

**Return of Allotment of Shares**Company Name: **CARBON CREDENTIALS ENERGY SERVICES LIMITED**Company Number: **07665942**Received for filing in Electronic Format on the: **10/11/2020**

X9HICG2Y

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**02/09/2020**

<b>Class of Shares:</b>	<b>D1</b>	Number allotted	<b>176336</b>
	<b>ORDINARY</b>	Nominal value of each share	<b>0.000001</b>
Currency:	<b>GBP</b>	Amount paid:	<b>0.18</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>D2</b>	Number allotted	<b>176336</b>
	<b>ORDINARY</b>	Nominal value of each share	<b>0.000001</b>
Currency:	<b>GBP</b>	Amount paid:	<b>0.18</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	ORDINARY	Number allotted	1043137
	A	Aggregate nominal value:	1.043137
	SHARES		
Currency:	GBP		

Prescribed particulars

CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING

ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

Class of Shares:	ORDINARY	Number allotted	3392124
	B	Aggregate nominal value:	3.392124
	SHARES		

Currency: GBP

Prescribed particulars

CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING

AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

Class of Shares:	ORDINARY	Number allotted	5299367
	C	Aggregate nominal value:	5.299367
	SHARES		

Currency: GBP

Prescribed particulars

CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS

CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>352672</b>
	<b>D1</b>	Aggregate nominal value:	<b>0.352672</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER**

OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN ZORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

Class of Shares:	ORDINARY	Number allotted	352672
	D2	Aggregate nominal value:	0.352672
	SHARES		

Currency: GBP

Prescribed particulars

CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET

OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

<b>Class of Shares:</b>	<b>ORDINARY</b>	<b>Number allotted</b>	<b>3392124</b>
	<b>G</b>	<b>Aggregate nominal value:</b>	<b>3.392124</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE**



OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

<b>Class of Shares:</b>	<b>ORDINARY</b>	<b>Number allotted</b>	<b>94501</b>
	<b>H</b>	<b>Aggregate nominal value:</b>	<b>0.094501</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**CAPITAL RIGHTS (A) IN THE EVENT OF A WINDING-UP OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY (AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY AND OF THE COSTS AND CHARGES AND EXPENSES OF SUCH WINDING UP) SHALL BE APPLIED TO THE THEN SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN CLAUSE (B). (B) IN THE EVENT OF A CHANGE OF CONTROL OR DISTRIBUTION OF THE PROCEEDS OF THE SALE OF THE ENTIRE BUSINESS AND ASSETS OF THE COMPANY AS A GOING CONCERN, THE SHARE ENTERPRISE VALUE SHALL BE DIVIDED AMONGST THE SHAREHOLDERS AS FOLLOWS: (I) FIRST IN PAYING TO EACH HOLDER OF Z ORDINARY SHARES, IF ANY, A TOTAL OF £1.00 FOR THEIR ENTIRE HOLDING OF Z ORDINARY SHARES; (II) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES) HELD UNTIL EACH SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT OF 3.55P PER SHARE (AS ADJUSTED IF NECESSARY FOR ANY SUBDIVISION OR CONSOLIDATION OF SHARES AFTER THE DATE OF ADOPTION OF THESE ARTICLES); (III) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED UNDER (II) ABOVE AND THIS CLAUSE HAS REACHED THE "D2 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; (IV) NEXT TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES HELD (OTHER THAN Z ORDINARY SHARES AND D2 ORDINARY SHARES) HELD UNTIL THE AGGREGATE VALUE OF ALL PROCEEDS ALLOCATED IN ACCORDANCE WITH THIS AND THE PRECEEDING CLAUSES EQUALS THE "D1 THRESHOLD VALUE" AS DETAILED IN THE ARTICLES OF ASSOCIATION; AND, (V) NEXT, IN RESPECT OF ANY REMAINING AMOUNT TO BE ALLOCATED, TO ALL SHAREHOLDERS PARI PASSU WITH THE NUMBER OF SHARES (OTHER THAN Z ORDINARY SHARES AND D1 ORDINARY SHARES) HELD. (C) IF ARRANGEMENTS ARE BEING ENTERED INTO BY THE SHAREHOLDERS WHICH WOULD RESULT IN A FLOTATION THROUGH THE REORGANISATION OF THE SHARE CAPITAL OF THE COMPANY, THE EXCHANGE OF SHARES FOR SHARES OF ANOTHER COMPANY**

OR OTHERWISE, THEN IT SHALL BE REQUIRED TO REFLECT THE VALUE SHARING ARRANGEMENTS IN (B) AS AT THE DATE OF FLOTATION. VOTING RIGHTS (A) ALL SHARES OTHER THAN Z ORDINARY SHARES AAND D1 ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE. (B) THE Z ORDINARY SHARES (IF ANY) AND THE D1 ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOT TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>13926597</b>
		Total aggregate nominal value:	<b>13.926597</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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