



Please complete in typescript,  
or in bold black capitals.

CHFP025

Company Number

4513083

Company name in full

DIRECT GROUP HOLDINGS LIMITED

# 88(2)

Return of Allotment of Shares

## 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

Day Month Year

0 5 0 7 2 0 0 5

To

Day Month Year

Class of shares

(ordinary or preference etc)

A ORDINARY

Number allotted

6,289

Nominal value of each share

£1.00

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

£1.00

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

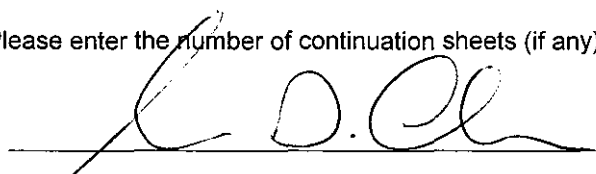


**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
<b>Name</b> <u>BARCLAYS PRIVATE EQUITY EUROPEAN FUND A</u> <b>Address</b> <u>5 THE NORTH COLONNADE, CANARY WHARF, LONDON</u>  <b>UK Postcode</b> <u>E I 4 4 B B</u>	<b>Class of shares allotted</b> <u>A ORDINARY</u>  	<b>Number allotted</b> <u>1289</u>  
<b>Name</b> <u>BARCLAYS PRIVATE EQUITY EUROPEAN FUND B</u> <b>Address</b> <u>5 THE NORTH COLONNADE, CANARY WHARF, LONDON</u>  <b>UK Postcode</b> <u>E I 4 4 B B</u>	<b>Class of shares allotted</b> <u>A ORDINARY</u>  	<b>Number allotted</b> <u>612</u>  
<b>Name</b> <u>BARCLAYS PRIVATE EQUITY EUROPEAN FUND C</u> <b>Address</b> <u>5 THE NORTH COLONNADE, CANARY WHARF, LONDON</u>  <b>UK Postcode</b> <u>E I 4 4 B B</u>	<b>Class of shares allotted</b> <u>A ORDINARY</u>  	<b>Number allotted</b> <u>437</u>  
<b>Name</b> <u>BARCLAYS PRIVATE EQUITY EUROPEAN FUND D</u> <b>Address</b> <u>5 THE NORTH COLONNADE, CANARY WHARF, LONDON,</u>  <b>UK Postcode</b> <u>E I 4 4 B B</u>	<b>Class of shares allotted</b> <u>A ORDINARY</u>  	<b>Number allotted</b> <u>243</u>  
<b>Name</b> <u>BARCLAYS PRIVATE EQUITY EUROPEAN FUND GMBH &amp; CO KG</u> <b>Address</b> <u>AM PLATZL 4, 80331 MUNCHEN, GERMANY</u>  <b>UK Postcode</b> <u>                    </u>	<b>Class of shares allotted</b> <u>A ORDINARY</u>  	<b>Number allotted</b> <u>44</u>  

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

Signed



Date

5/7/05

A director / ~~secretary~~ / administrator / 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.

Eversheds LLP

Eversheds House, 70 Great Bridgewater Street,

Ref: 959000

Tel 0161 831 8000

DX number DX 14344

DX exchange Manchester



## Return of Allotment of Shares

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or in bold black capitals.

Form 88(2) continuation sheet no:

1

CHFP025

Company Number

4513083

Company name in full

DIRECT GROUP HOLDINGS LIMITED

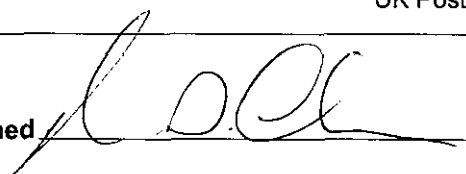
Names and addresses of the allottees *(List joint share allotments consecutively)*

Shareholder details		Shares and share class allotted	
Name		Class of shares allotted	Number allotted
BPE EUROPEAN PARTNER LP			
Address			
50 LOTHIAN ROAD, EDINBURGH		A ORDINARY	17
UK Postcode			
Name		Class of shares allotted	Number allotted
BARCLAYS PRIVATE EQUITY PVLP LIMITED PARTNERSHIP			
Address			
5 THE NORTH COLONNADE, CANARY WHARF, LONDON		A ORDINARY	1,069
UK Postcode	E I 4 L 4 B B		
Name		Class of shares allotted	Number allotted
BARCLAYS INDUSTRIAL INVESTMENTS LIMITED			
Address			
54 LOMBARD STREET, LONDON		A ORDINARY	2,146
UK Postcode	E C 3 P 3 A H		
Name		Class of shares allotted	Number allotted
CLINK STREET NOMINEES LIMITED			
Address			
5 THE NORTH COLONNARDE, CANARY WHARF, LONDON		A ORDINARY	364
UK Postcode	E I 4 L 4 B B		

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

Shareholder details		Shares and share class allotted	
<b>Name</b> <u>PARALLEL VENTURES NOMINEES NO 2 LIMITED</u> <b>Address</b> <u>5 THE NORTH COLONNADE, CANARY WHARF, LONDON,</u>  <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b> <u>A ORDINARY</u>   	<b>Number allotted</b>  <u>63</u>   
<b>Name</b> <u>EUROVENT SOCIETE CIVILE</u> <b>Address</b> <u>19 AVENUE DE L'OPERA, PARIS, FRANCE</u>  <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b> <u>A ORDINARY</u>   	<b>Number allotted</b>  <u>5</u>   
<b>Name</b>  <b>Address</b>   <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   <b>UK Postcode</b> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u> <u>    </u>		<b>Class of shares allotted</b>    	<b>Number allotted</b>    

Signed



Designation

DIRECTOR

Date

5/7/05