

Return of Allotment of Shares

Please complete in typescript, or

| in bold black capitals. CHWP000 | | | | |
|--|--|--|--|--|
| Company Number | 4257337 | | | |
| Company name in full | Audio Network Plc | | | |
| | | | | |
| Shares allotted (including bo | nus shares): | | | |
| | From To | | | |
| Date or period during which shares were allotted | Day Month Year Day Month Year | | | |
| (If shares were allotted on one date enter that date in the "from" box) | 1 6 0 1 2 0 0 4 | | | |
| Class of shares (ordinary or preference etc) | Ord 1p | | | |
| Number allotted | 380789 | | | |
| Nominal value of each share | 1p | | | |
| Amount (if any) paid or due on ear share (including any share premium) | ch 20p | | | |
| List the names and addresses of ti | e allottees and the number of shares allotted to each overleaf | | | |
| If the allotted shares are fully | or partly paid up otherwise than in cash please state: | | | |
| % that each share is to be treated as paid up | | | | |
| Consideration for which the shares were allotted (This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing) | | | | |

When you have completed and signed the form send it to the Registrar of Companies at:

07/02/04

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB For companies registered in Scotland

For companies registered in England and Wales

Companies House, Crown Way, Cardiff CF14 3UZ

DX 235

Edinburgh

DX 33050 Cardiff

COMPANIES HOUSE

Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | Shares and share class allott | |
|---|-------------------------------|--------------------|
| Name Brian Martin | Class of shares allotted | Number allotted |
| Address Westview, The Ridge, Epson, Surrey | Ord 1p | 10,000 |
| UK Postcode K T 1 8 7 E T | _ | L |
| Name Phillip Cattell | Class of shares allotted | Number allotted |
| Address Park View, High Street, Stebbing | Ord 1p | 29,007 |
| UK Postcode C M 6 3 S Q | _ | L |
| Name Christopher Beatson-Hird and Capital Plans (Trustees) Ltd | Class of shares allotted | Number allotted |
| Address Stratton House, Stratton Street, London | Ord 1p | 84,485 |
| UK Postcode _ W 1 J 8 L A | | <u> </u> |
| Name Mike Stobbie | Class of shares allotted | Number allotted |
| Address Suite 3, 2 Pepper Street, Isle of Dogs | Ord 1p | 16,897 |
| UK Postcode E 1 4 9 R B | | <u> </u> |
| Name Nigel Glockler | Class of shares allotted | Number allotted |
| Address 13 Princess Square, Hove, East Sussex | Ord 1p | 3,379 |
| UK Postcode B N 3 4 G E L | | |
| Please enter the number of continuation sheets (if any) attached to this | form 2 | - |
| A director / secretary / administrator / administrative receiver / receiver manager / rec | ate 21/1/04 | delete as appropr |

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

| Cartwrights, Regency House | |
|----------------------------|-------------------|
| 33 Wood Street | |
| Barnet | Tel 0208 441 1731 |
| DX number | DX exchange |

Names and addresses of the allottees (List joint share allotments consecutively)

contact if there is any query.

| Shareholder details | Shares and share | class allotte |
|---|-----------------------------|----------------------|
| Name Sarah Shelley | Class of shares allotted | Number allotted |
| Address 7 Rope Makers Fileds, London | Ord 1p | 25,000 |
| UK Postcode | | |
| Name Henry Chaw | Class of shares allotted | Number allotted |
| Address 239 Burnt Ash Lane, Bromley, Kent | Ord 1p | 29,007 |
| UK Postcode BR1 5DL | | |
| Name Martin Wright | Class of shares allotted | Number allotted |
| Address 1 Rope Makers Fileds, London | Ord 1p | 46,411 |
| UK Postcode E 1 4 8 B X | | |
| Name William Russell | Class of shares allotted | Number allotted |
| Address Triplow, Bury Triplow, Royston, Herts | Ord 1p | 101,382 |
| UK Postcode S G 1 4 8 B E | | <u> </u> |
| Name Ian Hughes | Class of shares allotted | Number allotted |
| Address The Studio, Crome Lea Business Park, Madingley Road, Coton Cambridge | Ord 1p | 5,221 |
| UK Postcode C B 3 7 P H | | |
| Please enter the number of continuation sheets (if any) attached to thi ligned A director / secretary / administrator / administrative receiver / receiver manager / receiver | Date 21/1/04 | delete as appropriat |
| Please give the name, address, elephone number and, if available, Cartwrights, Regency House | | |
| DX number and Exchange of the agreement | | |

Barnet

DX number

Tel 0208 441 1731

DX exchange

Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder | details | Shares and share | Shares and share class allotted | |
|---|--|--------------------------|---------------------------------|--|
| Name Paul Mottram | | Class of shares allotted | Number allotted | |
| Address 18 Drayton Road, Medbourne, Leicestershire | | Ord 1p | 30,000 | |
| UK P | ostcode LE168DW | | L | |
| lame | | Class of shares allotted | Number allotted | |
| ddress | · · · · · · · · · · · · · · · · · · · | | | |
| | | | L | |
| UK P | ostcode | Class of shares | Number | |
| Address | · · · · · · · · · · · · · · · · · · · | allotted | allotted | |
| | ···· | _ | L | |
| UK P | ostcode | | <u> </u> | |
| lame | | Class of shares allotted | Number allotted | |
| Address | | _ | L | |
| UK P | ostcode | _ | <u> </u> | |
| lame | | Class of shares allotted | Number allotted | |
| Address | | _ | | |
| | | | | |
| | ostcode <u> </u> | | <u> </u> | |
| iz | ation sheets (if any) attached to this | 2111 ac | | |
| A director / secretary / administrator / ad | ministrative receiver manager / rec | reiver Please | delete as appropriate | |
| ease give the name, address, lephone number and, if available, | Cartwrights, Regency House | | | |
| DX number and Exchange of the erson Companies House should | 33 Wood Street | | | |
| ontact if there is any query. | Barnet | Tel 0208 441 | 1731 | |

DX number

DX exchange