



Individual Membership Application Form

Forename..... Surname.....

Title.....

Business Name.....

Business Address.....

Describe your role within the Business.....

Tel no: Business..... Home.....

Mobile No.....

Email..... Website.....

Referring Member: Name.....Email.....

Please give details of two business references:

1: Name

Business Name

Business Address.....

.....

.....

2: Name

Business Name

Business Address.....

.....

.....

Acceptance of Terms & Conditions of Mixing Business Membership

I understand that once accepted as a member of Mixing Business, fees are non-refundable. I understand that my membership is annual. I understand that should I resign my membership, no fees will be returned. I understand that in the event of my not complying with the terms and conditions of membership, Mixing Business reserves the right to terminate my membership.

Your Signature.....

Date.....

Please make All Cheques payable to: Mixing Business Ltd, Sort Code: 40:05:16 Account Number: 11651501
Send completed form to: Mark Shaw, Mixing Business Ltd, 5 Lyon House 53 Riding House Street London W1W 7ED

www.mixingbusiness.com



Mixing Business Limited Share placing & Subscription Agreement

Mixing Business Limited (“Mixing Business Limited” or “the Company”)

This announcement does not and these materials do not constitute an offer to sell or issue or the solicitation of an offer to buy or subscribe for ordinary shares in the capital of the Company (“Mixing Business Limited shares”) in Australia, Canada, Japan, South Africa and the United States or in any jurisdiction in which such offer or solicitation is unlawful and the information contained herein is not for publication or distribution, directly or indirectly, in or into Australia, Canada, Japan, South Africa and the United States or any jurisdiction in which such publication or distribution is unlawful.

Mixing Business Limited announces Share Placing

Mixing Business Limited today – 16th June 2006, announces a placing of new ordinary shares to fund the formation and ongoing development of the company. The placing is of up to 40,000 (forty thousand) ordinary shares (the “Placing Shares”), representing 40 (forty) per cent of Mixing Business Limited's issued share capital of 100,000 (one hundred thousand) at 100p per share. If fully subscribed, this will raise approximately £40,000 (forty thousand pounds) for the Company. The Placing will take place in accordance with the terms and conditions set out in the Appendix to this announcement.

To participate in this Share Placing potential subscribers may make an offer to the Company by filling in and returning Appendix 2 (“Term Sheet”). The Placing Shares will be credited as fully paid and will rank equally in all respects with the existing ordinary shares of 1 penny each in the share capital of Mixing Business Limited, including the right to receive all dividends and other distributions declared, made or paid after the date of issue of the Placing Shares. No application will be made at this stage to the United Kingdom Listing Authority for the Placing Shares to be admitted to the official list maintained by the United Kingdom Listing Authority and to trading by the London Stock Exchange (the “Exchange”) on its market for listed securities.

This announcement does not constitute an invitation to underwrite, subscribe for or otherwise acquire or dispose of any Mixing Business Limited shares. Past performance is no guide to future performance and persons needing advice should consult an independent financial adviser.

This announcement is not for publication or distribution, directly or indirectly, in or into the United States. This announcement is for information only and does not



constitute an offer or invitation to acquire or dispose of Mixing Business Limited shares in the United States. The Mixing Business Limited shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States unless they are registered or exempt from registration. There will be no public offer of Mixing Business Limited shares in the United States, the United Kingdom or elsewhere.

No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by Mixing Business Limited or by any of their officers, affiliates or agents as to or in relation to the accuracy or completeness of this release, or any other written or oral information made available to or publicly available to any interested party or its advisers and any liability therefore is hereby expressly disclaimed. Any investment decision to buy securities in the Placing must be made solely on the basis of publicly available information.

The distribution of this announcement and the offering or sale of the securities in certain jurisdictions may be restricted by law. No action has been taken by Mixing Business Limited or any of their respective affiliates that would permit an offering of the securities or possession or distribution of the announcement or any other offering required. Persons into whose possession this announcement comes are required by Mixing Business Limited to inform themselves about and to observe any such restrictions.

APPENDIX 1

IMPORTANT INFORMATION ON THE PLACING FOR PLACEES ONLY. MEMBERS OF THE PUBLIC ARE NOT ELIGIBLE TO TAKE PART IN THE PLACING. THIS APPENDIX AND THE TERMS AND CONDITIONS SET OUT HEREIN ARE DIRECTED ONLY AT PERSONS WHOSE ORDINARY ACTIVITIES INVOLVE THEM ACQUIRING, HOLDING, MANAGING OR DISPOSING OF INVESTMENTS (AS PRINCIPAL OR AGENT) FOR THE PURPOSES OF THEIR BUSINESSES AND WHO HAVE PROFESSIONAL EXPERIENCE IN MATTERS RELATING TO INVESTMENTS FALLING WITHIN ARTICLE 19(1) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2001, AS AMENDED (THE ORDER) OR ARE PERSONS FALLING WITHIN ARTICLE 49(2)(a) TO (d) ("HIGH NET WORTH COMPANIES, UNINCORPORATED ASSOCIATIONS, ETC") OF THE ORDER OR TO WHOM IT MAY OTHERWISE LAWFULLY BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS RELEVANT PERSONS). THIS APPENDIX AND THE TERMS AND CONDITIONS SET OUT HEREIN MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS APPENDIX AND THE TERMS AND CONDITIONS SET OUT HEREIN RELATES IS AVAILABLE ONLY TO



RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS. THIS APPENDIX DOES NOT ITSELF CONSTITUTE AN OFFER FOR SALE OR SUBSCRIPTION OF ANY SECURITIES IN THE COMPANY.

If you choose to participate in the Placing by making an oral offer to acquire Placing Shares or by signing and returning the accompanying Term Sheet in Appendix 2 you will be deemed to have read and understood this Appendix 1 in its entirety and to be making such offer on the terms and conditions, and to be providing the representations, warranties and acknowledgements, contained in this Appendix. In particular you represent, warrant and acknowledge that you:

1. Are a person whose ordinary activities involve you in acquiring, holding, managing or disposing of investments (as principal or agent) for the purpose of your business and undertake that you will acquire, hold, manage or dispose of any Placing Shares that are allocated to you for the purposes of your business; and

2. Are outside the United States.

This announcement does not and these materials do not constitute an offer to sell or issue or the solicitation of an offer to buy or subscribe for ordinary shares in the capital of the Company in Australia, Canada, Japan, South Africa and the United States or in any jurisdiction in which such offer or solicitation is unlawful and the information contained herein is not for publication or distribution, directly or indirectly, in or into Australia, Canada, Japan, South Africa and the United States or any jurisdiction in which such publication or distribution is unlawful. The Placing Shares referred to in this announcement have not been and will not be registered under the United States Securities Act of 1933, as amended (the Securities Act) or qualified under any applicable state statutes and may not be offered, sold or transferred within the United States (including its territories and possessions) subject to certain exceptions. The Placing Shares are being offered and sold outside the United States in reliance on Regulation S under the Securities Act. The Placing Shares have not been approved or disapproved by the US Securities and Exchange Commission, any state securities commission or other regulatory authority, nor have the foregoing authorities passed upon or endorsed the merits of this offering or the accuracy or adequacy of the offering materials. Any representation to the contrary is unlawful. The distribution of this announcement and the placing and/or issue of ordinary shares in the capital of the Company in certain jurisdictions may be restricted by law. No action has been taken by the Company that would permit an offer of such ordinary shares or possession or distribution of this announcement or any other offering or publicity material relating to such ordinary shares in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the Company to inform themselves about and to observe any such restrictions. In addition, until 40 days after the commencement of the offering, any offer or sale of Placing



Shares within the United States by any dealer (whether or not participating in the offering) may violate the registration requirements of the Securities Act.

Details of the Placing Agreement and the Placing Shares

The Placing Shares will be credited as fully paid and will rank equally in all respects with the existing issued ordinary shares of 1 penny each in the capital of the Company including the right to receive all dividends and other distributions declared, made or paid in respect of such ordinary shares after the date of issue of the Placing Shares.

In this Appendix, unless the context otherwise requires, Placee means a relevant Person (including individuals, funds or others) by whom or on whose behalf a commitment to subscribe for Placing Shares has been given.

Application for listing and admission to trading

The Company, its Directors and Board presently have no immediate plans to apply to list with any bourse in any jurisdiction. Therefore, it is drawn to your attention that no public market for the placing shares is likely to exist for the foreseeable future.

No Prospectus

No prospectus has been or will be submitted to be approved by the UKLA or filed with the Registrar of Companies in Scotland in relation to the Placing Shares and the Placees' commitments will be made solely on the basis of the information contained in this announcement and any information publicly announced to a Regulatory Information Service by or on behalf of the Company prior to the date of this announcement (the "Publicly Available Information"). Each Placee, by accepting a participation in the Placing, agrees that it has neither received nor relied on any other information, representation, warranty or statement made by or on behalf of the Company. Each Placee acknowledges and agrees that it has relied on its own investigation of the business, financial or other position of the Company in accepting a participation in the Placing. Nothing in this paragraph shall exclude the liability of any person for fraudulent misrepresentation.

Registration and Settlement

Settlement of transactions in the Placing Shares following Admission to AIM will take place within the CREST system, subject to certain exceptions. This notice appears for record only and your attention is drawn to the fact that at present the Company, its Directors and Board have no plans for a public listing on any bourse in any jurisdiction.

Representations and Warranties

By participating in this placing you (and any person acting on your behalf):

1. represent and warrant that you have read this announcement;



2. acknowledge that the content of this announcement and any other Publicly Available Information is exclusively the responsibility of the Company;
3. represent and warrant that the only information upon which you have relied in committing yourself to subscribe for the Placing Shares is that contained in this announcement and confirm that you have neither received nor relied on any other information, representation, warranty or statement made by or on behalf of the Company;
4. you represent and warrant that you are not, or at the time the Placing Shares are subscribed and purchased will not be subscribing on behalf of a resident of Australia, Canada, Japan or South Africa;
5. acknowledge that the Placing Shares have not been and will not be registered under the securities legislation of Australia, Canada, Japan or South Africa and, subject to certain exceptions, may not be offered, sold, taken up, renounced or delivered or transferred, directly or indirectly, within Australia, Canada, Japan or South Africa;
6. represent and warrant that you are entitled to subscribe for and/or purchase Placing Shares under the laws of all relevant jurisdictions which apply to you and that you have fully observed such laws and obtained all such governmental and other guarantees and other consents which may be required thereunder and complied with all necessary formalities;
7. acknowledge that the Placing Shares have not been and will not be registered under the Securities Act, or under the securities laws of any state of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirement of the Securities Act. The Placing Shares are being offered and sold on behalf of the Company only outside the United States in accordance with Rule 903 or Rule 904 of Regulation S under the Securities Act (Regulation S);
8. acknowledge that the Placing Shares have not been approved or disapproved by the United States Securities and Exchange Commission, any state securities commission in the United States or any other United States regulatory authority;
9. represent and warrant that you (a) are not in the United States (within the meaning of Regulation S) and are subscribing for the shares in an offshore transaction in accordance with Regulation S;
10. represent and warrant that the issue to you, or the person specified by you for registration as holder, of Placing Shares will not give rise to a liability under any of sections 67, 70, 93 or 96 of the Finance Act 1986 (depository receipts and clearance services);
11. if you are in the UK, you represent and warrant that you have complied with your obligations in connection with money laundering under the Criminal Justice Act 1993, the Money Laundering Regulations (1993) (the Regulations) and, if you are making payment on behalf of a third party, that satisfactory evidence has been obtained and recorded by you to verify the identity of the third party as required by the Regulations;
12. represent and warrant that you fall within paragraph 3(a) of Schedule 11 to the



Financial Services and Markets Act 2000 (FSMA), being a person whose ordinary activities involve you in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of your business, and within Article 19 and/or 49 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2001, as amended, and undertake that you will acquire, hold, manage or dispose of any Placing Shares that are allocated to you for the purposes of your business;

13. represent and warrant that you have not offered or sold and, prior to the expiry of a period of six months from the commencement of trading of the Placing Shares, will not offer or sell any Placing Shares to persons in the United Kingdom except to persons whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their business or otherwise in circumstances which have not resulted and which will not result in an offer to the public in the United Kingdom within the meaning of the Public Offers of Securities Regulations 1995, as amended;

14. represent and warrant that you have only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of section 21 of FSMA) relating to the Placing Shares in circumstances in which section 21(1) of FSMA does not require approval of the communication by an authorised person;

15. represent and warrant that you have complied and will comply with all applicable provisions of FSMA with respect to anything done by you in relation to the Placing Shares in, from or otherwise involving the United Kingdom;

16. represent and warrant that you have all necessary capacity and have obtained all necessary consents and authorities to enable you to commit to this participation and to perform your obligations in relation thereto (including, without limitation, in the case of any person on whose behalf you are acting, all necessary consents and authorities to agree to the terms set out or referred to in this announcement);

17. undertake that you will pay for the Placing Shares acquired by you in accordance with this announcement on the due time and date set out herein, failing which the relevant Placing Shares may be placed with other subscribers at such price as the Company determines;

18. acknowledge that participation in the Placing is on the basis that, for the purposes of the Placing, you are not and will not be a client of the Company;

19. undertake that the person who you specify for registration as holder of the Placing Shares will be (i) the Placee or (ii) a nominee of the Placee, as the case may be. The Company will be responsible for any liability to stamp duty or stamp duty reserve tax resulting from a failure to observe this requirement.

20. Each Placee acknowledges that any agreements entered into by the Placee pursuant to these terms and conditions shall be governed by and construed in accordance with the laws of England and you submit (on behalf of yourself and on behalf of any Placee on whose behalf you are acting) to the exclusive jurisdiction of the English courts as regards any claim, dispute or matter arising out of any such contract.



The Company, and others will rely upon the truth and accuracy of the foregoing representations, warranties and acknowledgements. The agreement to settle your subscription (and/or the subscription of a person for whom you are contracting as agent) free of stamp duty and stamp duty reserve tax depends on the settlement relating only to a subscription by you and/or such person direct from the Company for the Placing Shares in question. Such agreement assumes that the Placing Shares are not being acquired in connection with arrangements to issue depositary receipts or to transfer the Placing Shares into a clearance service. If there were any such arrangements, or the settlement related to other dealing in the Placing Shares, stamp duty or stamp duty reserve tax may be payable, for which the Company will not be responsible. If this were the case, you should take your own advice and notify the Company accordingly.

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APPENDIX 2

Mixing Business Limited - Term Sheet

Offer to subscribe to shares at £100p per share

Issuer	Mixing Business Limited Flat 5, Lyon House 53 Riding House Street London W1W 7ED United Kingdom	
Amount	Maximum £100	
Securities	Ordinary Shares	
Share Price	£1.00	
Closing date	On reaching the maximum.	
Supervising Accountants	TBA	
Payment Instructions	Name of Bank	HSBC Bank Plc
	Address	West End Commercial Centre 196 Oxford Street London W1
	Account Name	Mixing Business Limited
	Sort Code	40-05-16
	Account Number	11651501

The parties understand that this is a speculative investment in which they could loose 100% of the sum invested.

The parties hereby acknowledge, by their signatures below, their mutual agreement to the above terms and conditions. The parties agree that this Term Sheet, together with the underlying Share Placement & Subscription Agreement is a binding instrument. The investors represent that they are accredited individuals or entities as defined under the Securities Act of 1933, as amended. Each investor making an investment hereunder shall execute this document.

The undersigned hereby offers to purchase from Mixing Business Limited ("the Company") _____ common stock

£1.00 per share for an aggregate purchase price of £ _____

Investor: _____ Mixing Business Limited :

Signed: _____

Signed: _____

Name:

Name: Mark Shaw

Address:

Address: 5 Lyon House
53 Riding House Street
London W1W 7ED
UK

Please fax signed agreement to +44 207 681 2675