

SH01

BLUEPRINT

OneWorld

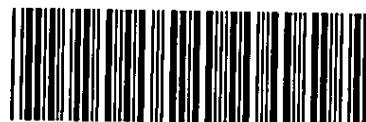
Return of allotment of shares

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **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 to
give notice of shares taken by
you on formation of the company
for an allotment of a new
share by an unlimited company.

SATURDAY



A61 "AHS0WE6Z"
17/10/2009 166
COMPANIES HOUSE

1 Company details

Company number 0 6 3 5 7 9 7 6
Company name in full Macquarie Group Holdings (UK) No.3 Limited

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

All fields are mandatory unless
specified or indicated by *

2 Allotment dates ¹

From Date d 0 d 8 m 1 m 0 y 2 y 0 y 0 y 9
To Date d d m m y y y y

¹ Allotment date
If all shares were allotted on the
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.

² Currency
If currency details are not
completed we will assume currency
is in pound sterling.

Class of shares (E.g. Ordinary/Preference etc.)	Currency ²	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)
Redeemable Preference	GBP	16,000	1,000.00	1,000.00	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.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

SH01

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return.

4 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary	1.00	0.00	45,900,002	£ 45,900,002.00
Redeemable Preference	1,000.00	0.00	16,000	£ 16,000,000.00
				£
				£
Totals			45,916,002	£ 61,900,002.00

5 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies.
Please complete a separate table for each currency.

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital.

Total number of shares

Total aggregate
nominal value ④

④ Total aggregate nominal value
Please list total aggregate values in
different currencies separately. For
example: £100 + €100 + \$10 etc.

① Including both the nominal value and any
share premium.

② E.g. Number of shares issued multiplied by
nominal value of each share.

③ Total number of issued shares in this class.

Continuation Pages
Please use a Statement of Capital continuation
page if necessary.


SH01

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7 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 statement of capital share tables in Section 4 and Section 5.		<p>Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary.</p>
Class of share	£1.00 Ordinary	
Prescribed particulars ①	The Ordinary shares have the rights and restrictions as set out in the amended Articles of Association of the Company.	
Class of share	£1,000.00 Redeemable Preference	
Prescribed particulars ①	See "Annexure A"	
Class of share		
Prescribed particulars ①		

8 Signature

I am signing this form on behalf of the company.		<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>
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by: Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>	

SH01

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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

Company name Company Secretarial Group,
Macquarie Bank

Address Level 25, Citypoint
1 Ropemaker Street

Post town London

County/Region

Postcode E C 2 Y 9 H D

Country United Kingdom

DX

Telephone



Checklist

We may return the 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 shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the appropriate 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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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

Annexure A

Share class rights attaching to Redeemable Preference Shares

1. The Redeemable Preference Shares shall rank ahead of Ordinary Shares with regards to the entitlement to receive dividends
2. The holder of each Redeemable Preference Share shall be entitled to be paid a non-cumulative dividend on the last Business Day of each Dividend Period in an amount equal to the product of LIBOR, the Day Count Fraction and the face value of the Redeemable Preference Share, subject to the Company having profits available for distribution ("Dividend Period", in respect of a Redeemable Preference Share, means the period commencing on the date of issue of the Redeemable Preference Share and ending on the following Thursday, and thereafter each subsequent period commencing on the last day of the immediately preceding Dividend Period and ending on the following Thursday, except that the last Dividend Period shall end on the date that the Redeemable Preference Share is redeemed)
3. To the extent that any dividend on the Redeemable Preference Shares is on any occasion, not declared and paid, holders of Redeemable Preference Shares shall have no claim in respect of such non-payment
4. On a return of capital on liquidation or otherwise the surplus assets of the Company remaining after payment of its liabilities shall be applied:
 - a. First, in repaying to the holders of the Redeemable Preference Shares the paid up amount on each Redeemable Preference Share and any accrued but unpaid dividends (if any);
 - b. The balance (if any) shall be distributed amongst the holders of Ordinary Shares
5. Subject to the provisions of the Act, the Redeemable Preference Shares shall be redeemable on the fifth (5th) anniversary of their issue date, or, at any time before the fifth (5th) anniversary of their issue date at the option of the shareholder, upon 5 days written notice to the Company
6. Upon receipt of written notice to redeem, the holder of the Redeemable Preference Shares concerned shall deliver to the Company the certificates for such of the Redeemable Preference Shares concerned as are held by him in order that they may be cancelled. Upon such delivery the Company shall pay to such holder the amount due to him in respect of such redemption. If any certificate delivered to the Company includes any Redeemable Preference Shares which are not to be redeemed on that occasion a fresh certificate for such Redeemable Preference Shares shall be issued to the holder delivering such certificate to the Company.
7. There shall be paid on each Redeemable Preference Share redeemed:
 - a. The paid-up amount; and
 - b. Any declared but unpaid dividends.
8. Subject to any special rights or restrictions as to voting attached to any Redeemable Preference Shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a representative shall have one vote and on a

poll every member who is present in person or by a proxy or (being a corporation) by a representative shall (except as hereinafter provided) have one vote for every Redeemable Preference Share in the capital of the Company of which he is the holder PROVIDED THAT:

- a. at the date of the notice or requisition to convene the meeting any Redeemable Preference Shares due to be redeemed in accordance with article 24 shall have remained unredeemed for a period exceeding 28 days from the due date for redemption (whether or not there were sufficient profits or other funds available out of which such redemption could be made); or
- b. the business of the meeting is or includes the consideration of a resolution for winding-up the Company or a resolution for reducing the Company's share capital or a resolution varying or abrogating any of the rights or restrictions attached to the Redeemable Preference Shares (in which case the holders of the Redeemable Preference Shares shall be entitled to vote only on such resolution).