



Companies House

— for the record —

88(2)

Return of Allotment of Shares

CHFP000

Company Number

3486675

Company name in full

PHOQUE 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

Day Month Year

01 07 1999

To

Day Month Year

Class of shares

(ordinary or preference etc)

Preference

Number allotted

120,000

Nominal value of each share

£1.00

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

£1.00

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

If the allotted shares have not been partly or wholly paid for in cash please state:

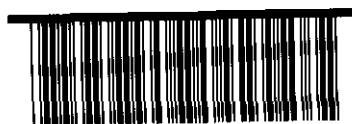
% that each share is to be treated as paid up

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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 send it to the Registrar of Companies at:



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COMPANIES HOUSE

A10URN8F

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18/01/00

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

DX 33050 Cardiff

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

DX 235
Edinburgh

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

Shareholder details		Shares and share class allotted	
Name <u>ADVENT PRIVATE EQUITY FUND II A</u> Address <u>25 BUCKINGHAM GATE</u> <u>LONDON</u> UK Postcode <u>SW1E 6LD</u>		Class of shares allotted <u>PREFERENCE</u>	Number allotted <u>65,849</u>
Name <u>ADVENT PRIVATE EQUITY FUND II B</u> Address <u>25 BUCKINGHAM GATE</u> <u>LONDON</u> UK Postcode <u>SW1E 6LD</u>		Class of shares allotted <u>PREFERENCE</u>	Number allotted <u>40,161</u>
Name <u>ADVENT PRIVATE EQUITY FUND II C</u> Address <u>25 BUCKINGHAM GATE</u> <u>LONDON</u> UK Postcode <u>SW1E 6LD</u>		Class of shares allotted <u>PREFERENCE</u>	Number allotted <u>59,789</u>
Name <u>ADVENT PRIVATE EQUITY FUND II D</u> Address <u>25 BUCKINGHAM GATE</u> <u>LONDON</u> UK Postcode <u>SW1E 6LD</u>		Class of shares allotted <u>PREFERENCE</u>	Number allotted <u>14,201</u>
Name Address UK Postcode <u>LL L L L L L</u>		Class of shares allotted 	Number allotted

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

Signed

Y. F. 2000

Date

17-12-1999

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.

<u>JA BEACE PHOENIX LIMITED, 10 KINGS HILL</u>	
<u>AVENUE, KINGS HILL, WEST MARRINGHAM,</u>	
<u>KENT NE14 4PD</u>	Tel <u>01732 270227</u>
DX number	DX exchange