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Please do not
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Please complete
legibly, preferably
in black type, or
bold block lettering

* Insert full name
of company

† distinguish
between
ordinary
preference, etc.

§ complete
(a) or (b) as
appropriate

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)

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

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Company Number

160499

1. Name of company

* VIS Interactive plc

2. This section must be completed for all allotments

Descriptions of shares†	"A" Ordinary		
A Number allotted	114,120		
B Nominal value of each	£ 0.10	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 3.15	£	£

Date(s) on which the shares were allotted

(a) [on 26 June 19 98]\$, 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.			
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)).

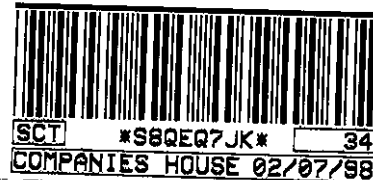
3. Details of bonus issues should be included only in section 2.

Presentor's name address, telephone
number and reference (if any):

For official use

Post room

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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
See Paper Apart.			
Total			

Where the space given on the form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

1

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

Signed _____ Designation: Director Date 26/6/98

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

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

Companies registered in Scotland
should deliver this form to:-

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

Company Number:

Page 2

Paper Apart Form 88(2)

VIS Interactive plc - Company Number: 160499

<u>Name and Address</u>	<u>"A" Ordinary Shares of £0.10 each</u>
3i Group plc 91 Waterloo Road London SE1 8XP	50,720
Scottish Equity Partnership 120 Bothwell Street Glasgow G2 7JP	50,720
Noble Grossart Investments Limited 48 Queen Street Edinburgh EH2 3NR	12, 680