



00066617

## COMPANIES FORM NO. 98(2) (Rev. 1989)

## Return of allotments of shares

98(2)

Pursuant to Article 98(2) of the Companies (Northern Ireland) Order 1986

Please do not  
write in this  
margin

(REVISED 1989)

To the Registrar of Companies (address overleaf)  
(see note 1)This form replaces forms  
PUC2, PUC3 and 98(2)Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Company number

NI54094

## 1. Name of company

\*insert full  
name of  
company

\* Audio Processing Technology Holdings Limited

## 2. This section must be completed for all allotments

† distinguish  
between  
ordinary  
preference, etc

Description of shares †	Ordinary		
A Number allotted	22,475,990		
B Nominal value of each	£ 0.005	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 0.008	£	£

§ complete  
(a) or (b) as  
appropriate

Date(s) on which the shares were allotted

(a) {on 10 May 2005 } §, or

(b) {from 20 to 20 } §

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given  
(see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.	100%		
E Consideration for which the shares were allotted Cash			

## NOTES

- This form should be delivered to the registrar of companies within one month of the (first) date of allotment.
- If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contact required by Article 98(2)(b) of the companies (Northern Ireland) Order 1986 or by the duly stamped prescribed particulars required by Article 98(3) of that Order (Form No. 98(3)).
- Details of bonus issues should be included only in section 2.

Presenter's name, address, telephone  
number and reference (if any)Tughans  
Solicitors  
Marlborough House  
30 Victoria Street  
BELFAST BT1 3GS  
Tel: 028 9055 3300

For official Use	Document Checking Section
DEPARTMENT OF ENTERPRISE TRADE & INVESTMENT	
16 MAY 2005	
POST-ALIGNED COMPANIES REGISTRY	

Please do not  
write in the  
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Noel McKenna 5 Manor Park, Magherafelt, Co Derry	4,952,181		
Jonathon McClintock 34 Knockvale Park, Belfast, Co Antrim	4,952,381		
Crescent Capital II LP 5 Crescent Gardens, Belfast, BT7 1NS	6,285,714		
Trinity Venture Capital Limited Beech House, Beech Hill Office Campus, Clonskeagh, Dublin 4	6,285,714		
Total	22,475,990		

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

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

Signed

of the m. latid.

Director/Secretary\*

Date \_\_\_\_\_

10 May 205

\*delete as appropriate

**The Registrar of Companies  
Companies Registry  
IDB House  
64 Chichester Street  
BELFAST  
BT1 4JX**