COMPANIES FORM No. 88(2)(Rev 1988)

# Return of allotments of shares

To the Registrar of Companies (address overleaf)

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

(REVISED 1988)

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

3538796

Please do not write in this margin

CHA 116

Please complete legibly, preferably in black type, or bold block lettering (See note 1)

- \*Insert full name of company
- † Distinguish between ordinary preference, etc.

§ Complete (a) or (b) as appropriate

1. Name of Company	
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2. This section must be completed for all allotments

Killby & Gayford Group Limited

Ordinary A OrdinaryA preference Description of shares † Shares Shares Shares A Number allotted 200,999 198,000 1,175,000 B Nominal value of each £ 1 0.01 C Total amount (if any) paid or due and payable on £ £ 1 2 each share (including premium if any) 1 1.00

Date(s) on which the shares were allotted \_\_19 <u>\_\_\_\_98</u>\_\_]**§**, or (b) [from ] \_\_\_ 19 \_\_\_\_\_to \_ 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)

<b>D</b> Extent to which each share Please use percentage.	is to be treated as paid up.	100%		
E Consideration for which the shares were allotted	see attached page		····	

### **Notes**

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.

For official use

- 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): Travers Smith Braithwaite 10 Snow Hill London EC1A 2AL

DX 79 London/City 0171 248 9133



E.

Terence Smith's shares were allotted as consideration for the transfer to the Company of certain of the allottee's shares in Killby & Gayford (Holdings) Limited pursuant to a Share Acquisition Agreement dated 4 August 1998. 3i Group plc's shares were allotted for £198,000 for the A Ordinary Shares and £1,175,000 for the A Preference shares in cash.

## 4. Names and addresses of allottees

Names and Addresses

Chalmers

London SE1 8XP

Number of shares allotted Ordinary Preference Other Terence Leslie Smith, The Paddock, 4 200,999 Ordinary Road, Banstead, Surrey SM7 3HF 3i Group plc 91 Waterloo Road, 198,000 1,175,000 A Ordinary Preference

Please do not write in the margin

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

Where the space given on this form is	
sheets should be used and the number	of sheets attached should
be indicated in the box opposite:	

Signed Designation ‡

Total

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:-

398,999 1,175,000

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

‡Insert director, secretary, Administrator, Administrativé Receiver or Receiver (Scotland) as

appropriate



Please do not write in this margin

**CHA 116** 

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

† Distinguish

between ordinary preference, etc.

\* Insert full name

of company

§ Complete (a) or (b) as appropriate COMPANIES FORM No. 88(2)(Rev 1988)

## **Return of allotments of shares**

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

**88** (2)

(REVISED 1988)

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

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3538796

Company number

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

1. Name of Company

- \* Killby & Gayford Group Limited
- 2. This section must be completed for all allotments

Description of shares †	B Preference				
A Number allotted	1,3	00,000			
<b>B</b> Nominal value of each	£	1	£	£	
C Total amount (if any) paid or due and payable on each share (including premium if any)	£	1	£	£	

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

<b>D</b> Extent to which each share is Please use percentage.	s to be treated as paid up.	100%	
E Consideration for which the shares were allotted	see attached page		

#### Notes

- 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): Travers Smith Braithwaite 10 Snow Hill London EC1A 2AL

DX 79 London/City 0171 248 9133

For official use

Post Room

Terence Smith's 800,000 shares were allotted for the transfer to the Company of certain of the allottee's shares in Killby & Gayford (Holdings) Limited pursuant to a Share Acquisition Agreement dated 4 August 1998 and Michael May's 500,000 shares were allotted for £500,000 in cash.

## 4. Names and addresses of allottees

Please do not write in the margin

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

Names and Addresses	Number of shares allotted		otted
	Ordinary	Preference	Other
Terence Leslie Smith, The Paddock, 4 Chalmers Road, Banstead, Surrey SM7 3NF	800,000		
Michael Osborne Pryce May, P.O. Bax 18, Girne, Mersin 10, Turkey	500,000		
Total	1,300,000		

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:

Signed

Companies registered in England and Wales

or Wales should deliver this form to:-

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies Companies House Crown Way Maindy

Edinburgh

Cardiff CF4 3UZ Companies Registration Office 102 George Street EH2 3DJ

The Registrar of Companies

‡Insert director,

secretary, Administrator,

Administrativé Receiver or Receiver (Scotland) as

appropriate