

**Return of Allotment of Shares**Company Name: **Tullett Prebon Group Holdings plc**Company Number: **03904126**

X40GIC77

Received for filing in Electronic Format on the: **03/02/2015****Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	17/12/2014	17/12/2014

Class of Shares: ORDINARYNumber allotted **1****25P**Nominal value of each share **0.25**Currency: **GBP**Amount paid: **1254554.98**Amount unpaid: **0.0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	0.25
		Amount unpaid per share	0

Prescribed particulars

THE HOLDER OF THE DEFERRED SHARES SHALL HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY.

Class of Shares:	ORDINARY	Number allotted	124780537
	25P	Aggregate nominal value:	31195134.25
Currency:	GBP	Amount paid per share	2.261044
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	460878.34
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION.

C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	1137569.26
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	1254554.98
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	3526370
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	8470000
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	10000000
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	2
	25P	Aggregate nominal value:	0.5
Currency:	GBP	Amount paid per share	10623947
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	16103060
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON

WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25
Currency:	GBP	Amount paid per share	30000000
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	2
	25P	Aggregate nominal value:	0.5
Currency:	GBP	Amount paid per share	36551444.5
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1
	25P	Aggregate nominal value:	0.25

Currency:	GBP	Amount paid per share	100500000
		Amount unpaid per share	0

Prescribed particulars

A. VOTING RIGHTS: AT A GENERAL MEETING EVERY MEMBER PRESENT IN PERSON HAS ON A SHOW OF HANDS ONE VOTE AND EVERY MEMBER PRESENT IN PERSON OR BY PROXY HAS ON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A HOLDER. B. DIVIDEND RIGHTS: THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DISTRIBUTION. C. RIGHTS: TO PARTICIPATE IN A CAPITAL DISTRIBUTION. ORDINARY SHARES CARRY THE RIGHTS TO PARTICIPATE IN A DISTRIBUTION IN RESPECT OF CAPITAL INCLUDING ON WINDING UP IN PROPORTION TO THE AMOUNT PAID ON EACH SHARE. D. THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	124780551
		Total aggregate nominal value:	31195137.75

Authorisation

Authenticated

This form was authorised by one of the following:

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