

Package: 'Laserform'
by Laserform International Ltd.

88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP025

Company Number

4075079

Company name in full

Espresso Broadband Limited

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)

From

To

Day Month Year

Day Month Year

2 4 0 2 2 0 0 5

Class of shares

(ordinary or preference etc)

Ordinary

A Ordinary

Number allotted

732,700

1,902,376

Nominal value of each share

£0.10

£0.10

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

£0.509

£0.509

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

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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 please send
it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland DX 235 Edinburgh



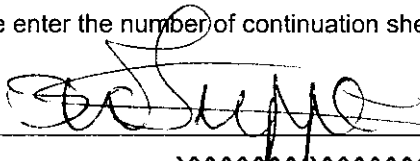
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name <u>Lewis Bronze</u> Address <u>36 Foster Road</u> <u>London</u> UK Postcode <u>W 4</u> <u>4</u> <u>N</u> <u>Y</u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>49,213</u>
Name <u>PROVEN Venture Capital Trust PLC</u> Address <u>39 Earlham Street,</u> <u>London</u> UK Postcode <u>W C 2</u> <u>H</u> <u>L</u> <u>T</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>823,951</u>
Name <u>PROVEN Media Venture Capital Trust PLC</u> Address <u>39 Earlham Street,</u> <u>London</u> UK Postcode <u>W C 2</u> <u>H</u> <u>L</u> <u>T</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>315,568</u>
Name <u>Guinness Flight Venture Capital Trust PLC</u> Address <u>2 Gresham Street,</u> <u>London</u> UK Postcode <u>E C 2</u> <u>V</u> <u>7</u> <u>Q</u> <u>N</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>303,947</u>
Name <u>MECOM UK Management Company Limited</u> Address <u>15 Collingham Gardens,</u> <u>London</u> UK Postcode <u>S W 5</u> <u>O</u> <u>H</u> <u>S</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>114,836</u>

Please enter the number of continuation sheets (if any) attached to this form

2

Signed



Date

24-02-2005

A director / secretary / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Bird & Bird

90 Fetter Lane, London, EC4A 1JP

Ref: NXB/ESPRE.0018

Tel 020 7415 6000

DX number 119

DX exchange London Chancery

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Form 88(2) continuation sheet no:

1

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Company name in full

Espresso Broadband Limited

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name		Class of shares allotted	Number allotted
James Babcock			
Address			
630 W. Blithdale Avenue,		Ordinary	58,872
Mill Valley, California, CA 94941 USA		A Ordinary	21,206
UK Postcode			
Name		Class of shares allotted	Number allotted
Bruce Carusi			
Address			
2 Hoaglands Lane, Old Brookville,		Ordinary	29,435
New York, NY 11545, USA		A Ordinary	14,137
UK Postcode			
Name		Class of shares allotted	Number allotted
James Craig			
Address			
19 Malcolm Road		Ordinary	73,593
London		A Ordinary	35,346
UK Postcode			
Name		Class of shares allotted	Number allotted
Tim Evans			
Address			
Flat 6, 50 Egerton Gardens,		Ordinary	90,466
London		A Ordinary	42,754
UK Postcode			

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name James Fantaci Address 552 First Street, Brooklyn, New York, NY 11215, USA UK Postcode _ _ _ _ _		Class of shares allotted Number allotted Ordinary 58,872 A Ordinary 21,206 _____	
Name Nicholas Lethbridge Address 20 Crooms Hill, Greenwich London UK Postcode S E 1 0 8 E R		Class of shares allotted Number allotted Ordinary 58,872 A Ordinary 21,206 _____	
Name Philip Read Address 35 Elwill Way, Park Langley, Beckenham UK Postcode B R 3 _ 3 A B		Class of shares allotted Number allotted Ordinary 44,153 A Ordinary 21,205 _____	
Name Leonard Shavel Address 11 Will Merry Lane, Greenwich, Conneticut, USA UK Postcode _ _ _ _ _		Class of shares allotted Number allotted Ordinary 44,153 A Ordinary 21,205 _____	
Name John Tomlinson Address 51 Lebanon Park, Twickenham, Middlesex UK Postcode T W 1 _ 3 D H		Class of shares allotted Number allotted Ordinary 36,797 A Ordinary 17,672 _____	
Name Peter Vardigans Address Holly House The Avenue UK Postcode S P 1 _ 1 N F		Class of shares allotted Number allotted Ordinary 59,126 A Ordinary 28,275 _____	

Signed _____ Designation# _____ Date _____

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Form 88(2) continuation sheet no:

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Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name	Class of shares allotted	Number allotted	
<u>Francine Holzer</u>			
Address			
<u>6834 Fiji Circle, Boynton Beach,</u>	<u>Ordinary</u>	<u>33,325</u>	
<u>Florida, FL 33437, USA</u>	<u>A Ordinary</u>	<u>4,039</u>	
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name	Class of shares allotted	Number allotted	
<u>Richard McGrath</u>			
Address			
<u>Bracken, Woodland Way,</u>	<u>Ordinary</u>	<u>55,766</u>	
<u>Kingswood</u>	<u>A Ordinary</u>	<u>55,766</u>	
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name	Class of shares allotted	Number allotted	
<u>Jean Rowton</u>			
Address			
<u>Hay Barn, The Greenyard,</u>	<u>Ordinary</u>	<u>12,303</u>	
<u>Hardley, Hastings, Northants</u>	<u>A Ordinary</u>	<u>12,303</u>	
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name	Class of shares allotted	Number allotted	
<u>Stephen Tupper</u>			
Address			
<u>6 Farlton Road,</u>	<u>Ordinary</u>	<u>27,754</u>	
<u>London</u>	<u>A Ordinary</u>	<u>27,754</u>	
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			