

G**Return of allotments of shares****88(2)**

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

Please do not
write in this
margin**(REVISED 1988)****This form replaces forms
PUC2, PUC3 and 88(2)**To the Registrar of Companies (address overleaf)
(see note 1)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

037374233

1. Name of company*Insert full name
of company

* gameplay.com plc

2. This section must be completed for all allotments+ Distinguish
between
ordinary,
preference, etc.

Description of shares +	ORDINARY		
A Number allotted	2,160,157		
B Nominal value of each	£ 0.005p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 2.3783	£	£

Date(s) on which the shares were allotted§ Complete
(a) or (b) as
appropriate

(a) [on 16 November 1999] s. or

(b) [from 19 to 19 s]

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)

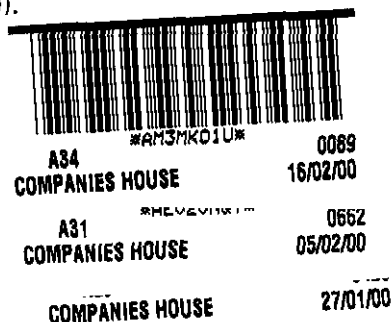
D Extent to which each share is to be treated as paid up. Please use percentage.	100%		
E Consideration for which the shares were allotted	The entire issued share capital of Internet Digital Media Limited.		

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 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

Presentor's name, address,
telephone number and reference
(if any):Sidley & Austin
1 Threadneedle Street
London EC2R 8AW
DX 580 LONDON/CITY
(Ref: 882game.ag)

For official use



4. Names and addresses of the allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
NOEL THOMAS HAYDEN FLAT C BROADLAND MANSIONS BROADLANDS AVENUE STREATHAM LONDON SW16 1NB	746,457		
ROBIN JOHN TOMBS 5 PALMERSTON ROAD WIMBLEDON LONDON SW19 1PG	277,256		
MARK KINGSLEY-WILLIAMS 8 ORCHARD DRIVE ASHTEAD SURREY KT21 2PD	129,487		
JOHN HEATLEY FLAT 1 CHAMBERLAIN HOUSE 171 CROMWELL ROAD LONDON SW5 0SE	127,964		
ROBIN COLLET THE SCHOOL HOUSE WIMBLE HILL CRONDALL FARNHAM SURREY GU10 5UL	114,253		
ANDREW JAMES DIXON 25 MARSHALL STREET MANLY SYDNEY NSW 2095 AUSTRALIA	359,518		
Total	1754935		

Please complete
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bold block
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:

4

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

Signed Malcolm Designation‡ DIRECTOR

Date 24.12.99

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
Cardiff
CF4 3UZ

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

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write in this
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THE COMPANIES ACT 1985

Continuation Sheet No. 1

Return of allotments of shares

to Form No. G88(2) (Revised 1988)

Company number

03734233

Please
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bold block
lettering

Name of Company

gameplay.com plc

Names and addresses of the allottees (continued)

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ANDREW JOHN TOMBS	57,888		
29A SALTOUN ROAD,			
BRIXTON			
LONDON SW2 1EN			
BRUCE WILLIAM NASH	42,656		
30 TULIP LANE			
PALO ALTO Ca994303			
USA			
NICHOLAS CHARLES BOSS	38,084		
FLAT 2, 368 OLD YORK ROAD			
WANDSWORTH			
LONDON SW18 1SP			
JEREMY TAYLOR	31,991		
THE TILERIES			
CRONDALL, FARNHAM			
SURREY GU10 5AW			
IAN HENDRICK	30,468		
5 RECTORY CLOSE			
FRYERNING LANE			
INGATESTONE			
ESSEX CM4 0DB			
Brought forward from previous sheet	1754935		
Total	1956022		

Names and addresses of the allottees (continued)

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write in this
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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
CHRIS PAPADOPOULUS	15,234		
36B SISTERS ROAD			
CLAPHAM			
LONDON SW11 5SR			
TIMOTHY PEARCE	15,234		
119 LAVENDAR SWEEP			
BATTERSEA			
LONDON SW11 1EA			
ANDREW STONE	15,234		
7 OXFORD ROAD			
PUTNEY			
LONDON SW15 2LG			
PAUL WILLIAMS	15,234		
THE OLD COTTAGE			
HARESTONE, CATERHAM			
SURREY CR3 6BD			
STUART WILSON	15,234		
69 GAYVILLE ROAD			
LONDON			
SW11 6JW			
COLIN MEADEN	3,047		
49 STEPGATES			
CHERTSEY			
SURREY KT18 8HT			
Brought forward from page 1	1956022		
Total	2035239		

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Signed

Designation

Date

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THE COMPANIES ACT 1985

Continuation Sheet No. 2

Return of allotments of shares

to Form No. G88(2) (Revised 1988)

Please
complete
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lettering

Company number

03734233

Name of Company

gameplay.com plc

Names and addresses of the allottees (continued)

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PHILIP HULSTON	30,468		
4 CROWHURST OAST, BELLS FARM ROAD			
EAST PECKHAM, NR TONBRIDGE			
KENT TN12 5NA			
STEPHEN JAMES ADAMSON	18,280		
ENGLEWOOD, RIDGEMEAD ROAD			
ENDLEFIELD GREEN			
SURREY TW20 0YQ			
GARY ABRAHAMS	15,234		
FRIERNS LITTLE HYDE LAND			
INGATESTONE			
ESSEX CM4 0JH			
NICHOLAS HARRY BLOCK	15,234		
THE BROWS, SUTTON PLACE			
ABINGER HAMMER, DORKING			
SURREY RH5 6HL			
NICOLE RHONDA HAGGIE	15,234		
75 VICTORY ROAD			
WIMBLEDON			
LONDON SW19 1HP			
Brought forward from previous sheet	2035239		
Total	2129689		

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