

Package: 'Laserform'  
by Laserform International Ltd.

# 88(2)

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP025

Company Number

05509273

Company name in full

DMWSL 476 Limited

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted

(If shares were allotted on one date  
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0 7 1 1 2 0 0 5

Class of shares

(ordinary or preference etc)

A Preference

B Preference

Number allotted

216,989,911

5,200

Nominal value of each share

£1.00

£1.00

Amount (if any) paid or due on each  
share (including any share premium)

£1.00

£1.00

List the names and addresses of the 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

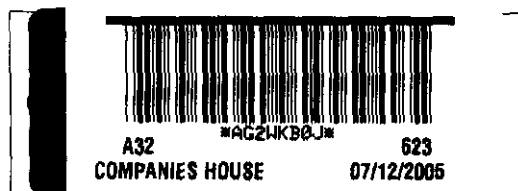
Consideration for which  
the shares were allotted

(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 please send  
it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland DX 235 Edinburgh



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

Shareholder details		Shares and share class allotted	
<b>Name</b> Please see attached Rider.		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Address</b>  			
UK Postcode    L L L L L L L			
<b>Name</b>  		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Address</b>  			
UK Postcode    L L L L L L L			
<b>Name</b>  		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Address</b>  			
UK Postcode    L L L L L L L			
<b>Name</b>  		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Address</b>  			
UK Postcode    L L L L L L L			
<b>Name</b>  		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Address</b>  			
UK Postcode    L L L L L L L			

Please enter the number of continuation sheets (if any) attached to this form

Signed X Lued Date 22/11/05

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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.

Dickson Minto W.S.	
Royal London House, 22 - 25 Finsbury Square, London	
EC2A 1DX	Tel 020 7628 4455
DX number	DX exchange B100/131LKE/DMWSL476dpref

## RIDER TO FORM 88(2)

## DMWSL 476 LIMITED

(Registered No. 05509273)

## LIST OF ALLOTTEES

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	210,155,507	0
Blue Capital Equity I GmbH & Co. KG c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	2,605,524	0
Edouard Guillet c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	1,868	0
Lucien-Charles Nicolet c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	3,880	0
Cedric Dubourdieu c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	2,673	0
Michel Guillet c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	13,366	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
Blue Capital Equity IV GmbH & Co. KG c/o CIE Management II Limited	PO Box 255 Trafalgar Court Les Banques St Peter Port Guernsey GY1 2QL Channel Islands	627,352	0
Mike Lamb	50 Persiaran Bruas Bukit Dama Bruas Kuala Lumpur	505,188	0
George Flooks	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	47,584	0
Alex Pike	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	61,130	0
Nick Smith	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	51,170	0
Nick Taylor	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	48,895	0
Elaine Arnold	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	35,186	0
Lynda Brown	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	24,775	0
Stefan Biasch	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset	9,590	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
	BH15 3BT		
Hans Dieter Lupberger	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	23,648	0
Jorg Kramer	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	16,517	0
Yvette Flack	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,291	641
Andrew Wyres	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	9,180	4,559
Simon Flint	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	328,847	0
Naven Naidoo	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	16,107	0
Andrew Phillips	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	118,714	0
David Prosser	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	223,801	0
Matthew Spadow	C/O Fitness First Holdings Limited 58 Fleets Lane	38,280	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
	Poole Dorset BH15 3BT		
Anthony Tottman	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	206,137	0
Kent Richards	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	43,957	0
Lai shi Noon	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	3,524	0
Dave Nuku	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	5,205	0
Vikram Bhatia	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	11,393	0
Nina Passi	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	6,106	0
Seah Suat Hua	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	2,069	0
Mark Ellis	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	4,016	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
Loretta Kwok	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,967	0
Chintana W	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,680	0
Tim Joynt	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	10,225	0
David Cooke	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	3,340	0
Crosley Black	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	3,340	0
Julian Underwood	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	2,069	0
Jacqueline Wong	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,864	0
Linda Stanford	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	4,713	0
Anil Chugani	C/O Fitness First Holdings Limited 58 Fleets Lane Poole	6,619	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
	Dorset BH15 3BT		
Tracey Minnoch	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	3,114	0
Dong Inlong	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	2,909	0
Corne Van Zyl	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,536	0
Frank Drew	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	3,524	0
Bobby Lim	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	963	0
Jennifer Goh	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,024	0
Yanni Gasper	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,864	0
Dick Vande Vyere	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	116,786	0

(1) Name of Allottee	(2) Address	(3) No. of DMWSL 476 A Preference Shares of £1.00 each	(4) No. of DMWSL 476 B Preference Shares of £1.00 each
Dickvdy Invest N.V.	C/O Fitness First Holdings Limited 58 Fleets Lane Poole Dorset BH15 3BT	1,569,894	0
<b>TOTAL</b>		<b>216,989,911</b>	<b>5,200</b>