and addresses of the allottees

Company number 3200099 ADORATION LIMITED cont sheet 2

Please do not
write in
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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
b/f	47,618		
Melanie PALMER	800		
32a Gorings Mead			
Horsham			
West Sussex RH13 5BP			
Anthony PAGE	2,500		
Pike House			
Honeysuckle Lane			
High Salvington			
Worthing			
West Sussex			
Graham Kenneth FERGUSON	9,400		
Redwood Rise			
The Hawthorns			
West Chiltington			
West Sussex RH20 2QH			
Martin POWELL	2,500		
22 Wimblehurst Road			
Horsham			
West Sussex			
Total	62,818		

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legibly, preferably
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bold block lettering

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Signed Michael Hyls Designation DIRECTOR Date 2 Feb 92

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