In accordance with Section 730 of the Companies Act 2006.

\$H05

What this form is for

You may use this form to give notice

of a cancellation of treasury shares.

Companies House

Notice of cancellation of treasury shares

X What this form is NO You cannot use this for notice of a sale or tran treasury shares. To do t use form SH04.

09/06/2017

COMPANIES HOUSE

"L0/65Y55" 25/05/2017 COMPANIES HOUSE

LD3

#44

Company details Company number Company name in full INTERCONTINENTAL HOTELS GROUP PLC

→ Filling in this form Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

Treasury shares cancelled

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares cancelled	Nominal value of each share	Date(s) shares were cancelled
ORDINARY	7	18 318/329	2010412017
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omplete a separate sible for each currency table A E.g. Ordinary/Preference etc. C.E. €, \$, etc) unpaid, if any (E. €, \$, etc)		Statement of capital			Dlooge	a Chataman
Totals Totals Totals Totals Totals (including continuation pages) Totals (including continuation pages) Totals (including continuation pages) E.g. Ordinary/Preference etc. C. E. S. etc. Number of shares issued multiplied by nominal value Nature and any share premisely totals		Complete a separate table for each curr	ency (if appropriate)	. For example,	Capital co	ntinuation
E.g. Ordinary/Preference etc. Number of shares issued multiplied by nominal value Number of shares issued multiplied by nominal value	иггелсу	Class of shares	Number of shares		minal value	
Totals Totals Totals Totals (including continuation pages) Totals (including continuation pages) Please list total aggregate values in different currencies separately please list total aggregate values in different currencies separately	omplete a separate able for each currency	E.g. Ordinary/Preference etc.		Number of shar		Including both the nomina
Totals Totals Totals Totals (including continuation pages) Totals (including continuation pages) Totals (including continuation pages)	DUNDS STERLING	ORDINARY	206,574,763	£34,143,	150 72	
Totals Totals Totals Total number of shares Total aggregate nominal value ● Total aggregate amount unpaid ● Please list total aggregate values in different currencies separately		Totals				20.00
Totals Totals (including continuation pages) Totals (including continuation pages) Totals (including continuation pages) Total number of shares Total aggregate nominal value amount unpaid amount unpaid of shares Please list total aggregate values in different currencies separately	urrency table B					
Total number of shares Totals (including continuation pages) Totals (including continuation pages) Total number of shares Total aggregate amount unpaid 204,574,753	arrency table C	Totals	\	<u> </u>		
Totals (including continuation pages) Totals (including continuation pages) Totals (including continuation pages) Please list total aggregate values in different currencies separately		Totals				
pages) 20 € 1,574 , 753				Total aggre nominal va	gate lue •	Total aggregate amount unpaid
 Please list total aggregate values in different currencies separately For example: £100 + \$10 etc. 			206,574,753	£34,143,	160-72	£.0. pa
			 Please list total agg For example: £100 + € 	regate values i 100 + \$10 etc.	n different	currencies separately

SH05 Notice of cancellation of treasury shares

4	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 3.	Prescribed particulars of rights attached to shares The particulars are:
Class of share	ORDINARY SHARES	a. particulars of any voting rights, including rights that arise only in
Prescribed particulars	THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.	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 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
Class of share		A separate table must be used for each class of share.
Prescribed particulars		Please use a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.
Class of share		
Prescribed particulars .		
7	Signature	
Signature	I am signing this form on behalf of the company. Signature X This form may be signed by: Director •, Secretary, Person authorised •, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	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. Person authorised Under either Section 270 or 274 of the Companies Act 2006.

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 CRISPIN FINN
Company name INTERCONTINENTAL HOTELS GROUP
Address BROADWATER PARK
DROADWATER TARK
Post town
DENHAM
CountyRegion BUCKINGHAMSHIRE
Postcode UB95HR
Country
DX
Telephone 01895 512158

✓ 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 correctly completed section 2.
- You have completed the relevant sections of the statement of capital.
- 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

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

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3	Statement of capital			" -
_	Complete the table below to show Complete a separate table for	v the issued share capital. each currency.		
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued	Including both the nominal value and any share premium
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Totals

In accordance with Section 730 of the Companies Act 2006. SH05 - continuation page Notice of cancellation of treasury shares

4	shares)	articulars of rights attached to
Class of share Prescribed particular	·	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 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 each class of share.