



Return of allotments of shares

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

88(2)

(REVISED 1988)

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

Please do not write in this margin

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

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

Company number

3549403

Insert full name of company

1. Name of company

μ ABBEYWOOD INTERNATIONAL RECRUITMENT LIMITED

* Distinguish between ordinary, preference etc

2. This section must be completed for all allotments

| Description of shares * | ORDINARY | | |
|---|----------|---|---|
| A. Number allotted | 500 | | |
| B. Nominal value of each | £1.00 | £ | £ |
| C. Total amount (if any) paid or due and payable on each share (including premium if any) | £1.00 | £ | £ |

^ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 21/04/1998] or ^

(b) [from _____ to _____]

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. (Notes 2 & 3)

| | | | |
|--|--|--|--|
| D. Extent to which each share is to be treated as paid up. Please use a percentage | | | |
| E. Consideration for which the shares were allotted | | | |
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NOTES

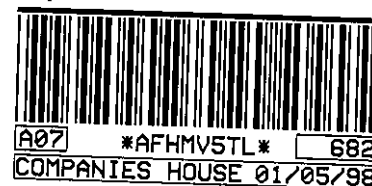
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information 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):

MITCHELLS
41 RODNEY ROAD
CHELTENHAM
GLOS
GL50 1HX

For official use

Post room



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

Number of shares allotted

| Names and Addresses | Ordinary | Preference | Other |
|--------------------------------------|----------|------------|-------|
| NICHOLAS JAMES MITCHELL | 500 | | |
| MANOR FARM BARN, CULKERTON, TETBURY, | | | |
| GLOUCESTERSHIRE, GL8 8SS | | | |
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| Total | 500 | | |

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.

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Signed [Signature] Designation* Ingr Date 21/4/98

Companies registered in Scotland should deliver this form to:

**The Registrar of Companies
Companies House
100 - 102 George Street
Edinburgh
EH2 3DJ**