



Companies House
— for the record —

SH01 (ef)

Return of Allotment of Shares



X1NZLQIW

Company Name: Barclays Capital Securities Limited

Company Number: 01929333

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Shares Allotted (including bonus shares)

<i>Date or period during which shares are allotted</i>		<i>From</i> 06/12/2012	<i>To</i> 06/12/2012
Class of shares	ORDINARY	<i>Number allotted</i>	2570000
		<i>Nominal value of each share</i>	1
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	331070000
		<i>Aggregate nominal value</i>	331070000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE ORDINARY SHARES HAVE FULL VOTING RIGHTS. PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED BY THE DIRECTORS TO BE DISTRIBUTED FROM TIME TO TIME SHALL BE APPLIED THIRD IN PAYING THE HOLDERS OF THE PREFERENCE SHARES AND THE ORDINARY SHARES PARI PASSU THE SUM THAT REPRESENTS FIVE PER CENT OF THE BALANCE OF THE PROFITS AVAILABLE FOR DISTRIBUTION AND DETERMINED TO BE DISTRIBUTED FOR EACH YEAR AFTER PAYMENT OF THE PREFERENTIAL DIVIDEND AND THE REDEEMABLE PREFERENTIAL DIVIDEND. FOURTH THE BALANCE OF SUCH PROFITS RESOLVED TO BE DISTRIBUTED SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES HELD BY THEM RESPECTIVELY. ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE OTHER THAN ON THE REDEMPTION OF SHARES OF ANY CLASS OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: THIRD THE BALANCE OF SUCH ASSETS SHALL BELONG TO AND BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES IN THE PROPORTION TO THE AMOUNTS PAID UP ON THE ORDINARY SHARE HELD BY THEM RESPECTIVELY.

Class of shares	PREFERENCE	<i>Number allotted</i>	1000
		<i>Aggregate nominal value</i>	1000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE PREFERENCE SHARES SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING. PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED BY THE DIRECTORS TO BE DISTRIBUTED FROM TIME TO TIME SHALL BE APPLIED FIRST IN PAYING THE HOLDER OF THE PREFERENCE SHARES THE FIRST £100 OF SUCH PROFITS, SUCH DIVIDEND TO BE PAID YEARLY IN ARREARS ON 31ST MARCH IN EACH YEAR IN RESPECT TO OF THE ACCOUNTING YEAR ENDING ON THE PRECEDING 31ST DECEMBER EXCEPT THAT SHOULD THE PRECEDING 31ST DECEMBER EXPECT THAT SHOULD THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND DETERMINED TO BE DISTRIBUTED IN RESPECT OF ANY YEAR BE LESS THAN £100 THEN SUCH PREFERENTIAL DIVIDEND SHALL BE EQUAL TO THE REDUCED AMOUNT. THIRD IN PAYING THE HOLDERS OF THE PREFERENCE SHARES AND THE ORDINARY SHARES PARI PASSU THE SUM THAT REPRESENTS FIVE PER CENT OF THE BALANCE OF THE PROFITS AVAILABLE FOR DISTRIBUTION AND DETERMINED TO BE DISTRIBUTED FOR EACH YEAR AFTER PAYMENT OF THE PREFERENTIAL DIVIDEND AND THE REDEEMABLE PREFERENTIAL DIVIDEND. ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE OTHER THAN ON THE REDEMPTION OF SHARES OF ANY CLASS OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: FIRST IN REPAYING TO THE HOLDERS OF THE PREFERENCE SHARES THE AMOUNT PAID UP ON SUCH SHARES TOGETHER WITH ANY PREFERENTIAL DIVIDEND DECLARED BUT NOT PAID.

Class of shares	REDEEMABLE	<i>Number allotted</i>	490000000
	PREFERENCE	<i>Aggregate nominal value</i>	490000000
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

THE HOLDERS OF THE REDEEMABLE PREFERENCE SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF OR TO ATTEND GENERAL MEETINGS OF THE COMPANY BUT SHALL NOT BE ENTITLED TO VOTE THEREAT UNLESS, AT THE TIME WHEN NOTICE OF SUCH MEETING IS SENT TO MEMBERS, EITHER I) THE REDEEMABLE PREFERENCE DIVIDEND IS MORE THAN SIX MONTHS IN ARREARS OR II) A RESOLUTION IS TO BE PROPOSED FOR THE WINDING UP OF THE COMPANY. PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED BY THE DIRECTORS TO BE DISTRIBUTED FROM TIME TO TIME SHALL BE APPLIED SECOND IN PAYING THE HOLDERS OF THE REDEEMABLE PREFERENCE SHARES A NON-CUMULATIVE PREFERENTIAL DIVIDEND AT LIBOR PER ANNUM ON THE CAPITAL FOR THE TIME BEING PAID UP OR CREDITED AS PAID UP THERON SUCH DIVIDEND TO BE PAID ANNUALLY ON 31ST MARCH IN RESPECT OF THE ACCOUNTING YEAR ENDING ON THE PRECEDING 31 DECEMBER LIBOR FOR ANY PERIOD IN RELATION TO WHICH A REDEEMABLE PREFERENCE DIVIDEND FALLS TO BE CALCULATED SHALL MEAN THE ARITHMETIC MEAN OF THE ONE YEAR OFFERED RATE QUOTED ON PAGE LIBP OF THE REUTERS SCREEN AT OR ABOUT 11AM ON THE FIRST BUSINESS DAY OF SUCH DIVIDEND PERIOD. IN THE EVENT OF A REUTERS SCREEN BEING UNAVAILABLE LIBOR FOR A DIVIDEND PERIOD SHALL MEAN THE RATE NOTIFIED TO THE COMPANY OF BARCLAYS BANK PLC. ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE OTHER THAN ON THE REDEMPTION OF SHARES OF ANY CLASS OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: SECOND, IN REPAYING TO THE HOLDERS OF THE REDEEMABLE PREFERENCE SHARES THE AMOUNTS PAID UP OR CREDITED AS PAID UPON THE REDEEMABLE PREFERENCE SHARES HELD BY THEM RESPECTIVELY, TOGETHER WITH A SUM PER REDEEMABLE PREFERENCE SHARE EQUAL TO THE REDEEMABLE PREFERENTIAL DIVIDEND FOR THE PERIOD FROM THE DAY FOLLOWING THE LAST PRECEDING DIVIDEND PERIOD FROM THE DAY FOLLOWING THE LAST PRECEDING DIVIDEND PERIOD UP TO THE DATE OF THE RETURN ON CAPITAL. SUBJECT TO THE ACT AND TO THE PRIOR CONSENT OF THE BANK OF ENGLAND THE COMPANY SHALL HAVE THE OPTION OF REDEEMING ALL OR ANY OF THE REDEEMABLE PREFERENCE SHARES AT ANY TIME IF, IN THE OPINION OF THE DIRECTORS, SUCH REDEMPTION WILL NOT CAUSE THE COMPANY TO BREACH THE CAPITAL ADEQUACY REQUIREMENTS OF THE SECURITIES AND FUTURES AUTHORITY LIMITED FROM TIME TO TIME BY GIVING NOT LESS THAN SEVEN DAY'S NOTICE, IN WRITING, TO THE HOLDERS OF SUCH REDEEMABLE PREFERENCE SHARES.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	821071000
		<i>Total aggregate nominal value</i>	821071000

Authorisation

Authenticated

This form was authorised by one of the following:

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