

Package: 'Laserform'
by Laserform International Ltd.

88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP025

Company Number

3335610

Company name in full

WATFORD ASSOCIATION FOOTBALL CLUB (HOLDINGS) LIMITED

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
2	4	1 1	1	9	9 9

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Class of shares
(ordinary or preference etc)

ORDINARY

Number allotted

781,200

Nominal value of each share

£1

**Amount (if any) paid or due on each
share (including any share premium)**

£5

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

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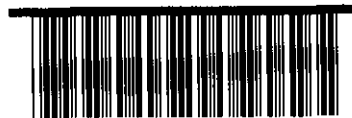
Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

When you have completed and signed the form please send
it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland DX 235 Edinburgh



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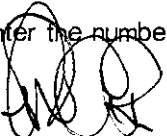
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name <u>Brian Marvin Anderson</u> Address <u>"Kimbolton", Priory Drive,</u> <u>Stanmore, Middlesex</u> UK Postcode <u>H A 7</u> <u>3 H J</u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>25,600</u>
Name <u>Fordwat Limited</u> Address <u>c/o Strand Partners Limited,</u> <u>110 Park Street, London</u> UK Postcode <u>W 1 Y</u> <u>3 R B</u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>200,000</u>
Name <u>Jonathan Green</u> Address <u>10 Hanover Terrace,</u> <u>Regents Park, London</u> UK Postcode <u>N W 1</u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>60,000</u>
Name <u>Julius A. Meller Management Services Limited (SL)</u> Address <u>Retirement Benefit Scheme: Account DRM,</u> <u>Meller House, 42-43 Chagford Street, London</u> UK Postcode <u>N W 1</u> <u>6 E B</u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>40,000</u>
Name <u>John Porter</u> Address <u>805 St James Court</u> <u>Flatts Harbour, Bermuda</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>120,000</u>

Please enter the number of continuation sheets (if any) attached to this form

2

Signed


C.P. WASTALL

Date

30-09-00

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Weil, Gotshal & Manges

One South Place, London EC2M 2WG

LO1/227753.01

Tel 020 7903 1000

DX number 124402

DX exchange London/City

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by Laserform International Ltd.

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Form 88(2) continuation sheet no:

1

CHFP025

Company Number

03335610

Company name in full

WATFORD ASSOCIATION FOOTBALL CLUB (HOLDINGS) LIMITED

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name		Class of shares allotted	Number allotted
<u>Timothy Michael Shaw</u>			
Address			
<u>The Possums, 6c Eastbury Avenue,</u>		<u>Ordinary</u>	<u>50,000</u>
<u>Northwood, Middlesex</u>			
UK Postcode <u>H A 6 L 3 L G</u>			
Name		Class of shares allotted	Number allotted
<u>Michael Sherwood</u>			
Address			
<u>Hill House, Inverforth Close</u>		<u>Ordinary</u>	<u>60,000</u>
<u>London</u>			
UK Postcode <u>N W 3 L 7 E X</u>			
Name		Class of shares allotted	Number allotted
<u>Robert Stephen Holdings Limited</u>			
Address			
<u>8 Manchester Square</u>		<u>Ordinary</u>	<u>100,000</u>
<u>London</u>			
UK Postcode <u>W 1 M L 5 A B</u>			
Name		Class of shares allotted	Number allotted
<u>Strand Associates Limited</u>			
Address			
<u>PO Box 293, Provident House</u>		<u>Ordinary</u>	<u>100,000</u>
<u>Havilland Street, St Peter Port, Guernsey</u>			
UK Postcode <u>L L L L L L L</u>			

Names and addresses of the allottees *(List joint share allotments consecutively)*

Shareholder details		Shares and share class allotted	
Name <u>Wardcove Limited</u> Address <u>21 Bedford Square</u> <u>London</u> <div style="text-align: right;">UK Postcode <u>W 1 M L 5 A B</u></div>		Class of shares allotted <u>Ordinary</u>	Number allotted <u>25,600</u>
Name Address <div style="text-align: right;">UK Postcode <u> </u></div>		Class of shares allotted 	Number allotted
Name Address <div style="text-align: right;">UK Postcode <u> </u></div>		Class of shares allotted 	Number allotted
Name Address <div style="text-align: right;">UK Postcode <u> </u></div>		Class of shares allotted 	Number allotted
Name Address <div style="text-align: right;">UK Postcode <u> </u></div>		Class of shares allotted 	Number allotted

Signed

(P.J. WASTALL)

Designation

Secretary

Date

30-09-00