

**Return of Allotment of Shares**Company Name: **Telefonica UK Limited**Company Number: **01743099**Received for filing in Electronic Format on the: **05/01/2016**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	04/12/2015	04/12/2015

Class of Shares:	ORDINARY-A	Number allotted	100
Currency:	GBP	Nominal value of each share	0.2
		Amount paid:	0.0
		Amount unpaid:	0.0

Non-cash consideration

**IN EXCHANGE FOR PART OF THE 10 ORDINARY SHARES IN CELLULAR RADIO LIMITED
AND THE 100 B SHARES IN WEVE LIMITED**

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY-	Number allotted	10001100
	A	Aggregate nominal value:	2000220
Currency:	GBP	Amount paid per share	0.2
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY-A SHARES HAVE THE RIGHTS AND RESTRICTIONS AS SET OUT IN THE AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY.

Class of Shares:	ORDINARY-	Number allotted	40004000
	B	Aggregate nominal value:	8000800
Currency:	GBP	Amount paid per share	0.2
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY-B SHARES HAVE THE RIGHTS AND RESTRICTIONS AS SET OUT IN THE AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	50005100
		Total aggregate nominal value:	10001020

Authorisation

Authenticated

This form was authorised by one of the following:

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