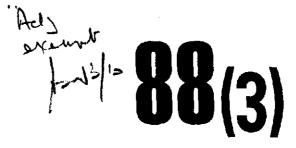


COMPANIES FORM No. 88(3)

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



Please do not write in this margin

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

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 To The Register of companies (Address overleaf)

For official use			



Please do not write in the space below. For 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 ad valorem duty may be available if this form is properly certified at the appropriate amount.

Name of company

* Insert full name of company

*	The Zoo Group Limited	

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

The number of shares allotted as fully or partly paid up otherwise than in cash		45,204		
2 The nominal value of each s	hare £	£1	00	
3a The amount of such noming considered as paid up on ea than in cash	" : " : " :	£1	00	
b The value of each share allo	\ <u>f</u>	£1	00	
c The amount to be considered respect of b	ed as paid up in	£1	00	
4 If the consideration for the shares is services, or any c than that mentioned below and amount of such consider number of shares allotted	onsideration other in 8, state the nature			

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

Solomon Hare Oakfield House Oakfield Grove Clifton Bristol BS8 2BN

Tel: 0117 933 3000 Fax: 0117 933 3001 For offici Capital Sec



A48 COMPANIES HOUSE 0571 13/10/00

A58 **APZ4DUGØ*

0252 04/10/00

Company Secretarial and Compliance Software

A58 COMPANIES HOUSE

5	If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£	£ N/A
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/A
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 satisfa of property, give below:	ction of the purchase pr	ice
a brief description of:		
The entire issued share capital of BCLO Limited		
		ĺ
		į
b full particulars of the manner in which the purchase price is to be satisfied	£	р
Amount of consideration payable in cash or bills	£N/A	
Amount of consideration payable in debentures, etc	£N/A	1
Amount of consideration payable in shares	£45,204	00
Liabilities of the vendor assumed by the purchaser:		
Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale	£N/A	
Hire purchase etc debts in respect of goods acquired .	£N/A	
Other liabilities of the vendor	£N/A	
Other Habilities of the vehicle	LIN/A]
Any other consideration	£N/A	
	£45,204	00



•	, 6	
Please do not write in this margin	9 Give full particulars in the form of the following table, of the the subject of the sale, showing in detail how the total purch apportioned between the respective heads:	
Where such properties are sold subject to	Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£N/A
mortgage, the gross value	Legal estates in leasehold property*	£N/A
should be shown	Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)	£N/A
1	Equitable interests in freehold or leasehold property*	£N/A
	Loose plant and machinery, stock-in-trade and other chattels (plant and machinery should not be included under this head unless it was in actual state of severence on the date of the	
	sale)	£N/A
	Goods, wares and merchandise subject to hire purchase or other agreements (written down value)	£N/A
	Goodwill and benefit of contracts	£N/A
	Patents, designs, trademarks, licences, copyrights, etc	£N/A
	Book and other debts	£N/A
	Cash in hand and at bank on current account, bills, notes, etc	£N/A
	Cash on deposit at bank or elsewhere	£N/A
	Shares, debentures and other investments	£N/A
+ Insert	Other property	£N/A
Director, Secretary, Administrator,		£N/A
Administrative Receiver or Receiver (Scotland) as appropriate \$ This certificate	00 04.0 0	n. Date 8 2 00
must be signed by the persons to whom the shares have been allotted, as well as by a officer of the company.	It is certified that the transaction effected by the contract does larger transaction or series of transactions in respect of which or aggregate amount or value, of the consideration exceeds £	the amount or value,
	Signed	Date

Date

Signed

Notes

The address for companies registered in England and Wales or Wales is:-

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

or, for companies registered in Scotland:-

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

