**Package:** 'Laserform' by Laserform International Ltd.

Please complete in typescript, or in bold black capitals.

CHFP025

**Company Number** 

Company name in full

| 88                 | (2)          |
|--------------------|--------------|
| Return of Allotmer | nt of Shares |

Tο

| 3934310 |  |
|---------|--|
|         |  |

IP POWERHOUSE HOLDINGS LIMITED

From

## Shares allotted (including bonus shares):

Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box)

|       | 110.  | ••      |           |        |
|-------|-------|---------|-----------|--------|
| Day   | Month | Year    | Day Month | n Year |
| 2   7 | 0 7   | 2 0 0 1 |           |        |

Class of shares (ordinary or preference etc.)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each share (including any share premium)

| A ORDINARY | A ORDINARY     |  |
|------------|----------------|--|
| 2,840,634  | 1,502,740      |  |
| EURO 0.01  | EURO 0.01      |  |
| EURO 0.01  | EURO 27.788373 |  |

List the names and addresses of the allottees and the number of shares allotted 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)

| r |              |   | <br> |
|---|--------------|---|------|
|   |              |   |      |
|   | <del> </del> | , | <br> |
|   |              |   | <br> |
|   |              |   |      |



When you have completed and signed the form please 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, 37 Castle Terrace, Edinburgh, F

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 o | Shares and share class allotted |  |  |
|--|--------------------|---------------------------------|--|--|
| Name   | Class of shares    | Number                          |  |  |
| CAPVEST EQUITY PARTNERS, L.P.  | allotted           | allotted                        |  |  |
| Address  |                    |                                 |  |  |
| C/O CAPVEST PRIVATE EQUITY, L.P., CEDAR HOUSE, 41 CEDAR  | A ORD EURO 0.01    | 2,759,852                       |  |  |
| AVENUE, HAMILTON, HM12, BERMUDA  |                    |                                 |  |  |
| UK Postcode  |                    | <u> </u>                        |  |  |
| Name   | Class of shares    | Number                          |  |  |
| CAPVEST SPECIAL PARTNERS, L.P.   | allotted           | allotted                        |  |  |
| Address  |                    |                                 |  |  |
| C/O CAPVEST GROUP LIMITED, CEDAR HOUSE, 41 CEDAR   | A ORD EURO 0.01    | 40,570                          |  |  |
| AVENUE, HAMILTON, HM12, BERMUDA  | L                  | <u> </u>                        |  |  |
| UK Postcode  |                    |                                 |  |  |
| Name   | Class of shares    | Number                          |  |  |
| MORGAN GUARANTY TRUST COMPANY OF NEW YORK  | allotted           | allotted                        |  |  |
| Address  |                    |                                 |  |  |
| 125 LONDON WALL, LONDON  | A ORD EURO 0.01    | 1,502,740                       |  |  |
|  | L                  | ļ                               |  |  |
| UK Postcode EC2Y5AJ  |                    | L                               |  |  |
| Name   | Class of shares    | Number                          |  |  |
| REIB INTRNATIONAL HOLDINGS LIMITED   | allotted           | allotted                        |  |  |
| Address  |                    |                                 |  |  |
| WINCHESTER HOUSE, 1 GREAT WINCHESTER STREET, LONDON  | A ORD EURO 0.01    | 40,212                          |  |  |
| L  | L                  | <u></u>                         |  |  |
| UK Postcode <u>E C 2 N 2 D N</u>   |                    |                                 |  |  |
| Name   | Class of shares    | Number                          |  |  |
| L  | allotted           | allotted                        |  |  |
| Address  |                    |                                 |  |  |
| L  |                    | <u></u>                         |  |  |
| L  | L                  | L                               |  |  |
| UK Postcode  |                    | L                               |  |  |
| Please enter the number of continuation sheets (if any) attached to this f  For and on behalf of  MANLAN SECRETARIES LTD   |                    |                                 |  |  |
| The state of the s |                    | lete as appropria               |  |  |
| A RIPERIOR / Selectory / Richards Now / Androhnistrations conserver / conserver manager / receiver   | NA Please de       | iete as appropria               |  |  |
| Please give the name, address, Rowe & Maw (852)  |                    |                                 |  |  |
| elephone number and, if available,  DX number and Exchange of the  |                    |                                 |  |  |

Laserform International 02/00

person Companies House should contact if there is any query.

 20 Black Friars Lane, LONDON, EC4V 6HD

 30152.2/891278v1
 Tel 020 7248 4282

 DX number DX 93
 DX exchange LONDON