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COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

88(2)

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Please do not write in
this margin

To the Registrar of Companies (address overleaf)
(see note 1)

Company number

1306335

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

*insert full name
of company

1. Name of company

* VIDEOLOGIC LIMITED

2. This section must be completed for all allotments

†distinguish between
ordinary, preference,
etc.

Description of shares†			
A Number allotted	449,499		
B Nominal value of each	£ 1	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1	£	£

Date(s) on which the shares were allotted

(a) [on 14th June 19 96] £, or

(b) [from 19 to 19] £

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

§complete (a) or
(b) as appropriate

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	£449,499		

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. 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 contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

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

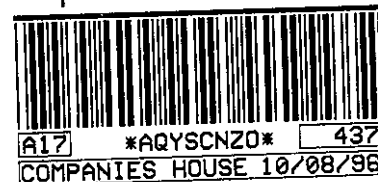
ALLEN & OVERY
ONE NEW CHANGE
LONDON EC4M 9QQ

IGS/JCC

0171 330 3000

For official use

Post room



4. Names and addresses of the allottees

Please do not write in this margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
1. Anthony Ewen MacLaren 16 Brechin Place London SW7 4QA	222,844		
2. Mohammad Hossein Yassaie 111 Berkely Avenue Chesham Buckinghamshire HP5 2RS	90,662		
3. Raymond Malcolm Livesley 107 Nash Grove Lane Wokingham Berkshire RG11 4HF	79,330		
4. Trevor Wing 3 King George Square Richmond Surrey TW10 6LF	33,998		
5. Martin Charles Walsh 304 Mountnessing Road Billiercay Essex CM12 0ER	22,665		
Total	449,499		

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

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

Signed M. C. Walsh Designation Secretary Date 14/6/96

Companies registered in England and Wales or Wales should deliver this form to:—

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

Companies registered in Scotland should deliver this form to:—

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ