

Return of allotments of shares**88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies (address overleaf)
(See note 1)**(REVISED 1988)****This form replaces forms
PUC2, PUC3 and 88(2)**

Company number

2910798

1. Name of Company

* Insert full name
of company

* LAND NAVIGATION SYSTEMS LIMITED

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of shares †	Ordinary	Pref.	"A" Ord.
A Number allotted	2943	1207443	9897
B Nominal value of each	£ 1 pence	£ 1 pence	£ 1 pence
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1 pence	£ 1 pence	£ 1 pence

Date(s) on which the shares were allotted

§ Complete
(a) or (b) as
appropriate(a) for _____ 19 _____, or
(b) [from 13 January 19 95 to 1 April 19 95] §

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)

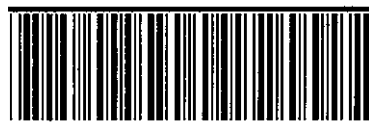
D Extent to which each share is to be treated as paid up. Please use percentage.	100%	N/A	N/A
E Consideration for which the shares were allotted In consideration of the transfer to the Company of "B" Ordinary Shares in the capital of Terrafix Limited			

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):KNIGHT & SONS (JCMB/GLS)
THE BRAMPTON
NEWCASTLE-UNDER-LYME
STAFFORDSHIRE
ST5 0QW

For official use

ED2 *E4LSVBHV* 51
COMPANIES HOUSE 18/05/95

COMPANIES HOUSE 02/05/95

4. Names and addresses of allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Mr. A. Boyles 1 Newport Grove Chesterton Newcastle-under-Lyme Staffordshire		12200	"A" Ord. 100
Mrs. J. Kewley Georgian House 32 East Street Horncastle Lincolnshire LN9 6AZ		99187	813
Mr. M.S. Lawson Greathouse Farm Lynwick Street Rudgwick West Sussex RH12 3DJ		793496	6504
Mr. P. McBride Meadow House, Station Road Elsenham, Bishops Stortford, Hertfordshire.	280	34160	280
Total	280	939043	7697

Please complete
legibly, preferably
in black type, or
bold block
letteringWhere 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:

1

† Insert director,
secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriateSigned X B. Brown Designation † DirectorDate X 1 April 1995Companies registered in England and Wales
or Wales should deliver this form to:-Companies registered in Scotland
should deliver this form to:-The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZThe Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ

88(2) RETURN OF ALLOTMENT OF SHARES (CONTINUATION)

NAMES AND ADDRESSES	NUMBER OF SHARES ALLOTTED		
	ORDINARY	PREFERENCE	OTHER
			"A" Ord.
Mr. I.C. Moore Manor Farm Holmsley Road Wootton New Milton Hampshire BH25 5TP	798	97844	802
Mrs. I. Savory Muckleburgh House Kelling Holt Norfolk NR25 7EG		204716	1678
Time Off Limited Chester Close Chester Street London SW1X 7BQ	1865		
Page Total	2663	302560	2480
Grand Total	2943	1241603	10177