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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

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

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

Company number 160499

1. Name of company

* insert full name of company

* VIS Interactive plc

2. This section must be completed for all allotments

† distinguish between ordinary preference, etc.

Description of shares †	'A' Ordinary		
A Number allotted	30,304		
B Nominal value of each	£ 1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 33.00	£	£

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 16th October 19 96] §, or

(b) [from _____ 19 _____ to _____ 19 _____] §

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.	100%		

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):

Semple Fraser WS
Box NO DX 337
Glasgow

0141-221-3771

For official use

Post room

SCT *SNY13PW2* 84
COMPANIES HOUSE 18/10/96

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4. Names and addresses of the allottees

Please do not write in the margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
See attached schedule			
Total			

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:

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

Signed Director, BLP Secretaries Limited Designation‡ Secretary Date 16.10.96

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

Part B

The Subscribers

(1) Name and Address	(2) No. of A Ordinary Shares to be Subscribed for	(3) Total Amount to be Subscribed £
3i Group plc 91 Waterloo Road London SE1 8XP	9447	311751
Scottish Enterprise 120 Bothwell Street Glasgow G2 7JP	7576	250008
•Andrew Ayre 1/3 Sandgate Berwick Upon Tweed TD15 1EW	75	2475
•David Brock 'Windyridge' 44 Beechwood Avenue Little Chalfont Nr Amersham Bucks HP6 6PN	1000	33000
•Martin Gibson Durnsford Mill House Milden-Hall Marlborough Wilts SN8 2NG	300	9900
•TBI Financial Services Limited 1st Floor The Robert Cort Building Elgar Road Reading RG2 0DL	300	9900
•Ran Meinertzhagen 18 Kennedy Road Shrewsbury Shropshire SY3 7AB	303	9999
•Mairi Ritchie 4 Buckstane Park Edinburgh EH10 6PA	1000	33000
•Michael Stoddart Electra Investment Trust plc 65 Kingsway London WC2B 6QT	1500	49500
•Marja Huisman 26 Ponsonby Terrace Pimlico London SW1	300	9900

(1) Name and Address	(2) No. of A Ordinary Shares to be Subscribed for	(3) Total Amount to be Subscribed £
•Colin Ingleby-Mackenzie 2 Grove End Road St. John's Wood London NW8	750	24750
•Carl Openshaw 2 Calverley Park Tunbridge Wells Kent TN1 2SH	750	24750
•Anthony Kenny 22 Elgin Park Redland Bristol BS6 6RX	80	2640
•Innes Gordon Catto and Alexander Gordon Catto (as Trustees of Lord Catto's Settlement dated November 1976) Holmdale Hombury St Mary Dorking	3030	99990
•Lord Stephen Catto Holmdale Hombury St Mary Dorking	3030	99990
•Kenneth Barnes 29 St James Square Bath Avon BA1 2TT	150	4950
•David Thompson Swanston Burtons Way Chalfont St Giles Bucks HP8 4BP	250	8250
•Elderstreet Investments Limited 32 Bedford Row London WC1R 4HE	150	4950
•Fosbury Investments Limited P O Box 621 Le Gallais Chambers 54 Bath Street St. Helier Jersey JE4 6YD	101	3333
•T Guy Higson and Miles Stott	152	5016
•Paul Frew Cloverlea Birtley Road Bramley Surrey GU5 0HX	60	1980