**COMPANIES FORM No. 88(3)** Particulars of a contract

relating to shares allotted as fully or partly paid up otherwise than in cash



## **CHFP031**

Please do not write in this margin

Please complete legibly, preferably in black type, or

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 writing

To the Registrar of Companies (address overleaf) bold block lettering



Company number

SC2 26709

not write in the space below, For Inland Revenue use ontv

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

*	SHEARWATER	HOLDINGS	UNITED	

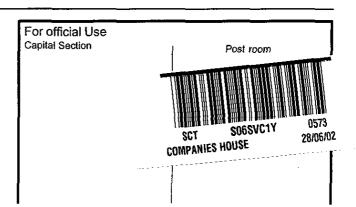
gives the following particulars of a contract which has not been reduced to writing

The number of shares allotted as fully or partly paid up otherwise than in cash		99
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>b</b> The value of each share allotted i.e. the nominal value and any premium	£	100
C The amount to be considered as paid up in respect of b	£	100

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

100 x El SHAR IN SHEARWATO 295ance LIMIT

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



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5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue		MA		
6 If the allotment is made in consideration of the	<del></del>			
release of a debt, e.g., a director's loan account, state the amount released		NIA		
		,		
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		NA		
8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:				
a brief description of property:				
		NA		
s.				
			1	
b full particulars of the manner in which the purchase price is to be satisfied		£	р	
,				
Amount of consideration payable in cash or bills				
Amount of consideration payable in dentures, etc				
Amount of consideration payable in shares				
	٠,			
Liabilities of the vendor assumed by the purchaser:				
Amounts due on mortgages of freeholds and/or				
leaseholds including interest to date of sale	*			
Hire purchase etc debts in respect of goods acquired				
Other liabilities of the vendor,				
Any other consideration				
,, ca.c. co.location				

Please do not write in this margin

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

9	Give the 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 of 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,

Cash on deposit at bank or elsewhere .....

Shares, debentures and other investments .....

Other property .....

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

Designation ¥ Din 2010

Date 31/3/02

§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 £ f O O

signed by Barrana

Date

31.3.02

Date

31.1.02

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 B54LA

DX:15001 Birmingham 1 Tel: 0121 633 3313

**Bristol Stamp Office** 

The Pithay All Saints Street

Bristol BS12NY

DX: 7899 Bristol 1

Tel: 0117 927 2022

Manchester Stamp Office

Alexandra House Parsonage

Manchester M60 9BT

DX: 14430 Manchester Tel: 0161 476 1741

Newcastle Stamp Office

15th Floor, Cale Cross House 156 Pilgrim Street Newcastle Upon Tyne

NE16TF

DX: 61021 Newcastle Upon Tyne

Tel: 0191 261 1199

Edinburgh Stamp Office

Mulberry House 16 Picardy Place Edinburgh

EH13NF

DX: ED 303 Edinburgh 1

Tel: 0131 556 8998

London Stamp Office (Personal callers only)

South West Wing **Bush House** Strand

London WC2B 4QN

Worthing Stamp Office (Personal callers only)

Ground Floor

East Block Barrington Road Worthing BN124SE

DX:3799 Worthing 1 Tel: 01903 508962

Tel: 020 7 438 7252/7452

Cheques for Stamp Duty must be 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 penalities 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:

Scotland:

The Registrar of Companies

Companies House Crown Way

Cardiff CF14 3UZ

The Registrar of Companies

Companies House 37 Castle Terrace

Edinburgh EH1 2EB

DX: 33050 Cardiff

DX:235 Edinburgh