COMPANIES FORM No.88(3)

Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

DD(3)

CHA 116

Pursuant to section 88(3) of the Companies Act 1985

Please do not write in this margin

Note: This form is only for use when the contract has not been reduced to writing

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

For official use Company number

3613622

Inland Revenue use only.

The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing. A reduced rate of ad valorem duty may be available if this form is properly certified at the appropriate amount.

Name of company

To the Registrar of Companies

* Insert full name of company

* Ludgate 182 Li	mited	

gives the following particulars of a contract which has not been reduced to writing

- The number of shares allotted as fully or 210,000 partly paid up otherwise than in cash
- 00 £ The nominal value of each such share
- 1 00 3a The amount of such nominal value to be considered £ as paid up on each share otherwise than in cash b The value of each share allotted £ 1 00 i.e. the nominal value and any premium £ 100 c The amount to be considered as paid up in respect of b
- N/A 4 If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8, state the nature and amount of such consideration, and the number of shares allotted

Presentor's name, address and reference (if any):

Hobson Audley Hopkins & Wood 7 Pilgrim Street London EC4V 6LB

DX: 401 LONDON For official use Capital section

Post room

COMPANIES HOUSE 20/02/99

5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£ N/Z	Y .		
6 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£ N/I	Δ		
7 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£ N/A			
8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below: a brief description of property: 283,226 ordinary shares of 1p each in the capital of Storyboard Harpers Limited				
·				
b full particulars of the manner in which the purchase price is to be satisfied	£	р		
- "				
Amount of consideration payable in cash or bills				
Amount of consideration payable in debentures, etc				
Amount of consideration payable in shares	210,000	00		
Liabilities of the vendor assumed by the purchaser:				
Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale				
Hire purchase etc debts in respect of goods acquired	,			
Other liabilities of the vendor				
Any other consideration		[
	210.000	00		

Please do not write in this margin

* Where such properties are sold subject to morgtage, the gross value should be shown

9 Give full particulars in the form of the following table, o subject of the sale, showing in detail how the total pure between the respective heads:	f the property which is the chase price is apportioned
Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£
Legal estates in leasehold property*	
Fixed plant and machinery on leasehold property (inclutenants', trade and other fixtures)	
Equitable interests in freehold or leasehold property*	
Loose plant and machinery, stock-in-trade and other chattels (plant and machinery should not be included u this head unless it was in actual state of severance o date of the sale)	n the
Goods, wares and merchandise subject to hire purcha other agreements (written down value)	se or
Goodwill and benefit of contracts	
Patents, designs, trademarks, licences, copyrights, etc.	l l
Book and other debts	
Cash in hand and at bank on current account, bills, no etc	
Cash on deposit at bank or elsewhere	1
Shares, debentures and other investments	210,000
Other property	.,,
	210,000

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

§ This certificate must be signed by the persons to whom the shares have been allotted, as well as by an officer of the company.

Shecton Date 25/1/99 Signed

Certificate of value §

It is certified that the transaction effected by the contract does not form part of a larger transaction or series of transactions in respect of which the amount or value, or aggregate amount or value, of the consideration exceeds $\mathfrak L$

Signed

Date

Signed

Date

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office Ground Floor City House 140-146 Edmund Street Birmingham B3 2LG

Bristol Stamp Office The Pithay All Saints Street Bristol **BS1 2NY**

Manchester Stamp Office Alexandra House Parsonage Manchester M60 9BT

DX: 15001 Birmingham 1 Tel: 0121 200 3001

DX: 7899 Bristol 1 Tel: 0117 945 6874/5 DX: 14430 Manchester Tel: 0161 833 2752

Newcastle Stamp Office 15th Floor, Cale Cross House 156 Pilgrim Street Newcastle Upon Tyne NE₁6TF

Edinburgh Stamp Office Mulberry House 16 Picardy Place Edinburgh EH1 3NF

DX: 61021 Newcastle Upon Tyne

Tel: 0191 245 0200

DX: ED 303 Edinburgh 1 Tel: 0131 556 8511

London Stamp Office (Personal callers only) South West Wing **Bush House** Strand

London WC2B 4QN

Worthing Stamp Office (Postal applications only)

Ground Floor East Block **Barrington Road** Worthing BN12 4SE

Tel: 0171 438 7252/7452

DX: 3799 Worthing 1 Tel: 01903 508930

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the allotment of shares. The form must be sent to:

For companies registered in:

England and Wales or Wales is:

Scotland:

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

The Registrar of Companies 37 Castle Terrace Edinburah EH1 2EB

DX: 33050 Cardiff

DX: 235 Edinburgh