

**Return of Allotment of Shares**Company Name: **HCP HOLDINGS LIMITED**Company Number: **03209169**Received for filing in Electronic Format on the: **16/03/2017**

X62BUFPC

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>12/01/2017</b>	<b>24/01/2017</b>

**Class of Shares: ORDINARY****Currency: GBP****Number allotted 214051****Nominal value of each share 0.2****Amount paid: 9.0278****Amount unpaid: 0**

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>3010419</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>602083.8</b>

Prescribed particulars

**EACH SHARE IS ENTITLED TO RECEIVE NOTICE OF, ATTEND, SPEAK, AND VOTE AT ALL GENERAL MEETINGS AND ON A POLL EXERCISE ONE VOTE PER ORDINARY SHARE EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH SHARE WILL RANK EQUALLY ON A RETURN OF CAPITAL.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>1</b>
	<b>B</b>	Aggregate nominal value:	<b>1</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

**THE RIGHTS ATTACHING TO THE B ORDINARY SHARE SHALL BE AS FOLLOWS: AS REGARDS INCOME: (A) THE HOLDER OF THE B ORDINARY SHARE SHALL BE ENTITLED TO A CASH DIVIDEND (THE “B DIVIDEND”) OF A SUM EQUAL TO ANY CANADIAN DISTRIBUTIONS RECEIVED BY THE COMPANY. (B) IF THE COMPANY HAS INSUFFICIENT DISTRIBUTABLE RESERVES TO PERMIT THE FULL AMOUNT OF THE B DIVIDEND EARNED IN RESPECT OF A FINANCIAL YEAR, THE COMPANY SHALL NOT, SAVE WITH THE PRIOR CONSENT OR APPROVAL IN WRITING OF THE HOLDERS OF MORE THAN ONE HALF OF THE TOTAL NUMBER OF ORDINARY SHARES FOR THE RELEVANT TIME BEING IN ISSUE, DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNTIL THE FULL AMOUNT OF THE B DIVIDEND EARNED HAS BEEN DECLARED. AS REGARDS CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO THE HOLDER OF THE B ORDINARY SHARE AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE (INCLUSIVE OF ANY PREMIUM) PAID FOR THE B ORDINARY SHARE TOGETHER WITH A SUM EQUAL TO ALL ACCRUALS OF THE B DIVIDEND THEREON. AS REGARDS VOTING: THE HOLDER OF THE B ORDINARY SHARE SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY. FOR THIS PURPOSE “CANADIAN DISTRIBUTIONS” MEANS THE AMOUNT (AFTER THE PAYMENT OF ANY TAX THEREON) OF ALL DISTRIBUTIONS AND PAYMENTS RECEIVED BY THE COMPANY FROM HCP CANADA IN RESPECT OF THE SHARES HELD BY**

THE COMPANY IN HCP CANADA AND ANY LOANS MADE BY THE COMPANY TO HCP CANADA (WHETHER THE PAYMENT IS IN RESPECT OF INTEREST, REPAYMENT OR REDEMPTION OF PRINCIPAL AND/OR PAYMENTS OF FEES ON SUCH LOANS), LESS THE AMOUNT OF ANY IMPAIRMENT IN THE COMPANY'S CARRYING VALUE OF ITS INVESTMENT IN HCP CANADA THAT MIGHT BE MADE AFTER THE DATE OF ADOPTION OF THESE ARTICLES (TO THE EXTENT NOT PREVIOUSLY TAKEN INTO ACCOUNT FOR THESE PURPOSES);

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>3010420</b>
		Total aggregate nominal value:	<b>602084.8</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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