

CHFP004

88(2)**Return of Allotment of Shares****Company Number**

4782018

Company name in full

RSL Steeper Group 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

0 5 0 3 2 0 0 4

Class of shares*(ordinary or preference etc)*

A Ordinary

B Ordinary

Number allotted

76,680

3,231

Nominal value of each share

£0.0001

£0.0001

**Amount (if any) paid or due on each
share** *(including any share premium)***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 share 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 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 DX 235**
For companies registered in Scotland **Edinburgh**A12
COMPANIES HOUSE

AU140U88

0217
11/05/04

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

Shareholder details		Shares and share class allotted	
Name <u>Simon Webster</u> Address <u>27 Merrick Square</u> <u>London</u> UK Postcode <u>S E 1 L 4 J B</u>		Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>4,938</u>
Name <u>Anthony Miller</u> Address <u>Walnut Tree Cottage, Little London, Stowmarket, Suffolk</u> UK Postcode <u>L L L L L L L</u>		Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>1,471</u>
Name <u>Andrew Thornton</u> Address <u>Whingate Farm, Outlane, Huddersfield, West Yorkshire</u> UK Postcode <u>H D 3 L 3 E Q</u>		Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>540</u>
Name <u>Richard Cross</u> Address <u>The Old School House, Church Hill, Charing Heath, Ashford, Kent</u> UK Postcode <u>T N 2 L 5 6 U</u>		Class of shares allotted <u>A Ordinary</u> <u>B Ordinary</u> 	Number allotted <u>324</u> <u>216</u>
Name <u>Allan Gallagher</u> Address <u>15 York Road, Heaton Moor, Stockport, Cheshire</u> UK Postcode <u>S K 4 L 4 P Q</u>		Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>540</u>

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

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Signed



Date

5/3/2004

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.

Laytons (Ref: LMAT/1532.17/332589)

Carmelite, Fifth Floor, 50 Victoria Embankment, Blackfriars,

London EC4Y 0LS

Tel 020 7842 8000

DX number 253

DX exchange Chancery Lane

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

Shareholder details	Shares and share class allotted	
Name <u>Pinto & Partners Limited Partnership</u> Address <u>1-11 Hay Hill, London</u> <u>UK Postcode</u> <u>W 1 J L 6 D H</u>	Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>5,522</u>
Name <u>D W Astor Expectancy Trust</u> Address <u>Galsworthy & Stones, PO Box 145, Piermont House, St Helier,</u> <u>Jersey, Channel Islands</u> <u>UK Postcode</u> <u>J E 4 L 8 Q P</u>	Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>1,312</u>
Name <u>D W Trustees (BUI) Limited</u> Address <u>Galsworthy & Sones, Hawksford House, Caledonia Place,</u> <u>St Helier, Jersey, Channel Islands</u> <u>UK Postcode</u> <u>J E 4 L 8 Q P</u>	Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>1,672</u>
Name <u>D W Astor</u> Address <u>Bryern Grange, Middle-under-Wych Wood, Oxford</u> <u>UK Postcode</u> <u>O X 7 L 6 H A</u>	Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>497</u>
Name <u>Ian Laing & Caroline Laing</u> Address <u>4 Chalbury Road, Oxford</u> <u>UK Postcode</u> <u>O X 2 L 6 U T</u>	Class of shares allotted <u>A Ordinary</u> 	Number allotted <u>3,611</u>

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Signed RA C... Date 5/3/2004
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DX number 253	DX exchange Chancery Lane

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

Shareholder details		Shares and share class allotted	
Name Edward Knighton		Class of shares allotted A Ordinary	Number allotted 60
Address 40 Southmoor Road, Oxford			
UK Postcode OX2 6RD			
Name Baggy Nominees		Class of shares allotted A Ordinary	Number allotted 197
Address c/o Laytons, Carmelite, Fifth Floor, 50 Victoria Embankment,			
Blackfriars, London			
UK Postcode EC4Y 0LS			
Name Geoffrey Ives-Brown		Class of shares allotted A Ordinary	Number allotted 1,635
Address 97 Inchbonnie Road, South Woodham Ferrers, Chelmsford,			
Essex			
UK Postcode CM3 5ZM			
Name David Satchell		Class of shares allotted A Ordinary	Number allotted 1,165
Address 45 Wellington Court, St John's Wood, London			
UK Postcode NW8 9TB			
Name Robert Wright		Class of shares allotted A Ordinary	Number allotted 343
Address 30 Eversham Road, Cheltenham Spa, Gloucester			
UK Postcode GL5 2EA			

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Date _____

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A director / ~~secretary~~ / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

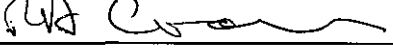
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Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name <u>Avanti Ventures LLC</u> Address <u>c/o Gail Servier, 230 South Holland Street, Lakewood,</u> <u>Colorado 80226, United States of America</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>2,659</u>
Name <u>Stephen Pesenti</u> Address <u>41 St Peter's Street, London</u> UK Postcode <u>N</u> <u>1</u> <u> </u> <u> </u> <u>8</u> <u>J</u> <u>P</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>57</u>
Name <u>Stephen Parker</u> Address <u>6 Aspen Way, Brandon Groves, Ockenden, Essex</u> UK Postcode <u>R</u> <u>M</u> <u>1</u> <u>5</u> <u>6</u> <u>T</u> <u>X</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>486</u>
Name <u>John Hollamby</u> Address <u>Melborne House, 12a Borden Lane, Sittingbourne, Kent</u> UK Postcode <u>M</u> <u>E</u> <u>9</u> <u> </u> <u>8</u> <u>H</u> <u>R</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>1,815</u>
Name <u>Mark Davies</u> Address <u>17 Heyford Grove, Solihull, West Midlands</u> UK Postcode <u>B</u> <u>9</u> <u>1</u> <u> </u> <u>3</u> <u>X</u> <u>X</u>	Class of shares allotted <u>A Ordinary</u>	Number allotted <u>102</u>

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

Shareholder details		Shares and share class allotted	
Name <u>Paul Steeper</u>		Class of shares allotted	Number allotted
Address <u>361 Reigate Road, Epsom Downs, Surrey</u>		<u>A Ordinary</u>	<u>308</u>
UK Postcode <u>K T 1 7 3 L Y</u>			
Name <u>John Fuller</u>		Class of shares allotted	Number allotted
Address <u>Lydene, Pool Road, Pool-in-Wharfedale, Pool, Yorkshire</u>		<u>A Ordinary</u>	<u>131</u>
UK Postcode <u>L L L L L L L</u>			
Name <u>Perry O'Callaghan</u>		Class of shares allotted	Number allotted
Address <u>Court Lodge Cottage, Lower Road, East Farleigh, Maidstone, Kent</u>		<u>A Ordinary</u>	<u>349</u>
UK Postcode <u>M E 1 5 0 J L</u>			
Name <u>Whittington Investments Limited</u>		Class of shares allotted	Number allotted
Address <u>Weston Centre, Bowater House, 68 Knightsbridge, London</u>		<u>A Ordinary</u>	<u>34,015</u>
UK Postcode <u>L L L L L L L</u>			
Name <u>David Whittaker</u>		Class of shares allotted	Number allotted
Address <u>Shepherd's Cottage, Whitnal, Hampshire</u>		<u>A Ordinary</u>	<u>4,157</u>
UK Postcode <u>R G 2 8 7 Q P</u>			

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NA [Signature]

Date

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

Shareholder details	Shares and share class allotted	
Name Jon Moulton Address The Mount, Church Street, Shoreham, Kent London UK Postcode TN14 7SD	Class of shares allotted A Ordinary	Number allotted 729
Name William Hobhouse Address Shepherd's Cottage, Whitnal, Hampshire UK Postcode RG28 7QP	Class of shares allotted A Ordinary	Number allotted 243
Name Wisteria Investments Limited Address PO Box 119, Commerce House, St Peter Port, Guernsey, Channel Islands UK Postcode GY1 3HB	Class of shares allotted A Ordinary	Number allotted 2,699
Name Charter Trust Company Limited Address PO Box 134, Town Mills, Trinity Square, St Peter Port, Guernsey, Channel Islands UK Postcode GY1 3HN	Class of shares allotted A Ordinary	Number allotted 2,700
Name Mahesh Patel Address Congress House, Lyon Road, Harrow. UK Postcode HA1 2EN	Class of shares allotted B Ordinary	Number allotted 3,015

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Laytons (Ref: LMAT/1532.17/332600)	
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London EC4Y 0LS	Tel 020 7842 8000
DX number 253	DX exchange Chancery Lane

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

Shareholder details		Shares and share class allotted	
Name <u>William Egan</u>		Class of shares allotted <u>A Ordinary</u>	Number allotted <u>2,097</u>
Address <u>1 Post Office Square, Suite 3800, Boston, MA 02109,</u>			
<u>United States of America</u>			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name <u>George Hollingberry</u>		Class of shares allotted <u>A Ordinary</u>	Number allotted <u>306</u>
Address <u>The Weir House, Heresford, Hampshire</u>			
<u> </u>			
UK Postcode <u>S</u> <u>Q</u> <u>2</u> <u>4</u> <u>9</u> <u>D</u> <u>G</u>			
Name <u> </u>		Class of shares allotted <u> </u>	Number allotted <u> </u>
Address <u> </u>			
<u> </u>			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name <u> </u>		Class of shares allotted <u> </u>	Number allotted <u> </u>
Address <u> </u>			
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WA Egan

Date

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