

G

Return of allotments of shares

88(2)

(REVISED 1988)

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

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

To the Registrar of Companies (Address on page 2)
(see Note 1 below)

Company number

2927099

1. Name of company

Full name of company

Sideoffer Limited

2. This section must be completed for all allotments

† Distinguish between ordinary, preference, etc.

Description of shares†	Ordinary		
A Number allotted	100		
B Nominal value of each	£ \$0.01	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ \$0.01	£	£

§ Complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 11 May 1995]\$, or

(b) [from _____ 19 ____ to _____ 19 ____]\$

The names and addresses of the allottees and the number of shares allotted to each should be given on page two.

3. If the allotment is wholly or partly other than for cash the following information must be given (see Notes 2 & 3 below).

D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted:			

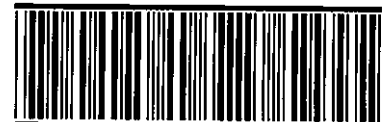
Notes

- 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):

Simmons & Simmons
21 Wilson Street
LONDON EC2M 2TQ
Ref:5/P30012/MC/AOW

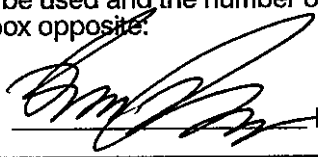
For official Use



KLO *KJ367CGB* 1773
COMPANIES HOUSE 22/06/95

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
NYNEX U.K. Telephone and Cable T.V.Holding Company Limited Wimbledon Bridge House 1 Hartfield Road Wimbledon LONDON SW19 3RU	89		
NYNEX Network Systems Company 4 West Red Oak Lane White Plains New York USA	11		
Total	100		

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:

Signed  Designation: Secretary Date 20 June 1995

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

Companies 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 3UZ

The Registrar of Companies
 Companies Registration Office
 102 George Street
 Edinburgh
 EH2 3DJ