G

CHFP025

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 do not write in this margin

Note: This form is only for use when the contract has not been reduced to writing

ADJUDGED NOT CHARGEABLE WITH ANY NAME OUT AND OUT AND

Please complete legibly, preferably in black type, or bold block lettering To the Registrar of Companies (Address overleaf)

[-;-;-]

For official use

Company number

3914814

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

* In:	sert	full	name			
of company						

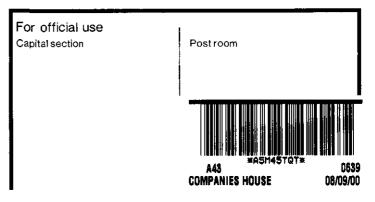
* (CLARITY COMMERCE SOLUTIONS PLC			
give	s the following particulars of a contract which has not b	een reduced to	writing	9
1	The number of shares allotted as fully or partly paid up otherwise than in cash	51,000		
2	The nominal value of each such share	£		25
38	The amount of such nominal value to be considered as paid up on each share otherwise than in cash	£		25
l b	The value of each share allotted i.e. the nominal value and any premium	£	1	25
٥	The amount to be considered as paid up in respect of b	£	1	25
4	If the consideration for the allotment of such shares is services, or any consideration other			_

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

PST/335808 Cartwrights, Marsh House, 11 Marsh Street, Bristol, BS99 7BB

than that mentioned below in 8, state the nature and amount of such consideration, and the number of shares allotted

DX: 7851 Bristol



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	٤	
	<u> </u>	
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	£ 63	750
8 If the allotment is made in satisfaction or part satisfaction purchase price of property, give below:	n of the	
a brief description of property:		
		-
b full particulars of the manner in which the purchase price is to be satisfied	£	р
Amount of consideration payable in cash or bills		i
Amount of consideration payable in debentures, etc	J	
Amount of consideration payable in shares		
Amount of consideration payable in shares Liabilities of the vendor assumed by the purchaser:		
Liabilities of the vendor assumed by the purchaser. Amounts due on mortgages of freeholds and/or		
Liabilities of the vendor assumed by the purchaser: Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale		
Liabilities of the vendor assumed by the purchaser: Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale		

Please do not write in this margin	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:				
Where such properties are sold subject to morgtage, the gross value should be shown	Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£			
	Legal estates in leasehold property*	<u> </u>			
	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				
Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as	Signed CJ Www Designation † Secretary	Date 23/8/00			
appropriate This certificate	Certificate of value §				
must be signed by the persons to whom the shares have been allotted, as well as by an officer of the company.	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

Signed

Date

Date

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office

5th Floor Norfolk House

Birmingham B5 4LA

Smallbrook Queensway

DX: 15001 Birmingham 1

Tel: 0121 633 3313

Bristol Stamp Office

The Pithay All Saints Street

Bristol BS1 2NY Alexandra House

Manchester Stamp Office

Parsonage Manchester M60 9BT

DX: 7899 Bristol 1

Tel: 0117 927 2022

DX: 14430 Manchester

Tel: 0161 476 1741

Newcastle Stamp Office 15th Floor, Cale Cross House

156 Pilgrim Street Newcastle Upon Tyne

NE1 6TF

DX: 61021 Newcastle Upon Tyne

Tel: 0191 261 1199

Edinburgh Stamp Office

Mulberry House 16 Picardy Place Edinburgh EH1 3NF

DX: ED 303 Edinburgh 1

Tel: 0131 556 8998

London Stamp Office (Personal callers only) South West Wing **Bush House**

Strand

London WC2B 4QN

Worthing Stamp Office (Postal applications only)

Ground Floor East Block **Barrington Road** Worthing BN12 4SE

DX: 3799 Worthing 1 Tel: 01903 508962

Tel: 020 7 438 7252/7452

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the allotment of shares. The form must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies

Companies House Crown Wav Cardiff CF14 3UZ

DX: 33050 Cardiff

Scotland:

The Registrar of Companies

Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX: 235 Edinburgh