

**G**

CHFP020

**Particulars of a contract  
relating to shares allotted  
as fully or partly paid up  
otherwise than in cash****88(3)**Please do not  
write in this  
margin

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

**Note: This form is only for use when the contract has  
not been reduced to writing**Please complete  
legibly, preferably  
in black type, or  
bold block letteringTo the Registrar of Companies  
(Address overleaf)

For official use

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Company number

SC206834

Please do not  
write in the  
space below.  
For Inland  
Revenue 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

\* JW GROUP INSURANCE &amp; RISK MANAGERS 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	17,156
2 The nominal value of each such share	£ 1.00
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 i.e. the nominal value and any premium	£ 4.92
c The amount to be considered as paid up in respect of b	£ 4.92
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	

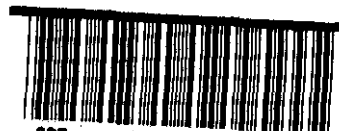
Presentor's name address and reference (if any):

HENDERSON BOYD JACKSON WS  
19 CANNING STREET  
EDINBURGH  
EH3 8EH

For official Use

Capital Section

DX ED27 EDINBURGH



SCT SQC6DEKB 0701  
COMPANIES HOUSE 14/04/06

COMPANIES HOUSE 27/03/06

COMPANIES HOUSE 15/02/06

SCT SMTGDC9L 0331  
COMPANIES HOUSE 21/01/06

SCT SMQLSBVM 0582  
COMPANIES HOUSE 07/01/06

<b>5</b> If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£
<b>6</b> If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£
<b>7</b> If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£
<b>8</b> If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:	
<b>a</b> brief description of property: Goodwill of the business of AB Insurance Centre worth £84,408.00	
<b>b</b> full particulars of the manner in which the purchase price is to be satisfied	£
Amount of consideration payable in cash or bills	103,165.00
Amount of consideration payable in debentures, etc.	
Amount of consideration payable in shares	84,408.00
<i>Liabilities of the vendor assumed by the purchaser:</i>	
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	
	187,573.00

\* 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, licences, copyrights, etc.,

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

£

84,408.00

84,408.00

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

Signed

*Robert Young*

Designation‡

*Secretary*

Date *13<sup>th</sup> December 2005*

§ 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 £

Signed

*Alan S. Benson*

Date *20.12.05*

Signed

*Robert Young*

Date *20.12.05*