

**Return of Allotment of Shares**Company Name: **HOLMES INVESTMENT PROPERTIES PLC**Company Number: **07505002**Received for filing in Electronic Format on the: **13/08/2019**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	01/02/2019	01/05/2019

Class of Shares:	ORDINARY	Number allotted	1044000
Currency:	EUR	Nominal value of each share	0.01
		Amount paid:	0.01
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	PREFERENCE	Number allotted	16113721
Currency:	EUR	Nominal value of each share	0.1
		Amount paid:	0
		Amount unpaid:	0

Non-cash consideration

**16,113,721 PREFERENCE SHARES ALLOTTED OTHER THAN FOR CASH IN PART
CONSIDERATION OF THE TRANSFER OF THE ISSUED SHARE CAPITAL OF HOLMES
INVESTMENT PROPERTIES LTD.**

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	527579597
	(EURO	Aggregate nominal value:	4748216.373
	0.009)		
Currency:	EUR		

Prescribed particulars

THE DEFERRED SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN THE PROFITS OF THE COMPANY. ON A RETURN OF CAPITAL ON A WINDING-UP THERE SHALL BE PAID TO THE HOLDERS OF THE DEFERRED SHARES ON A PARI PASSU BASIS THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID ON SUCH DEFERRED SHARES AFTER: FIRST, PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN THE CAPITAL OF THE COMPANY THE AGGREGATE NOMINAL VALUE OF THE PREFERENCE SHARES IN ISSUE, AND: SECONDLY, PAYING TO THE HOLDERS OF ORDINARY SHARES AND PREFERENCE SHARES AN AGGREGATE AMOUNT (INCLUSIVE OF THE NOMINAL VALUE OF THE ORDINARY SHARES) OF £1,000,000,000. THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO ANY FURTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY. THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY OR TO ATTEND, SPEAK OR VOTE AT ANY SUCH MEETING. THE DEFERRED SHARES SHALL NOT BE CERTIFICATED. THE DEFERRED SHARES SHALL NOT BE LISTED ON ANY STOCK EXCHANGE AND SHALL BE NON-RENOUNCEABLE AND NON-TRANSFERABLE EXCEPT WITH THE WRITTEN CONSENT OF THE DIRECTORS AND THE COMPANY MAY AT ANY TIME (AND FROM TIME TO TIME) WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS OF THE DEFERRED SHARES: APPOINT ANY PERSON TO ACCEPT ANY OFFER AND AGREE TO SELL AND TO EXECUTE ON BEHALF OF ANY HOLDER OF DEFERRED SHARES A TRANSFER OF ALL OF THE DEFERRED SHARES OR ANY PART THEREOF (AND/OR AN AGREEMENT TO TRANSFER THE SAME) TO THE COMPANY OR TO SUCH PERSON AS THE DIRECTORS MAY DETERMINE (WHETHER OR NOT AN OFFICER OF THE COMPANY), IN ANY CASE FOR NOT MORE THAN €0.1 FOR ALL THE DEFERRED SHARES THEN BEING PURCHASED WITHOUT ANY REQUIREMENT TO INDEMNIFY OR TO OBTAIN THE CONSENT OR SANCTION OF THE HOLDERS THEREOF OR ANY OF THEM AND FOR THE PURPOSES OF SUCH PURCHASE TO APPOINT A PERSON TO EXECUTE (ON BEHALF OF THE HOLDERS OF SUCH DEFERRED SHARES) A CONTRACT AND/OR INSTRUMENT OF TRANSFER FOR THE SALE TO THE COMPANY OR TO SUCH PERSON AS THE DIRECTORS MAY DETERMINE

(WHETHER OR NOT AN OFFICER OF THE COMPANY) OF ANY DEFERRED SHARES HELD BY ANY SUCH HOLDERS AND TO RECEIVE THE CONSIDERATION ON BEHALF OF ANY SUCH HOLDERS WITHOUT ANY OBLIGATION TO PAY SUCH CONSIDERATION (OR ANY PROPORTION THEREOF) OR OTHERWISE BE ACCOUNTABLE IN RESPECT THEREOF TO SUCH HOLDERS, AND CANCEL ALL OR ANY OF THE DEFERRED SHARES SO PURCHASED BY THE COMPANY IN ACCORDANCE WITH THE COMPANIES ACT 2006.

Class of Shares:	ORDINARY	Number allotted	527579597
	(EURO	Aggregate nominal value:	527579.597
	0.001)		

Currency: **EUR**

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.

Class of Shares:	PREFERENCE	Number allotted	256113721
	(EURO	Aggregate nominal value:	25611372.1
	0.10)		

Currency: **EUR**

Prescribed particulars

THE PREFERENCE SHARES RANK PARI PASSU WITH THE ORDINARY SHARES BY REFERENCE TO THE NUMBER OF SHARES IN ALL RESPECTS EXCEPT THAT: 1. THEIR NOMINAL VALUE WILL BE REPAID IN PRIORITY TO THE ORDINARY SHARES ON A WINDING UP OF THE COMPANY AND: 2. THEY CARRY A COUPON IN ADDITION TO ANY DIVIDEND DECLARED, OF 10% OF THEIR NOMINAL VALUE SUBJECT TO SUCH COUPON BEING THE LOWER OF; I. SUCH AMOUNT WHEREBY THE AUDITED PRESENT VALUE OF SUCH COUPON. IF PAID IN THE CURRENT AND FUTURE YEARS. IS £5M IN THE MOST RECENT AUDITED ACCOUNTS OF THE COMPANY. OR IF CONSOLIDATED ACCOUNTS ARE PRODUCED. THE AUDITED CONSOLIDATED ACCOUNTS. AND; II. THE LOWER OF 10% OF THE EXCESS OF THE AUDITED PROFITS AFTER TAX OVER £0.5M AND 10% OF THE INCREASE IN NET CASH AND CASH EQUIVALENTS.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	1311272915
		Total aggregate nominal value:	30887168.07
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

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