

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

Company number

2910798

1. Name of Company

* LAND NAVIGATION SYSTEMS LIMITED

2. This section must be completed for all allotments

| Description of shares † | ORDINARY | PREF | "A" ORD |
|---|-----------|-----------|-----------|
| A Number allotted | 46,987 | 609,024 | 4,992 |
| 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

(a) [on 13 January 19 95] \$, 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% | 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

- This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment
- 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)).
- Details of bonus issues should be included only in section 2.

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

KNIGHT & SONS
THE BRAMPTON
NEWCASTLE-UNDER-LYME
STAFFORDSHIRE
ST5 0QW

For official use

EDX *E3XC000Q* 543
COMPANIES HOUSE 05/04/95

COMPANIES HOUSE 10/03/95

Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block lettering* Insert full name
of company† Distinguish
between
ordinary,
preference, etc.

ONLY
This form must be completed by a company registered
(a) or (b) as appropriate
having been referred to I.R.

FOR INFORMATION ONLY
This document has not been registered
having been referred to I.R.

4. Names and addresses of allottees

Please do not write in the margin

| Names and Addresses | Number of shares allotted | | |
|--|---------------------------|------------|---------|
| | Ordinary | Preference | Other * |
| Mr J. Appleby 123 High Street Colney Heath Hertfordshire AL4 ONN | 29 | 3,538 | 29 |
| Mr A. Boyles 1 Newport Grove Chesterton Newcastle-under-Lyme Staffordshire | 72 | 8,784 | 72 |
| Mrs E.R. Cox 36 Bridge View London W6 9DD | 1500 | | |
| Mrs S.E. Cox Garden Flat 3 Alfred Road London W3 6LH | 539 | | |
| Mr S.A. Ferris 97 Farndale Drive Loughborough Leicestershire LE11 2RG | 1339 | | |
| Total | 3479 | 12322 | 101 |

COPY FOR INFORMATION ONLY
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 having been referred to I.R.

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

* "A" Ordinary

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:

3

† Insert director, secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed Blosson Designation Managing Director Date 1-3-95

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 Registration Office
102 George Street
Edinburgh
EH2 3DJ