

**Return of Allotment of Shares**Company Name: **IBM United Kingdom Limited**Company Number: **00741598**Received for filing in Electronic Format on the: **30/03/2017**

X63A44QR

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	26/02/2016	26/02/2016

Class of Shares: PREFERENCE**Currency: GBP**Number allotted **2**Nominal value of each share **1**Amount paid: **12219739**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	956427005
Currency:	GBP	Aggregate nominal value:	956427005

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.

Class of Shares:	PREFERENCE	Number allotted	56
Currency:	GBP	Aggregate nominal value:	56

Prescribed particulars

THE HOLDERS OF THE PREFERENCE SHARES SHALL HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING UNLESS THE BUSINESS OF THE MEETING INCLUDES A RESOLUTION FOR THE LIQUIDATION OF THE COMPANY, A REDUCTION OF THE CAPITAL OF THE COMPANY OR A RESOLUTION ADVERSELY ALTERING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND PRIVILEGES ATTACHING TO THE PREFERENCE SHARES. IF THE BOARD OF DIRECTORS OF THE COMPANY SHALL DECIDE THAT A PREFERENCE DIVIDEND SHALL BE DECLARED AND PAID IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF 8.5 PER CENT PER ANNUM. IN A WINDING UP OR OTHER RETURN OF CAPITAL, HOLDERS OF PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARE TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH PREFERENCE SHARE TOGETHER WITH ARREARS OF ANY PREFERENCE DIVIDEND, BUT WITH NO FURTHER RIGHT TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY. THE COMPANY SHALL HAVE THE RIGHT AT ANY TIME AFTER 1 JANUARY 2009 TO REDEEM ALL OR ANY OF THE PREFERENCE SHARES FOR THE TIME BEING OUTSTANDING AND FULLY PAID UPON GIVING TO THE HOLDERS OF SUCH OF THE PREFERENCE SHARES AS ARE TO BE REDEEMED NOT LESS THAN THREE MONTHS' NOTICE IN WRITING.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	956427061
		Total aggregate nominal value:	956427061
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.