In accordance with Section 555 of the Companies Act 2006.

SH01

laserform

Return of allotment of shares

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Go online to file this information www.gov.uk/companieshouse

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 notice of shares taken by on formation of the compared for an allotment of a new shares by an unlimited of



02/12/2016

		shares by an unimmited con	COMPANIES HOUSE
1	Company details		
Company number	0 4 2 0 4 4 9 0	-	Filling in this form Please complete in typescript or in
Company name in full	IP Group plc		bold black capitals.
			All fields are mandatory unless specified or indicated by *
2	Allotment dates 1		·
From Date	$\begin{bmatrix} d_2 \\ \end{bmatrix} \begin{bmatrix} d_5 \\ \end{bmatrix} \begin{bmatrix} m_1 \\ \end{bmatrix} \begin{bmatrix} m_0 \\ \end{bmatrix} \begin{bmatrix} y_2 \\ \end{bmatrix} \begin{bmatrix} y_0 \\ \end{bmatrix}$	y 1 y 6	Allotment date If all shares were allotted on the
To Date	d d m m y y	у у	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. (Please use a continuation page if necessary.)				Currency If currency details are not completed we will assume currency is in pound sterling.	
Currency 2	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share	
Sterling	Ordinary	14300	0.02	0.7511	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.

Continuation page Please use a continuation page if necessary.

consideration. If a PLC, please attach valuation report (if

appropriate)

Details of non-cash

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Complete the table(s) below to show the issu Complete a separate table for each curren Currency table All and Fures in Currency table	•	ne date to which this return	is made up.		
Complete a separate table for each curren	- (16				
Currency table A and Euros in Currency tab	Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.				
Please use a Statement of Capital continuation page if necessary.					
Class of shares	Number of shares	Aggregate nominal value	Total aggregate amount		
E.g. Ordinary/Preference etc.		(£, €, \$, etc) Number of shares issued multiplied by nominal value	unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium		
See continuation page					
!	<u>. </u>				
Totals					
1					
Totals					
	-		Share the state of the		
	-				
Totals	_				
	Total number of shares	Total aggregate nominal value	Total aggregate amount unpaid •		
Totals (including continuation					
pages) L	• Diagon lint total o	in differen	t currencies constately		
			it currencies separately		
	,	****			
	See continuation page Totals Totals	See continuation page Totals Totals Totals Totals Totals Total number of shares Totals (including continuation pages) Please list total at the share	Number of shares issued multiplied by nominal value See continuation page		

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Return of allotment of shares

5	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 share capital tables in Section 4 .	Prescribed particulars of rights attached to shares The particulars are:			
Class of share	Ordinary	a particulars of any voting rights, including rights that arise only in			
Prescribed particulars	See continuation page	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. A separate table must be used for			
Class of share		each class of share.			
Prescribed particulars		Continuation page Please use a Statement of Capital continuation page if necessary.			
Class of share					
Prescribed particulars					
6	Signature	'			
	I am signing this form on behalf of the company.	Societas Europaea If the form is being filed on behalf			
Signature	X X X	of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership. 3 Person authorised			
	This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	Under either section 270 or 274 of the Companies Act 2006.			

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Return of allotment of shares

Presenter information	Important 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	Please note that all information on this form will appear on the public record.	
visible to searchers of the public record.	☑ Where to send	
Contact name Helen Milburn	You may return this form to any Companies House address, however for expediency we advise you to	
Company name IP2IPO Limited	return it to the appropriate address below:	
Address 24 Cornhill	For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.	
Post town London	For companies registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2,	
County/Region E C 3 V 3 N D	139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post).	
Country	For companies registered in Northern Ireland:	
DX	The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street,	
Telephone	Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.	
Checklist ∴	<i>t</i> Further information	
We may return the forms completed incorrectly or with information missing.		
or with information missing.	For further information please see the guidance notes on the website at www.gov.uk/companieshouse	
Please make sure you have remembered the following:	or email enquiries@companieshouse.gov.uk	
The company name and number match the	This form is available in an	
information held on the public Register. You have shown the date(s) of allotment in	alternative format. Please visit the	
section 2.	forms page on the website at	
You have completed all appropriate share details in section 3.	www.gov.uk/companieshouse	
You have completed the relevant sections of the statement of capital.		
You have signed the form.		

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Statement of capital

Complete the table below to show the issued share capital. Complete a separate table for each currency.

	Complete a separate table for each currency.				
Currency Complete a separate	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)	
table for each currency	E.g. Ordinaryn Tereferice etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium	
Sterling	Ordinary	50000	1,000.00		
Sterling	Ordinary	106350000	2,127,000.00	} .	
Sterling	Ordinary	798000	15,960.00		
Sterling	Ordinary	14184965	283,699.30		
Sterling	Ordinary	32081250	641,625.00		
Sterling	Ordinary	5471699	109,433.98	' '	
Sterling	Ordinary	61175000	1,223,500.00	. ,	
Sterling	Ordinary	860460	17,209.20		
Sterling	Ordinary	10789185	215,783.70		
Sterling	Ordinary	9313045	186,260.90		
Sterling	Ordinary	3237410	64,748.20		
Sterling	Ordinary	11452650	229,053.00	•,	
Sterling	Ordinary	110000000	2,200,000.00		
Sterling	Ordinary	9495195	189,903.90		
Sterling	Ordinary	60606060	1,212,121.20	'	
Sterling	Ordinary	39150484	783,009.68		
Sterling	Ordinary	4508994	90,179.88		
Sterling	Ordinary	56888888	1,137,777.76	1	
Sterling	Ordinary	1552144	31,042.88		
Sterling	Ordinary	26500000	530,000.00		
Sterling	Ordinary	153940	3,078.80	·	
Sterling	Ordinary	28799	575.98		
Sterling	Ordinary	457877	9,157.54		
Sterling	Ordinary	101622	2,032.44	e a se se se	
Sterling	Ordinary	14300	286.00		
<u> </u>	Tota	ls 565221967	11,304,439.34	0	

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share

Ordinary Shares

Prescribed particulars

THE RIGHT FOR EACH HOLDER OF ORDINARY SHARES TO ATTEND AND SPEAK AT GENERAL MEETINGS OF THE COMPANY, TO APPOINT ONE OR MORE PROXIES AND, IF THEY ARE A CORPORATION, CORPORATE REPRESENTATIVES TO ATTEND GENERAL MEETINGS AND EXERCISE THEIR VOTING RIGHTS. EACH HOLDER OF ORDINARY SHARES WHO IS PRESENT IN PERSON OR BY PROXY HAS ONE VOTE FOR EVERY SHARE HELD BY HIM.

A MEMBER IS NOT ENTITLED, IN RESPECT OF ANY SHARES HELD BY HIM, TO VOTE OR BE RECKONED IN A QUORUM OF ANY GENERAL MEETING UNLESS ALL CALLS OR OTHER SUMS PRESENTLY PAYABLE BY HIM IN RESPECT OF ANY SHARE HAVE BEEN PAID IN FULL.

A MEMBER SHALL NOT BE ENTITLED TO ATTEND AND VOTE AT GENERAL MEETINGS IF HE FAILS TO COMPLY WITH A NOTICE SERVED UNDER S.793 OF THE COMPANIES ACT 2006 WITHIN A PERIOD OF 14 DAYS.

IN RESPECT OF DIVIDENDS AND OTHER DISTRIBUTIONS, THE RIGHT TO SHARE PARI PASSU AMONGST THEMSELVES THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION, RESOLVED TO BE DISTRIBUTED ACCORDING TO THE AMOUNTS PAID UP ON THE ORDINARY SHARES, PROVIDED THAT NO DIVIDEND DECLARED MAY EXCEED THE AMOUNT RECOMMENDED BY THE BOARD.

IF A MEMBER FAILS TO COMPLY WITH A NOTICE SERVED UNDER S.793 OF THE COMPANIES ACT 2006 WITHIN A PERIOD OF 14 DAYS AND HIS SHARES REPRESENT 0.25% OR MORE OF THE ISSUED SHARES OF THE CLASS IN QUESTION, ANY DIVIDEND TO WHICH HE WOULD OTHERWISE BE ENTITLED SHALL BE RETAINED (OR NOT ISSUED) WITHOUT ANY LIABILITY TO PAY INTEREST WHEN IT IS FINALLY PAID OR ISSUED.

THE RIGHT, ON A WINDING UP OF THE COMPANY, TO SHARE IN THE BALANCE OF THE ASSETS AVAILABLE FOR A DISTRIBUTION IN PROPORTION TO THE AMOUNT OF CAPITAL PAID UP ON EACH ORDINARY SHARE.

THE ORDINARY SHARES ARE NOT TO BE REDEEMED OR LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.