

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

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CHA 101

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)

To the Registrar of Companies (address on page 2)
(see note 1)

Company Number

3232655

1. Name of company

insert full name
of company

LionHead Studios Limited

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc

Description of shares †	'B' Ordinary Shares		
A Number allotted	11,160		
B Nominal value of each	£0.01	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£0.01	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on **29 April 1999**] §, or

(b) [from to] §

The names and addresses of the allottees and the number of shares allotted to each should be given on page 2

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	%	%	%
E Consideration for which the shares were allotted			

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.



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

**Baker Tilly
Chartered Accountants
Norfolk House
187 High Street
Guildford
Surrey
GU1 3AZ**

For official use

Post room



4. Names and addresses of the allottees

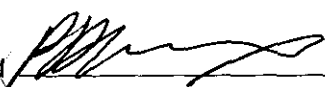
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Andrew Bass			
22a Sunvale Avenue, Haslemere, Surrey, GU27 1PJ,	750		
Jonathan Barnes			
4 Mitchells Close, Shalford, Guildford, Surrey, GU4 8HY,	1,010		
Christian Bravery			
2 Easington Place, Maori Road, Guildford, Surrey, GU1 2EQ,	750		
Jean-Claude Cottier			
25A New Cross Road, Guildford, Surrey, GU2 6NS,	1,250		
Jamie Durrant			
37 Handforth Road, Oval, London, SW9 0LL,	750		
Mark Healey			
4 Mitchells Close, Shalford, Guildford, Surrey, GU4 8HY,	750		
Eugene Paul McLaughlin			
The Orchard, Hookley Lane, Elstead, Surrey, GU8 6JB,	1,650		
Paul Nettleton			
2 Easington Place, Maori Road, Guildford, Surrey, GU1 2EQ,	150		
Richard Evans			
2 Easington Place, Maori Road, Guildford, Surrey, GU1 2EQ,	850		
Scawen Roberts			
91 Lisbon Avenue, Twickenham, Middlesex, TW2 5HL,	850		
Total	11,160	0	0

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:

1

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

Signed



Designation §

Director

Date

16/8/99

X

Companies registered in England and Wales
or Wales should deliver this form to:-
The Registrar of Companies
Companies House
Crown Way
Cardiff CF4 3UZ

Companies registered in Scotland
should deliver this form to:-
The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

Form 88(2) continuation sheet

Company Number

3232655

4. Names and addresses of the allottees (continued)

[illegible]