

G

Return of allotments of shares

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

(REVISED 1988)

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

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

Company number

3242847

1. Name of company

EARLYWEIGH LIMITED

2. This section must be completed for all allotments

| Description of shares | PREFERENCE | | |
|------------------------------------------------------------------------------------------|------------|---|---|
| A Number allotted | 100000 | | |
| B Nominal value of each | £ 1 | £ | £ |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £100,000 | £ | £ |

Date(s) on which the shares were allotted

(a) [on 4th December 1998] s. or.

(b) [from 19 to 19] s.

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)

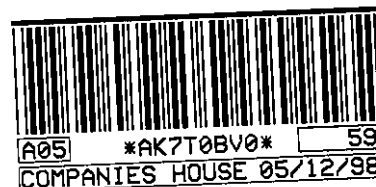
| | | | |
|----------------------------------------------------------------------------------|--|--|--|
| D Extent to which each share is to be treated as paid up. Please use percentage. | | | |
| E Consideration for which the shares were allotted | | | |
| | | | |
| | | | |

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): EARLYWEIGH LTD
51, WILKINS INN FIELDS
LONDON
W62A 3LZ

For official use



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

| Names and Addresses | Number of shares allotted | | |
|--------------------------|---------------------------|------------|-------|
| | Ordinary | Preference | Other |
| ✓ VENTURE PREFERENCE LTD | | 100,000 | |
| STRAMONGATE | | | |
| KENDAL | | | |
| CUMBRIA | | | |
| LA9 4BE | | | |
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| Total | | 100000 | |

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:

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

Signed

Signed [Signature] Designation: COMPANY SECRETARY Date 4.12.98

**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