

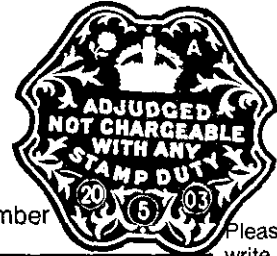
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Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

88(3)

CHFP025

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 writingTo the Registrar of Companies
(Address overleaf)

For official use Company number

[] [] [] [] [] []

4654471

Please do not
write in the
space below. For
Inland Revenue
use only.Please complete
legibly, preferably
in black type, or
bold block letteringThe 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 of ad valorem duty may be
available if this form is properly certified at the appropriate amount.

Name of company

* TRADINGSPTS EXCHANGE SYSTEMS LIMITED

*Insert full name
of company

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

1	The number of shares allotted as fully or partly paid up otherwise than in cash	7,015,990
2	The nominal value of each such share	£ 0 10
3a	The amount of such nominal value to be considered as paid up on each share otherwise than in cash	£ 0 10
b	The value of each share allotted i.e. the nominal value and any premium	£ 0 10
c	The amount to be considered as paid up in respect of b	£ 0 10
4	If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8, state the nature and amount of such consideration, and the number of shares allotted	

Presentor's name, address
and reference (if any):Mayer, Brown, Rowe & Maw LLP
11 Pilgrim Street
London
EC4V 6RWRef:852/30312.16/1050193.1
DX LDE 93 LONDONFor official use
Capital section

Post room

LD4
COMPANIES HOUSE0318
21/05/03

Please do not
write in
this margin

* Where such
properties are
sold subject to
mortgage, the
gross value
should
be shown

9 Give full particulars in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads:

Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£
Legal estates in leasehold property*	
Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)	
Equitable interests in freehold or leasehold property*	
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 severance on the date of the sale)	
Goods, wares and merchandise subject to hire purchase or other agreements (written down value)	
Goodwill and benefit of contracts	
Patents, designs, trademarks, licences, copyrights, etc.	
Book and other debts	
Cash in hand and at bank on current account, bills, notes, etc	
Cash on deposit at bank or elsewhere	
Shares, debentures and other investments	701,599
Other property	
	701599

† Insert Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed



Designation † **DIRECTOR**

Date 20 MAY 2003

§ This certificate
must be signed
by the persons
to whom the
shares have been
allotted, as well
as by an officer
of the company.

Certificate of value §

It is certified that the transaction effected by the contract does not form part of a larger transaction or series of transactions in respect of which the amount or value, or aggregate amount or value, of the consideration exceeds £

Signed



Date 19/5/03

Signed

Date