

for the record

Return of Allotment of Shares

Please complete in typescript, or in bold black capitals. CHWP000

Company Number

03848181			
APACE MEDIA PLC			

Company name in full	APACE MEDIA PLC					
Shares allotted (including bo	nus shares):					
Silates anotted (moldaning bo	From	То				
Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box)	Day Month Year 2 5 0 1 2 0 0 7	Day Month Year				
Class of shares (ordinary or preference etc)	ORDINARY					
Number allotted	2000000					
Nominal value of each share	£0.05					
Amount (if any) paid or due on ea share (including any share premium)	ch					
List the names and addresses of t	he allottees and the number of shares allot	ted to each overleaf				
If the allotted shares are fully	or partly paid up otherwise than in	cash please state:				
% that each share is to be treated as paid up						
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:

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

DX 33050 Cardiff

COMPANIES HOUSE

05/02/2007

ie

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 PERSHING KEEN NOMINEES LIMITED	Class of shares allotted	Number allotted	
Address PARTICIPANT ID 601 MEMBER ACCOUNT BFCLT	ORDINARY	2000000	
CAPSTAN HSE, ONE CLOVE CRESCENT, EAST INDIA DOCK, LONDON			
UK Postcode E 1 4 2 B H		L	
Name	Class of shares allotted	Number allotted	
Address		1	
UK Postcode			
Name	Class of shares allotted	Number allotted	
Address		L.,	
UK Postcode		<u> </u>	
Name	Class of shares allotted	Number allotted	
Address			
UK Postcode			
Name	Class of shares allotted	Number allotted	
Address			
UK Postcode LLLLL			
Please enter the number of continuation sheets (if any) attached to this			
Signed A director / secretary / administrator	ate 5" February	2007	
A director / secretary / administrator / admin	siver Please	delete as appropriate	
Please give the name, address, telephone number and, if available,	ECRETARY APACE	MEDIA PLC	
Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should **ROBERT CARTER, SA ** **ROBERT CARTER, SA	VIAN, CITARECK	OFF WAY	

contact if there is any query.

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DX exchange