



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

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

*insert full name
of company

to distinguish between
ordinary, preference,
etc.

to complete (a) or
(b) as appropriate

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

Company number

3762366

1. Name of company

* uc.com ltd

2. This section must be completed for all allotments

Description of shares†	Ordinary		
A Number allotted	273,000,000		
B Nominal value of each	£ 0.01p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 0.01p	£	£

Date(s) on which the shares were allotted

(a) ~~on~~ 26 April 19 99 /s, or

(b) [from 19 to 19] s

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.			
E Consideration for which the shares were allotted			

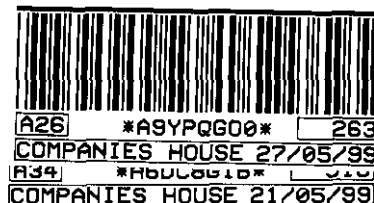
NOTES

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.

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

Kidd Rapinet
14 & 15 Craven Street
London WC2N 5AD
Tel: 0171 925 0303
Ref: 1/PRW/ASG/UCC1/1

For official use



4. Names and addresses of the allottees

Please do not write in this margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Kobus Paulsen 5 Farrington Place Chislehurst Kent BR7 6BE	241,200	000 "A"	
Bernard O'Dea Flat D 6 Hyde Park Mansions Cabbell Street London NW1 5BJ	10,000	000 "A"	
Alan Dacre Colts Hill House Colts Hill Capel Nr. Tonbridge Kent TN12 6SJ	21,000	000 "A"	
James Feeney 77 London Road West Bath BA1 7JE	400	000 "A"	
Jim Stoddart Lime House 218 Hempstead Road Watford WD1 3LL	400	000 "A"	
Total	273,000	000	

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 K. Morgan Designation ‡ Director Date 26/4/99

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