

23 - 07 - 98

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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)

(REV 38)

This form
PUC2, PUL

115

Please do not
write in this
margin

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

Company number

328/0170

1. Name of Company

* Insert full name
of company

Digital Projection International plc

2. This section must be completed for all allotments

† Distinguish
between
ordinary
preference, etc.

Description of shares †	'A' Ordinary	'B' Prefer
A Number allotted	110,000	2,417,500
B Nominal value of each	£0.1012,000	£0.001 £24,175
C Total amount (if any) paid or due and payable on each share (including premium if any)	£0.7522,500	£0.001 £24,175

Date(s) on which the shares were allotted

(a) (on 1 July 19 98) £, 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)

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

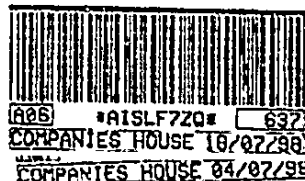
Notes

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.

Presenter's name, address, telephone
number and reference (if any):

Garretts
Bank House
9 Charlotte Street
Manchester
M1 4EU
DX: 14349 Manchester 1
G123

For official use



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4. Names and addresses of allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
3i Group plc 91 Waterloo Road London SE1 8XD	55,000	1,208,750	
Phildrew Nominees Limited 14 Finsbury Square London	55,000	1,208,750	
Total	110,000	2,417,500	

Please complete
legibly, preferably
in black type, or
bold black
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 B.R. Gitt Designation Director Date 1 July 98

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

The Registrar of Companies
Companies House
Crown Way
Mandy
Cardiff
CF4 3UZ

Companies registered in Scotland
should deliver this form to:-

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