

THE COMPANIES ACT
(CHAPTER 50)
Section 63 (6)

**STATEMENT CONTAINING
PARTICULARS OF SHARES
ALLOTTED OTHERWISE
THAN FOR CASH**

FORM

25

Folio No

Name of Company: DREAMSMART PTE LTD

Company No: 223345

This accompanying return is made in relation to the Form 24 (Return of Allotment of Shares) which refers to the allotment of shares in the abovenamed company on

1. The shares were allotted to the allottees (whose particulars are shown on Form 24):

* pursuant to a contract not reduced to writing.

* pursuant to a provision in the memorandum or articles.

* in satisfaction of a dividend in favour of, but not payable in cash to, the shareholders.

See Form 24 for details of the above allotment.

2. Particulars sufficient to show the entitlement of the allottees to the allotment of shares where the allotment was made pursuant to -

* a contract not reduced to writing

* a provision in the memorandum or articles

are as follows:†

**Lodged in the office of the Registrar of Companies and
Businesses by**

Name: XYZ PTE LTD

Address: 77 XYZ ROAD

#02-777 SINGAPORE 070707

A/c No:

Tel No: 67770707

Fax No: 67771212

For Official Use

Date of Registration:

Receipt No:

Checked By:

Name of Company: DREAMSMART PTE LTD
Company No: 223345

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*3. The particulars of the resolution or other authority by virtue of which -

* an allotment was made in satisfaction of a dividend declared in favour of, but not payable in cash to, the shareholders

* an account or reserve was applied directly in paying up for the shares are as follows:†

CAPITALISATION OF AMOUNT DUE TO DIRECTORS

IT WAS RESOLVED that the sum of 200000
being amount due to directors, be capitalised by way of issue of 100
ordinary shares and that the directors be and are hereby authorised and directed to
capitalise such sum to the shareholders registered in the Company's book on
and such shares to be allotted and credited as fully paid up.

ALLOTMENT OF SHARES

IT WAS RESOLVED that 100 ordinary shares of the Company issued
as fully paid up in pursuance of Resolution 2 be allotted to

4. The particulars of the consideration in respect of which the allotment of shares was made are as follows:

(a)

o (b) Brief description of property:

Total amount deemed as paid in shares allotted
otherwise than for cash

Cash

Amount of debt released of liabilities assumed
(including mortgages on property)

Total purchase price

Form 25 Continuation Sheet 2

Name of Company: DREAMSMART PTE LTD

Company No: 223345

FORM

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@ (c) Freehold property and fixed plant and machinery and other fixtures thereon,
leasehold property

Fixed plant and machinery on leasehold property
(including tenant's, trade and other fixtures)

Equitable interests in freehold or leasehold property

Loose plant and machinery, stock in trade, and other chattels

Goodwill and benefit of contracts

Patents, designs and trade marks, licences, copyrights, etc

Books and other debts

Cash in hand and at bank on current account, bills, notes, etc

Cash on deposit at bank and elsewhere

Shares, debentures and other investments

Other property, viz

Dated thisday of

Signature: _____

Name of Director/Secretary*: Anthony Lum _____

* Delete where inapplicable.

† Set out nature, date of, and parties to, the contract, or insert "Clause(s) numbered....." in the memorandum or "Article(s) numbered....."

‡ Set out the date and a summary of the provisions of the resolution or other authority.

If the consideration for the allotment of the shares is services or any consideration other than that mentioned in paragraph 4(b), state the nature of that consideration.

○ If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give a brief description of that property and the particulars of the manner in which the purchase price is to be satisfied.

@ Give full particulars in the form of the table of the property referred to in paragraph 4(b), which is the subject of the sale, showing in detail how the total purchase price is apportioned between each item.