

**Return of Allotment of Shares**Company Name: **OXIS ENERGY LIMITED**Company Number: **04003357**Received for filing in Electronic Format on the: **18/02/2020**

X8Z39GXX

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
18/02/2020

Class of Shares:	SERIES E	Number allotted	3333334
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.3
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	237259
	ORDINARY	Aggregate nominal value:	2372.59
Currency:	GBP		

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE B ORDINARY SHARES CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES

IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED SHARES, IF ANY, SHALL RECEIVE A TOTAL OF £0.01 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES). WHERE THE ASSETS PROVE INSUFFICIENT TO MAKE PAYMENT UNDER ANY OF THE ABOVE SUB-ARTICLES IN FULL, THEN THE HOLDERS OF THE RELEVANT CLASS OR CLASSES OF SHARES SHALL SHARE SUCH AMOUNTS RATEABLY IN PROPORTION TO THE AMOUNTS THAT WOULD HAVE BEEN PAID TO THEM UNDER SUCH SUB-ARTICLE IF THE ASSETS HAD BEEN SO SUFFICIENT. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	C	Number allotted	206276
	ORDINARY	Aggregate nominal value:	2062.76
Currency:	GBP		

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE C ORDINARY SHARES DO NOT CARRY THE RIGHT TO RECEIVE NOTICE OF NOR TO ATTEND, SPEAK NOR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY OR

TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED

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Class of Shares:	D	Number allotted	74707382
	ORDINARY	Aggregate nominal value:	747073.82
Currency:	GBP		

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE D ORDINARY SHARES CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY

SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED SHARES, IF ANY, SHALL RECEIVE A TOTAL OF £0.01 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES). WHERE THE ASSETS PROVE INSUFFICIENT TO MAKE PAYMENT UNDER ANY OF THE ABOVE SUB-ARTICLES IN FULL, THEN THE HOLDERS OF THE RELEVANT CLASS OR CLASSES OF SHARES SHALL SHARE SUCH AMOUNTS RATEABLY IN PROPORTION TO THE AMOUNTS THAT WOULD HAVE BEEN PAID TO THEM UNDER SUCH SUB-ARTICLE IF THE ASSETS HAD BEEN SO SUFFICIENT. THE D ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	793727
Currency:	GBP	Aggregate nominal value:	7937.27

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE

HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE ORDINARY SHARES CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH

EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED SHARES, IF ANY, SHALL RECEIVE A TOTAL OF £0.01 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES). WHERE THE ASSETS PROVE INSUFFICIENT TO MAKE PAYMENT UNDER ANY OF THE ABOVE SUB-ARTICLES IN FULL, THEN THE HOLDERS OF THE RELEVANT CLASS OR CLASSES OF SHARES SHALL SHARE SUCH AMOUNTS RATEABLY IN PROPORTION TO THE AMOUNTS THAT WOULD HAVE BEEN PAID TO THEM UNDER SUCH SUB-ARTICLE IF THE ASSETS HAD BEEN SO SUFFICIENT. THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	D	Number allotted	10064836
	PREFERRED	Aggregate nominal value:	100648.36
Currency:	GBP		

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE D PREFERRED SHARES CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED

DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED SHARES, IF ANY, SHALL RECEIVE A TOTAL OF £0.01 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES). WHERE THE ASSETS PROVE INSUFFICIENT TO MAKE PAYMENT UNDER ANY OF THE ABOVE SUB-ARTICLES IN FULL, THEN THE HOLDERS OF THE RELEVANT CLASS OR CLASSES OF SHARES SHALL SHARE SUCH AMOUNTS RATEABLY IN PROPORTION TO THE AMOUNTS THAT WOULD HAVE BEEN PAID TO THEM UNDER SUCH SUB-ARTICLE IF THE ASSETS HAD BEEN SO SUFFICIENT. THE D PREFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	GROWTH	Number allotted	2550000
Currency:	GBP	Aggregate nominal value:	2550

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE GROWTH SHARES DO NOT CARRY THE RIGHT TO RECEIVE NOTICE OF NOR TO ATTEND, SPEAK NOR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS;

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Class of Shares:	SERIES	Number allotted	78485201
	E	Aggregate nominal value:	784852.01
Currency:	GBP		

Prescribed particulars

DIVIDENDS; ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (OTHER THAN GROWTH SHARES). C ORDINARY SHARES, DEFERRED SHARES AND GROWTH SHARES SHALL CARRY NO RIGHT TO A DIVIDEND. VOTING AND POLL RIGHTS; THE SERIES E SHARES CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY OR TO VOTE IN ANY OTHER MANNER OR FORM, WHETHER IN RESPECT OF ANY WRITTEN RESOLUTION OF THE COMPANY OR OTHERWISE. LIQUIDATION PREFERENCE; EXCEPT AS OTHERWISE EXPRESSLY PROVIDED FOR IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION, A SHARE SALE OR ON A DISPOSAL, THE ASSETS OF THE COMPANY REMAINING AFTER THE

PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE SERIES E SHARES AN AMOUNT EQUIVALENT TO THE ORIGINAL SUBSCRIPTION PRICE PER SERIES E SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF ANY DIVIDENDS ON THE SERIES E SHARE CALCULATED DOWN TO BUT NOT INCLUDING THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY THE ENTITLEMENTS OF HOLDERS OF SERIES E SHARES IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SERIES E SHARES IN PROPORTION TO THE AMOUNTS DUE TO EACH SUCH SHARE HELD; (II) SECONDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE ORDINARY SHARES, THE B ORDINARY SHARES AND THE D ORDINARY SHARES; (III) THIRDLY, IN REPAYING THE NOMINAL AMOUNTS PAID UP ON THE C ORDINARY SHARES; (IV) FOURTHLY, SUCH PROPORTION OF THE REMAINING ASSETS (OR PROCEEDS) AS IS EQUAL TO THE AGGREGATE OF THE TOTAL NUMBER OF D ORDINARY SHARES IN ISSUE DIVIDED BY THE TOTAL NUMBER OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE SHALL BE ALLOCATED TO THE HOLDERS OF THE D ORDINARY SHARES. SUCH AMOUNT SHALL BE DISTRIBUTED TO THE HOLDERS OF THE D ORDINARY SHARES IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL; (V) FIFTHLY, THE REMAINDER OF THE ASSETS (OR PROCEEDS) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES AS FOLLOWS; A. FIRSTLY IN REPAYING ANY SHARE PREMIUM PAID UP ON THE ORDINARY SHARES AND THE B ORDINARY SHARES; B. SECONDLY, PROVIDED THERE REMAIN ANY ASSETS OR PROCEEDS STILL TO DISTRIBUTE, IN PAYING IN RESPECT OF EACH ORDINARY SHARE AND EACH B ORDINARY SHARE SUCH ADDITIONAL AMOUNT AS IS SUFFICIENT TO BRING THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PARITY WITH EACH OTHER; AND C. THE BALANCE (IF ANY) SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD BY EACH SUCH HOLDER AT THE DATE OF SUCH RETURN OF CAPITAL (AS A PROPORTION OF THE TOTAL NUMBER OF ORDINARY SHARES, D PREFERRED SHARES AND THE B ORDINARY SHARES) PROVIDED THAT THE HOLDERS OF THE DEFERRED SHARES, IF ANY, SHALL RECEIVE A TOTAL OF £0.01 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES). WHERE THE ASSETS PROVE INSUFFICIENT TO MAKE PAYMENT UNDER ANY OF THE ABOVE SUB-ARTICLES IN FULL, THEN THE HOLDERS OF THE RELEVANT CLASS OR CLASSES OF SHARES SHALL SHARE

SUCH AMOUNTS RATEABLY IN PROPORTION TO THE AMOUNTS THAT WOULD HAVE BEEN PAID TO THEM UNDER SUCH SUB-ARTICLE IF THE ASSETS HAD BEEN SO SUFFICIENT. THE SERIES E SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	167044681
		Total aggregate nominal value:	1647496.81
		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.