

SH09

Return of allotment by an unlimited company allotting a new class of shares

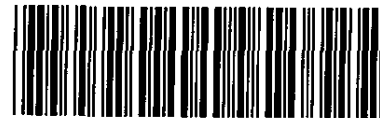


Companies House

☒ **What this form is for**
You may use this form to give notice
of an allotment of a new share class
by an unlimited company.

☐ **What this form is NOT for**
You cannot use this form to give
notice of an allotment of a new share class
by a limited company. To do this, you must
use form SH01.

THURSDAY



A746WKEX

A04

19/04/2018

#140

COMPANIES HOUSE

1 Company details

Company number 04431331
Company name in full INTERCONTINENTALEXCHANGE HOLDINGS

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.
All fields are mandatory unless
specified or indicated by *

2 Date of allotment

Date of allotment 29/03/2018

3 Prescribed particulars of rights attached to shares

Please give the class(es) of shares and the prescribed particulars of rights
attached to shares for each class of share shown.

Class of share ORDINARY GBP

Prescribed particulars
1 THE LIEN CONFERRED BY REGULATION 8 IN TABLE A SHALL
ATTACH ASLO TO FULLY PAID UP SHARES, AND THE
COPMANY SHALL ALSO HAVE FIRST AND PARAMOUNT LIEN
ON ALL SHARES, WHETHER FULLY PAID OR NOT, STANDING
REGISTERED IN THE NAME OF ANY PERSON INDEBTED OR
UNDER LIABILITY TO THE COMPANY, WHETHER HE SHALL BE
THE SOLE REGISTERED HOLDER THEREOF OR SHALL BE
ONE OF TWO OR MORE JOINT HOLDERS, FOR ALL MONEYS
PRESENTLY PAYABLE BY HIM OR HIS ESTATE TO THE
COMPANY.

Class of share ORDINARY USD

Prescribed particulars
1 SEE CONTINUATION PAGE

Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights,
including rights that arise only in
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 and
any terms or conditions relating
to redemption of these shares.


A separate table must be used for
each class of share.

Continuation pages

Please use the next page or a
'Statement of Capital (Prescribed
particulars of rights attached to
shares)' continuation page if
necessary.

SH09

Return of allotment by an unlimited company allotting a new class of shares

Class of share	PREFERENCE	<p>● Prescribed particulars of rights attached to shares The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</p> <p>A separate table must be used for each class of share.</p> <p>Continuation pages Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.</p>
Prescribed particulars ①	VOTING RIGHTS: THE SHARES DO NOT CARRY VOTING RIGHTS. DIVIDEND RIGHTS: RIGHT TO A VARIABLE CUMULATIVE PREFERRED DIVIDEND TO BE PAID IN PRIORITY TO ANY DIVIDEND TO THE HOLDERS OF ORDINARY SHARES. RIGHTS TO CAPITAL: PREFERENCE SHARES RANK AHEAD OF ORDINARY SHARES ON A DISTRIBUTION MADE ON A WINDING UP. RIGHTS OF REDEMPTION: THE SHARES ARE REDEEMABLE AT THE OPTION OF THE COMPANY ON SUCH TERMS AND CONDITIONS AND IN SUCH MANNER AS THE DIRECTORS MAY DETERMINE IN ACCORDANCE WITH THE ARTICLES.	
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		
<p>4 Signature</p> <p>I am signing this form on behalf of the company.</p>		
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by: Director ②, Secretary, Person authorised ③.</p>	<p>● Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership.</p> <p>● Person authorised Under either Section 270 or 274 of the Companies Act 2006.</p>

SH09 - continuation page

Return of allotment by an unlimited company allotting a new class of shares

4	Prescribed particulars of rights attached to shares	
	Please give the class(es) of shares and the prescribed particulars of rights attached to shares for each class of share shown.	
Class of share	ORDINARY USD	
Prescribed particulars ①	<p>THE ORDINARY SHARES SHALL BE NON REDEEMABLE AND SHALL CARRY FULL VOTING RIGHTS AND RIGHTS TO DIVIDENDS. ALL ORDINARY SHARES SHALL RANK PARI PASSU ON A WINDING UP OF THE COMPANY. AS REGARDS THE VOTING RIGHTS ATTACHING TO THE ORDINARY SHARES, EACH SHAREHOLDER SHALL HAVE ONE VOTE AT A GENERAL MEETING OF THE COMPANY ON A SHOW OF HANDS UNLESS A POLL IS DULY DEMANDED IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION IN WHICH CASE EACH SHAREHOLDER SHALL HAVE ONE VOTE PER SHARE. AS REGARDS THE RIGHTS TO DIVIDENDS ATTACHING TO THE ORDINARY SHARES, ANY DIVIDEND WILL BE PAID BY REFERENCE TO EACH SHAREHOLDER'S HOLDING OF SHARES OR OTHERWISE IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION.</p>	

① Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in 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 and any terms or conditions relating to redemption of these shares.

A separate table must be used for each class of share.

SH09

Return of allotment by an unlimited company allotting a new class of shares

**Presenter 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 visible to searchers of the public record.

Contact name	Helene Zotiades
Company name	Shearman & Sterling (London) LLP
Address	9 Appold Street
Post town	London
County/Region	
Postcode	E C 2 A 2 A P
Country	United Kingdom
DX	
Telephone	+44 (0)20 7655 5765

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date of allotment in section 2.
- ☐ You have completed the prescribed particulars of rights attached to shares in section 3.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk