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CHWP000

Please do not write im this mangin **COMPANIES FORM No. 88(3)** 

Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash 88(3)

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

Please complete legibly, preferably in black type, or held black type, Note: This form is only for use when the contract has not been reduced to writing

To the Registrar of Companies  address overleat)		iaal was	Company mumber
			05250250

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.

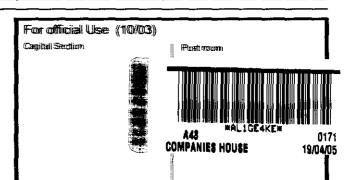
Please do mot unite in the space below. For Inland Revenue use only

Name of company

\* imsent full manne of company

* ROCKHOPPER EXPLOPATION PLC		
gives the following particulars of a contract which has not been reduce	gymining and the	
11 The mumber of shares allotted as fully or partly paid up otherwise than in cash	46,320	
2 The morninal value of each such share	£	01
3a The amnount of such morninal value to be considered as paid up on each share otherwise than in cash	£	01
b The value of each share allotted i.e. the morninal value and any premium	£	28
c The amount to be considered as paid up in respect of b	£	28
4 If the comsideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8, state the mature and amount of such consideration, and the mumber of shares allotted	SERVICES £ 12,969.60	

Presention's marine address and reference (if any):



5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£					
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	£					
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	£					
8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:  /						
a brief description of property:						
Amount of consideration payable in cash or bills		p				
Any other consideration						

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 pate of the Goods, wares and merchandise subject to hire purchase or other agreements (written down value) Goodwill and benefit of contracts Patents, designs, trademarks, licences, copyrights, etc. Book and other debts. Cash in hand and at bank on current account, bills, notes, 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

Designation Die 31/3/05

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

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 or value, or aggregate amount or value, of the consideration exceeds £/2,569:60

\* Signed or father of TJ Dixon Curace & PR Dixon-Carace, both of whom are children (balow cap of regenty)

Signed

(DIEGETUR)

Date 3/3/.5

Page 3