

**Return of Allotment of Shares**Company Name: **Nutmeg Saving and Investment Limited**Company Number: **07503666**Received for filing in Electronic Format on the: **27/01/2016**

X4ZIAOYB

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	30/12/2015	30/12/2015

Class of Shares: ORDINARY**Currency: GBP****Number allotted 540****Nominal value of each share 0.001****Amount paid: 0.65****Amount unpaid: 0.0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	2637250
	PREFERRED	Aggregate nominal value:	2637.25
	ORDINARY	Amount paid per share	2
Currency:	GBP	Amount unpaid per share	0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS . NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE, IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	C	Number allotted	2378045
	PREFERRED	Aggregate nominal value:	2378.045
	ORDINARY	Amount paid per share	8.39
Currency:	GBP	Amount unpaid per share	0

Prescribed particulars

THE RIGHTS AND RESTRICTIONS ATTACHING TO THE C PREFERRED ORDINARY SHARES NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES (AS THOUGH THEIR SHARES CONSTITUTED ONE CLASS AND RANK PARI PASSU) PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE, AS FOLLOWS: FIRST, TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF: (A) THE SUBSCRIPTION AMOUNT PAID FOR THEIR AGGREGATE PREFERRED ORDINARY SHARES PLUS ANY

ARREAR OR ACCRUALS OF DIVIDEND (IF ANY) DUE OR DECLARED ON SUCH AGGREGATE PREFERRED ORDINARY SHARES BUT UNPAID DOWN TO THE DATE OF THE CAPITAL DISTRIBUTION EVENT OR SHARE SALE, SUCH PAYMENT TO BE SHARED PRO RATA TO THE SUBSCRIPTION AMOUNT PAID FOR EACH AGGREGATE PREFERRED ORDINARY SHARE PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND (IF ANY); OR (B) THE AMOUNT WHICH THEY WOULD HAVE RECEIVED FOR THEIR AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED INTO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND 6.3.2. THEREAFTER, THE BALANCE OF THE EXIT PROCEEDS (IF ANY) FROM SUCH CAPITAL DISTRIBUTION EVENT OR SHARE SALE SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS (INCLUDING IN RESPECT OF ORDINARY SHARES ARISING ON THE CONVERSION OF AGGREGATE PREFERRED ORDINARY SHARES PURSUANT TO ARTICLE 41 SAVE, FOR THE AVOIDANCE OF DOUBT, WHERE SUCH AGGREGATE PREFERRED ORDINARY SHARES HAVE ALREADY RECEIVED A PAYMENT IN RESPECT OF SUCH CAPITAL DISTRIBUTION EVENT OR SHARE SALE PURSUANT TO ARTICLE 6.3.1) AND NON-VOTING ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES AND NON-VOTING ORDINARY SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	NON-	Number allotted	60378
	VOTING	Aggregate nominal value:	60.378
	ORDINARY	Amount paid per share	1.656
Currency:	GBP	Amount unpaid per share	0

Prescribed particulars

THE NON-VOTING ORDINARY SHARES HAVE A RIGHT TO ATTEND AND SPEAK BUT NOT TO VOTE AT GENERAL MEETINGS NOR VOTE ON A WRITTEN RESOLUTION. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	NON-	Number allotted	218633
	VOTING	Aggregate nominal value:	218.633
	ORDINARY	Amount paid per share	2.0673
Currency:	GBP	Amount unpaid per share	0

Prescribed particulars

THE NON-VOTING ORDINARY SHARES HAVE A RIGHT TO ATTEND AND SPEAK BUT NOT TO VOTE AT GENERAL MEETINGS NOR VOTE ON A WRITTEN RESOLUTION. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	ORDINARY	Number allotted	800000
Currency:	GBP	Aggregate nominal value:	800
		Amount paid per share	0.001
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	ORDINARY	Number allotted	65019
Currency:	GBP	Aggregate nominal value:	65.019

Amount paid per share	0.65
Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	ORDINARY	Number allotted	35187
Currency:	GBP	Aggregate nominal value:	35.187
		Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	ORDINARY	Number allotted	32000
Currency:	GBP	Aggregate nominal value:	32
		Amount paid per share	2
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	ORDINARY	Number allotted	377620
Currency:	GBP	Aggregate nominal value:	377.62
		Amount paid per share	2.0673
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	PREFERRED	Number allotted	422642
	ORDINARY	Aggregate nominal value:	422.642
Currency:	GBP	Amount paid per share	1.656
		Amount unpaid per share	0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO

RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE, IN ACCORDANCE WITH ARTICLE 7.3.

Class of Shares:	PREFERRED	Number allotted	1064184
	ORDINARY	Aggregate nominal value:	1064.184
Currency:	GBP	Amount paid per share	2.0673
		Amount unpaid per share	0

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO ARTICLE 7.1, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM. UPON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS OF THE COMPANY AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE (AS THE CASE MAY BE) TAKES PLACE, IN ACCORDANCE WITH ARTICLE 7.3.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	8090958
		Total aggregate nominal value:	8090.958

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.