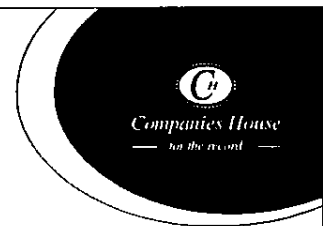


SH01

Return of allotment of shares

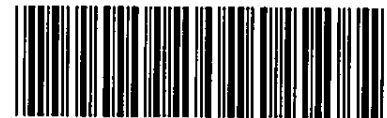


You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

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

☐ **What this form is NOT for**
You cannot use this form to give
notice of shares taken by subscrip
on formation of the company or
for an allotment of a new class o
shares by an unlimited company

FRIDAY



A35 19/02/2010 160
COMPANIES HOUSE

1 Company details

Company number 3 0 5 3 5 7 0

Company name in full IGE USA Group Limited

→ **Filing in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Allotment dates ¹

From Date d 0 d 8 m 1 m 2 y 2 y 0 y 0 y 9
To Date d d m m y y y y

1 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

3 Shares allotted

Please give details of the shares allotted, including bonus shares

2 Currency
If currency details are not
completed we will assume currency
is in pound sterling

Class of shares (E g Ordinary/Preference etc)	Currency ²	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)
Ordinary	GBP £	3,289,648	£1 00	£1 00	£0 00

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

Details of non-cash
consideration
If a PLC, please attach
valuation report (if
appropriate)

The transfer of 364,810,352 Ordinary shares of £1 00 each in the capital of Consolidated Insurance Holdings Limited, having a value of £368,100,000, from IGE USA Investments to the Company

SH01

Return of allotment of shares

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 capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
See attached schedule				£
				£
				£
				£
Totals				£

5 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary / Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value ③

③ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

② E.g. Number of shares issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

③ Total number of issued shares in this class

SH01 - continuation page

Return of allotment of shares

Statement of capital

Please complete the table below to show any class of shares held in other currencies Please complete a separate table for each currency

Currency	GBP £			
Class of shares (E g Ordinary/preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
£1 00 A Preference	£1 00	£0 00	1	£1 00
£1 00 Ordinary	£1 00	£0 00	927,687,023	£927,687,023 00
£1 00 Ordinary	£2 00	£0 00	11,084,108	£11,084,108 00
£1 00 Ordinary	£988 86	£0 00	44,800	£44,800 00
£1 00 Ordinary	£337,974 54	£0 00	100	£100 00
£1 00 Ordinary	£46,571,000	£0 00	1	£1 00
£1 00 Redeemable	£1 00	£0 00	300,000,000	£300,000,000 00
£1 00 Y	£1 00	£0 00	66,882,990	£66,882,990 00
£1 00 Y	£2 00	£0 00	32,432,922	£32,432,922 00
Totals			1,338,131,945	£1,338,131,945 00

❶ Including both the nominal value and any share premium ❸ E g Number of shares issued multiplied by nominal value of each share

❷ Total number of issued shares in this class

SH01

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

	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	<p>Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in 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 redemption of these shares <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	£1 00 A Preference	
Prescribed particulars	The A Preference shares have attached to them capital distribution (including on winding up) rights, they do not confer any voting or dividend rights or rights of redemption	
Class of share	£1 00 Ordinary	
Prescribed particulars	The Ordinary 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 share	£1 00 Redeemable	
Prescribed particulars	The Redeemable shares have attached to them full voting, dividend and capital distribution (including on winding up) rights and confer rights of redemption	

8 Signature

	I am signing this form on behalf of the company	<p>Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership</p> <p>Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature X</p> <p>For and on behalf of</p> <p><i>M J Thorne</i></p> <p>Oakwood Corporate Secretary Limited</p>	
	<p>This form may be signed by</p> <p>Director 2, Secretary, Person authorised 2, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)		
Class of share	£1 00 Y	
Prescribed particulars	The Y shares have attached to them enhanced voting rights, they confer priority dividend and capital distribution (including on winding up) rights, they confer rights of redemption	

SH01

Return of allotment of shares

**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 **Sally Thwaites**

Company name **Oakwood Corporate Services Limited**

Address **Webber House, 26-28 Market Street**

Post town **Altrincham**

County/Region **Cheshire**

Postcode **W A 1 4 1 P F**

Country **United Kingdom**

DX

Telephone **0161 942 4701**

**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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
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