

**Return of Allotment of Shares**Company Name: **DE LA RUE PLC**Company Number: **03834125**Received for filing in Electronic Format on the: **13/06/2023**

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Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|----|
| | 15/05/2023 | |

Class of Shares: ORDINARY**Currency: GBP****Number allotted 2613****Nominal value of each share 0.448686****Amount paid: 0.448686****Amount unpaid: 0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|------------------|----------|--------------------------|-----------|
| Class of Shares: | DEFERRED | Number allotted | 111673300 |
| Currency: | GBP | Aggregate nominal value: | 1116733 |

Prescribed particulars

INCOME THE DEFERRED SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN THE PROFITS OF THE COMPANY. CAPITAL ON A RETURN OF CAPITAL ON A WINDING-UP (EXCLUDING ANY INTRA-GROUP RE-ORGANISATION ON A SOLVENT BASIS) THERE SHALL BE PAID TO THE HOLDERS OF THE DEFERRED SHARES THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON SUCH DEFERRED SHARES AFTER PAYING TO THE HOLDERS OF THE ORDINARY SHARES AND HOLDERS OF ANY OTHER SHARES IN ISSUE, THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON THE ORDINARY SHARES AND/ OR THE SHARES IN ISSUE, AS THE CASE MAY BE, HELD BY THEM RESPECTIVELY, TOGETHER WITH THE SUM OF #100,000,000 ON EACH ORDINARY SHARE. THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO ANY FURTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY. ATTENDANCE AND VOTING AT GENERAL MEETINGS THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY OR TO ATTEND, SPEAK OR VOTE AT ANY SUCH MEETING. FORM THE DEFERRED SHARES SHALL NOT BE LISTED ON ANY STOCK EXCHANGE NOR SHALL ANY SHARE CERTIFICATES BE ISSUED IN RESPECT OF SUCH SHARES. THE DEFERRED SHARES SHALL NOT BE TRANSFERABLE EXCEPT IN ACCORDANCE WITH ARTICLE 86B.6 OR WITH THE WRITTEN CONSENT OF THE DIRECTORS. CLASS RIGHTS THE COMPANY MAY FROM TIME TO TIME CREATE, ALLOT AND ISSUE FURTHER SHARES, WHETHER RANKING PARI PASSU WITH OR IN PRIORITY TO THE DEFERRED SHARES, AND ON SUCH CREATION, ALLOTMENT OR ISSUE ANY SUCH FURTHER SHARES (WHETHER OR NOT RANKING IN ANY RESPECT IN PRIORITY TO THE DEFERRED SHARES) SHALL BE TREATED AS BEING IN ACCORDANCE WITH THE RIGHTS ATTACHING TO THE DEFERRED SHARES AND SHALL NOT INVOLVE A VARIATION OF SUCH RIGHTS FOR ANY PURPOSE OR REQUIRE THE CONSENT OF THE HOLDERS OF THE DEFERRED SHARES. THE REDUCTION BY THE COMPANY OF THE CAPITAL PAID UP ON THE DEFERRED SHARES SHALL BE IN ACCORDANCE WITH THE RIGHTS ATTACHING TO THE DEFERRED SHARES AND SHALL NOT INVOLVE A VARIATION OF SUCH RIGHTS FOR ANY PURPOSE AND THE COMPANY SHALL BE AUTHORISED AT ANY TIME TO REDUCE ITS CAPITAL (SUBJECT TO THE CONFIRMATION OF THE COURT IN ACCORDANCE WITH THE ACT) WITHOUT OBTAINING THE CONSENT OF THE HOLDERS OF THE DEFERRED SHARES.

Class of Shares: ORDINARY

Number allotted

195439840

Currency: **GBP**

Aggregate nominal value:

87691120.05

Prescribed particulars

VOTING RIGHTS NOTICES OF MEETINGS MUST BE GIVEN TO SHAREHOLDERS AND TO PERSONS ENTITLED TO A SHARE IN CONSEQUENCE OF THE DEATH OR BANKRUPTCY OF A SHAREHOLDER, UNLESS THE ARTICLES OR THE RIGHTS OF THE SHARES SAY HE IS NOT ENTITLED TO RECEIVED THEM FROM THE COMPANY. HOWEVER, THE BOARD CAN DECIDE THAT ONLY PEOPLE WHO ARE ENTERED ON THE REGISTER AT THE CLOSE OF BUSINESS ON A PARTICULAR DAY ARE ENTITLED TO RECEIVE THE NOTICE. ON A SHOW OF HANDS EACH HOLDER OF SHARES PRESENT IN PERSON AND ENTITLED TO VOTE SHALL HAVE ONE VOTE AND UPON A POLL EACH SUCH HOLDER WHO IS PRESENT IN PERSON OR BY PROXY AND ENTITLED TO VOTE SHALL HAVE ONE VOTE IN RESPECT OF EVERY SHARE HELD BY HIM. RESTRICTIONS IF A MEMBER OR ANY PERSON APPEARING TO BE INTERESTED IN SHARES IN THE COMPANY HAS BEEN DULY SERVED WITH A NOTICE PURSUANT TO SECTION 793 OF THE 2006 ACT AND IS IN DEFAULT IN SUPPLYING TO THE COMPANY INFORMATION THEREBY REQUIRED WITHIN 14 DAYS FROM THE DATE OF SERVICE OF SUCH NOTICE THEN UNLESS THE BOARD DECIDES OTHERWISE THE SHAREHOLDER IS NOT ENTITLED TO BE PRESENT OR TO VOTE EITHER IN PERSON OR BY PROXY AT ANY GENERAL MEETING OR CLASS MEETING OF THE COMPANY OR EXERCISE ANY OTHER RIGHT IN RELATION TO SHAREHOLDERS' MEETINGS AS HOLDER OF ANY SHARE IN THE COMPANY. VARIATION OF CLASS RIGHTS IF AT ANY TIME THE SHARE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES, THE SPECIAL RIGHTS ATTACHED TO ANY CLASS OF SHARES MAY, SUBJECT TO ANY OTHER ACT RELATING TO COMPANIES, BE VARIED OR WITHDRAWN EITHER WITH THE CONSENT IN WRITING OF THE HOLDERS OF THREE-FOURTHS OF THE EXISTING SHARES OF THAT CLASS OR WITH THE SANCTION OF AN EXTRAORDINARY RESOLUTION PASSED AT A SEPARATE GENERAL MEETING OF THE HOLDERS OF THE SHARES OF THAT CLASS.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|--------------------|
| Currency: | GBP | Total number of shares: | 307113140 |
| | | Total aggregate nominal value: | 88807853.05 |
| | | 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.