COMPANIES FORM No.88(3)

G

CHFP025

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

88(3)

Pursuant to section 88(3) of the Companies Act 1985

Please do not write in this margin

Note: This form is only for use when the contract has not been reduced to writing

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use

Company number
4687439

Please do not write in the space below. For Inland Revenue use only.

The 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

* Insert full name of company

* EDGER 328 LIMITED

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	30,000	
2	The nominal value of each such share	£ 1	00
3a	The amount of such nominal value to be considered as paid up on each share otherwise than in cash	£ 1	00
b	The value of each share allotted i.e. the nominal value and any premium	£ 1	00
c	The amount to be considered as paid up in respect of b	£ 1	00
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	N/A	

Presentor's name, address and reference (if any):

Edwards Geldard
Number One Pride Place
Pride Park
Derby
DE24 8QR

For official use
Capital section

Post room

AFFHTPHK
A15
COMPANIES HOUSE
0092
25/10/03

346558

5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£ N/A	

6 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£ N/A	

7 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£ N/A	

8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:

a brief description of property:
14,400 ordinary B shares in the capital of Pattison Lane Limited

b *full particulars of the manner in which the purchase price is to be satisfied*	£	p
Amount of consideration payable in cash or bills	0	00
Amount of consideration payable in debentures, etc	0	00
Amount of consideration payable in shares	30,000	00
Liabilities of the vendor assumed by the purchaser:		
Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale	0	00
Hire purchase etc debts in respect of goods acquired	0	00
Other liabilities of the vendor	0	00
Any other consideration	0	00
	30,000	00

Please do not write in this margin

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*	0
Legal estates in leasehold property*	0
Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)	0
Equitable interests in freehold or leasehold property*	0
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)	0
Goods, wares and merchandise subject to hire purchase or other agreements (written down value)	0
Goodwill and benefit of contracts	0
Patents, designs, trademarks, licences, copyrights, etc.	0
Book and other debts	0
Cash in hand and at bank on current account, bills, notes, etc	0
Cash on deposit at bank or elsewhere	0
Shares, debentures and other investments	0
Other property	0
	.00

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

Signed [signature] Designation † DIRECTOR Date 9 . 9 2003

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

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 £ 10,000

Signed [signature] Date 9.9.2003

Signed [signature] Date 9.9.2003

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

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office
5th Floor
Norfolk House
Smallbrook Queensway
Birmingham B5 4LA

DX: 15001 Birmingham 1
Tel: 0121 633 3313

Bristol Stamp Office
First Floor
The Pithay
All Saints Street
Bristol BS1 2NY

DX: 7899 Bristol 1
Tel: 0117 927 2022

Manchester Stamp Office
Upper 5th Floor
Royal Exchange
Exchange Street
Manchester M2 7EB

DX: 14430 Manchester 2
Tel: 0161 834 8020

Newcastle Stamp Office
15th Floor, Cale Cross House
156 Pilgrim Street
Newcastle Upon Tyne
NE1 6TF

DX: 61021 Newcastle Upon Tyne 1
Tel: 0191 201 7413

Edinburgh Stamp Office
Grayfield House
Spur X
5 Bankhead Avenue
Edinburgh EH11 4BF

DX: ED 543303 Edinburgh 33
Tel: 0131 442 3161

London Stamp Office
(Personal callers only)
Ground Floor
South West Wing
Bush House
Strand
London WC2B 4QN

Tel: 020 7438 7252/7452

Worthing Stamp Office
(Postal applications only)
Room 35, East Block
Barrington Road
Worthing
West Sussex BN12 4XJ

DX: 3799 Worthing 1
Tel: 01903 508 962

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the allotment of shares. The form must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

DX: 33050 Cardiff

Scotland:

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

DX: 235 Edinburgh