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COMPANIES FORM No. 88(3)

Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

CHWP000

88(3)

This form is for share allotments made on or before 30 November 2003

Please do not write in this margin

Pursuant to section 88(3) of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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4734914

Please do not write in the space below. For HM Revenue & Customs use only.

The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing. A reduced rate of ad valorem duty may be available if this form is properly certified at the appropriate amount.

Name of company

* insert full name of company

* AVOCET RT LIMITED

gives the following particulars of a contract which has not been reduced to writing

1 The number of shares allotted as fully or partly paid up otherwise than in cash	2
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2 The nominal value of each such share	£ 1 00
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3a The amount of such nominal value to be considered as paid up on each share otherwise than in cash	£ 1 00
b The value of each share allotted ie. the nominal value and any premium	£ 2499 00
c The amount to be considered as paid up in respect of b	£ 2499 00

4 If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8, state the nature and amount of such consideration, and the number of shares allotted	
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Presenter's name
address and
reference (if any) :

For official Use
General Section

WEDNESDAY



A6WWL5CA

A21 03/12/2008 33

COMPANIES HOUSE

A35 17/11/2008 35

COMPANIES HOUSE

Please do not write in this margin

5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£	
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6 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£	
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7 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£	
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8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:
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a brief description of property:

Transference of the intellectual property rights of a software application ~~written by Zippy Systems~~. (called "Feedback") written by Zippy Systems.

b full particulars of the manner in which the purchase price is to be satisfied

Amount of consideration payable in cash or bills

Amount of consideration payable in debentures, etc

Amount of consideration payable in shares

Liabilities of the vendor assumed by the purchaser:

Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale

Hire purchase etc debts in respect of goods acquired

Other liabilities of the vendor

Any other consideration

£

p

5000 00

Please do not write in this margin

* Where such properties are sold subject to mortgage, the gross value should be shown

9 Give full particulars in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads:

Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£
Legal estates in leasehold property*	
Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)	
Equitable interests in freehold or leasehold property*	
Loose plant and machinery, stock-in-trade and other chattels (plant and machinery should not be included under this head unless it was in actual state of severance on the date of the sale)	
Goods, wares and merchandise subject to hire purchase or other agreements (written down value)	
Goodwill and benefit of contracts	
Patents, designs, trademarks, licenses, copyrights etc.	5000.00
Book and other debts	
Cash in hand and at bank on current account, bills, notes, etc	
Cash on deposit at bank or elsewhere	
Shares, debentures and other investments	
Other property	

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

Signed

A. J. Hill

Designation± DIRECTOR

Date

16/10/08

Ø Certificate of value

It is certified that the transaction effected by the contract does not form part of a larger transaction or series of transactions in respect of which the amount of value, or aggregate amount of value, or the consideration exceeds £

Signed

A. J. Hill

(DIRECTOR - AVOCET RT LTD)

Date 16/10/08

Signed

DBM Hill

(Zippy Systems)

Date 17/10/08

Ø This certificate must be signed by the persons to whom the shares have been allotted, as well as by an officer of the company

1. Before this form is delivered to Companies House it must be "stamped" by HM Revenue & Customs Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. HM Revenue & Customs Stamp Office is located at:

HMRC Stamp Office
9th Floor
City Centre House
30 Union street
Birmingham
B2 4AR

Tel: 0845 6030135

Cheques for Stamp Duty must be made payable to "HM Revenue & Customs, Stamp Taxes" and crossed "Not Transferable".

NOTE. This form must be presented to the HM Revenue & Customs Stamp Office for stamping together with the payment of duty within 30 days of the purchase of the shares, otherwise Inland Revenue penalties may be incurred.

2. After this form has been "stamped" and returned to you by HM Revenue & Customs it must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

DX: 33050 Cardiff

Scotland:

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

DX: 235 Edinburgh

or LP - 4 Edinburgh 2