

**Return of Allotment of Shares**Company Name: **CARBON CREDENTIALS ENERGY SERVICES LIMITED**Company Number: **07665942**Received for filing in Electronic Format on the: **18/07/2022**

XB8IIAYZ

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	22/12/2021	04/05/2022

Class of Shares:	A ORDINARY	Number allotted	167911
Currency:	GBP	Nominal value of each share	0.000001
		Amount paid:	0.297776
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	D2	Number allotted	103645
	ORDINARY	Nominal value of each share	0.000001
	SHARES	Amount paid:	0.175407
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	H ORDINARY	Number allotted	2118
Currency:	GBP	Nominal value of each share	0.000001
		Amount paid:	0.37
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	H ORDINARY	Number allotted	4695
Currency:	GBP	Nominal value of each share	0.000001

Amount paid: 0.457

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: A ORDINARY

Number allotted 167911

Currency: **GBP**

Nominal value of each share 0.000001

Amount paid: 0.297776

Amount unpaid: 0

Non-cash consideration

PAYMENT BY WAY OF SERVICES RENDERED

Statement of Capital (Share Capital)

Class of Shares:	I	Number allotted	77650
	ORDINARY	Aggregate nominal value:	0.07765
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 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 WITH THIS AND THE PRECEDING 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**
 A
 SHARES

Number allotted **1378959**
Aggregate nominal value: **1.378959**

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 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 WITH THIS AND THE PRECEDING 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**
 B
 SHARES

Number allotted **3392124**
Aggregate nominal value: **3.392124**

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 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 WITH THIS AND THE PRECEDING 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**
 C
 SHARES

Number allotted **5299367**
Aggregate nominal value: **5.299367**

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 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 WITH THIS AND THE PRECEDING 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**
 D1
 SHARES

Number allotted

352672

Aggregate nominal value:

0.352672

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 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 WITH THIS AND THE PRECEDING 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**
 D2
 SHARES

Number allotted **456317**
Aggregate nominal value: **0.456317**

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 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 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**
 G
 SHARES

Number allotted **3392124**
Aggregate nominal value: **3.392124**

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 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 WITH THIS AND THE PRECEDING 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**
 H
 SHARES

Number allotted **124305**
Aggregate nominal value: **0.124305**

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 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 WITH THIS AND THE PRECEDING 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.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	14473518
		Total aggregate nominal value:	14.473518
		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.