In accordance with Section 555 of the Companies Act 2006.

SH01

BLUEPRINT

Return of allotment of shares

You can use the WebFiling service to file this form online.

Please go to www.companieshouse.gov.uk

What this form is for You may use this form to give notice of shares allotted following

incorporation.

What this form is You cannot use this on notice of shares tak on formation of the allotment of a new an unlimited compa



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ov.uk

17/02/2016

COMPANIES HOUSE

Company details → Filling in this form Company number 0 1 2 Please complete in typescript or in bold black capitals. Company name in full Grainger plc All fields are mandatory unless specified or indicated by *

Allotment dates

From Date To Date

Allotment date

If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

Shares allotted

Please give details of the shares allotted, including bonus shares. (Please use a continuation page if necessary.)

Currency

If currency details are not completed we will assume currency is in pound sterlina.

Number of shares Nominal value of each Amount paid (including Amount (if any) unpaid Class of shares Currency @ allotted share premium) on (including share (E.g. Ordinary/Preference etc.) share each share premium) on each . share GBP 0.05 0.05 0.00 1,306 Ordinary

> If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page

Please use a continuation page if necessary.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

	Statement of capital Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return.					
. •						
4	Statement of cap	ital (Share capital in p	oound sterling (£))			
		h class of shares held in p ction 4 and then go to Sec				
Class of shares (E.g. Ordinary/Preference etc.	») .	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value	
Ordinary		0.05	0.00	416,786,610	£ 20,839,330.50	
Treasury Share	S	0.05	0.00	1,506,300	75,315.00	
					£	
					£	
	-	· ·	Totals	418,292,910	£ 20,914,645.50	
5	Statement of cap	ital (Share capital in o	other currencies)			
Please complete a sep Currency	arate table for each cu	rrency.				
	<u> </u>					
Class of shares (E.g. Ordinary / Preference e	tc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share	Number of shares ②	Aggregate nominal value	
	tc.)			Number of shares ②	Aggregate nominal value	
	tc.)		on each share	Number of shares ②	Aggregate nominal value	
	tc.)			Number of shares ②	Aggregate nominal value	
	tc.)		on each share	Number of shares 2	Aggregate nominal value	
(E.g. Ordinary / Preference e	tc.)		on each share	Number of shares 2	Aggregate nominal value	
			on each share	Number of shares ② Number of shares ②	Aggregate nominal value Aggregate nominal value Aggregate nominal value	
(E.g. Ordinary / Preference e Currency Class of shares		each share •	Totals Amount (if any) unpaid on each share			
Currency Class of shares (E.g. Ordinary/Preference etc.	S.)	Amount paid up on each share	on each share Totals Amount (if any) unpaid			
(E.g. Ordinary / Preference e Currency Class of shares		Amount paid up on each share	Totals Amount (if any) unpaid on each share			
Currency Class of shares (E.g. Ordinary/Preference etc.	Statement of cap	Amount paid up on each share	Amount (if any) unpaid on each share Totals	Number of shares ② e of issued ③ Total ag	Aggregate nominal value gregate nominal value ist total aggregate values in	
Currency Class of shares (E.g. Ordinary/Preference etc.	Statement of cap Please give the total	Amount paid up on each share ①	Amount (if any) unpaid on each share Totals	Number of shares ② e of issued Total ag Please I different	Aggregate nominal value gregate nominal value	

SH01

Total number of issued shares in this class.

SH01 Return of allotment of shares

	Statement of capital (Prescribed particulars of rights attached to share	-,
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5 .	• Prescribed particulars of rights attached to shares
Class of share	£0.05 Ordinary	The particulars are: a particulars of any voting rights,
Prescribed particulars	The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.	including rights that arise only in certain circumstances; b particulars of any rights, as respects dividends, to participate a distribution; c particulars of any rights, as respects capital, to participate in a
	·	distribution (including on winding up); and
		d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to
Class of share	£0.05 Treasury Shares	redemption of these shares.
Prescribed particulars	The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.	A separate table must be used for each class of share. Continuation page Please use a Statement of Capital continuation page if necessary.
The second of th	the company of the control of the co	
ند مناهی	·	
··-		
Class of share		
Prescribed particulars		
·	·	
8	Signature	
	I am signing this form on behalf of the company.	2 Societas Europaea
Signature	Signature X	If the form is being filed on behalf of Societas Europaea (SE) please delet 'director' and insert details of which organ of the SE the person signing has membership.
	This form may be signed by: Director Secretary, Person authorised Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	Person authorised Under either section 270 or 274 of th Companies Act 2006.

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	
Company name	M P Windle
Address	c/o Grainger plc
	Citygate
Post town	St. James' Boulevard
County/Region	Newcastle upon Tyne
Postcode	N E 1 4 J E
Country	United Kingdom
DX	
Telephone	

Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the appropriate sections of the Statement of Capital.
- You have signed the form.

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.

Further information

For further information please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk