

Oyez

Please complete in typescript,  
or in bold black capitals.

CHFP041

88(3)

(Revised 2005)

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

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

**Company Number**

6119036

**Company name in full**

VocaLink Holdings Limited

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

- 1 Class of Shares  
(ordinary or preference etc)
- 2 The number of shares allotted as fully  
or partly paid up otherwise than in cash
- 3 The nominal value of each such share
- 4a The amount of such nominal value to be  
considered as paid up on each share  
otherwise than in cash
- b The value of each share allotted  
ie the nominal value and any premium
- c The amount to be considered as paid  
up in respect of b

Ordinary	Preference	
99,999,934	17,999,996	
£1.00	£1 00	
£1.00	£1 00	
£1 00	£1.00	
100%	100%	

**continue overleaf**

**Signed**

*[Signature]*

**Date**

17.01.08

\*\*Delete as appropriate

\*\* A director / secretary / administrator / administrative receiver / receiver /  
official receiver / receiver manager / voluntary arrangement supervisor

**Contact Details**

You do not have to give any contact  
information in the box opposite but if  
you do, it will help Companies House to  
contact you if there is a query on the  
form. The contact information that you  
give will be made available to researchers of the  
public register.

Osborne Clarke

One London Wall, London,

EC2Y 5EB

Tel 02071057030

DX number

DX exchange

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 or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh  
for companies registered in Scotland or LP - 4 Edinburgh 2

SATURDAY



08/2005

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- 5 If the consideration for the allotment of such shares is services, or any consideration mentioned in 6,7 or 8 below, state the nature and amount of such consideration, and the shares allotted

Pursuant to a scheme of arrangement under section 425 of the Companies Act 1985 (the Voca Scheme) between VocaLink Holdings Limited (the Company) and the Scheme Shareholders (as defined in the circular to Voca Limited's shareholders dated 27 April 2007 (the Voca circular) in consideration for the cancellation of the Scheme Shares (as defined in the Voca Circular) and the issue by Voca Limited to the Company of shares in Voca Limited, the Company issued, credited as fully paid to or for the benefit of as for the account of the Scheme Shareholders both Ordinary Shares and Preference Shares in accordance with the terms of the Scheme

Pursuant to a scheme of arrangement under section 425 of the Companies Act 1985 (the LINK Scheme) between VocaLink Holdings Limited (the Company) and the Scheme Shareholders (as defined in the circular to LINK Interchange Network Limited's shareholders dated 27 April 2007 (the LINK circular) in consideration for the cancellation of the Scheme Shares (as defined in the LINK Circular) and the issue by LINK Interchange Network Limited to the Company of shares in LINK Interchange Network Limited, the Company issued, credited as fully paid to or for the benefit of as for the account of the Scheme Shareholders Ordinary Shares and Preference Shares in accordance with the terms of the Scheme.

The total number of shares allotted under the Voca Scheme and the LINK Scheme was 99,999,934 Ordinary Shares and 17,999,996 Preference Shares

- 6 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue
- 7 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released
- 8 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue