In accordance with Section 555 of the Companies Act 2006.

SH01
Return of allotment of shares

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RE-SCAN

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✓ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

✗ **What this form is NOT**
You cannot use this form notice of shares taken b on formation of the com for an allotment of a ne shares by an unlimited c

SATURDAY

A6DNQOPF
A08 26/08/2017 #291
COMPANIES HOUSE

1 Company details

Company number	0 8 8 0 4 4 1 1
Company name in full	Revolut Ltd

→ **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 ❶

From Date	d 1 d 0	m 0 m 7	y 2 y 0 y 1 y 7
To Date	d d	m m	y y y y

❶ **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.
(Please use a continuation page if necessary.)

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

Currency ❷	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	C Preferred	5,432,491	0.0000001	US$11.2526	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.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.

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

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4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
Currency table A				
GB-GBP	See attached schedule			
	Totals			
Currency table B				
	Totals			
Currency table C				
	Totals			

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	28,144,780	£2.814478	£0.00

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + $10 etc.

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4 Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency *Complete a separate table for each currency*	**Class of shares** *E.g. Ordinary/Preference etc.*	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
Pounds Sterling	A Preferred	6,236,220	£0.623622	
Pounds Sterling	B Preferred	5,095,865	£0.5095865	
Pounds Sterling	C Preferred	5,432,491	£0.5432491	
Pounds Sterling	Ordinary	11,380,204	£1.1380204	
	Totals	28,144,780	£2.814478	£0.00

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5 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 share capital tables in **Section 4**.

Class of share	A Preferred
Prescribed particulars ❶	See attached schedule
Class of share	B Preferred
Prescribed particulars ❶	See attached schedule
Class of share	C Preferred
Prescribed particulars ❶	See attached schedule

❶ Prescribed particulars of rights attached to shares

The particulars are:
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.

A separate table must be used for each class of share.

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

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X For and on behalf of OHS Secretaries Limited X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ 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.

❸ Person authorised
Under either section 270 or 274 of the Companies Act 2006.

In accordance with Section 555 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A Preferred
Prescribed particulars	Full voting and dividend rights."Preferred Shares" means the A Preferred Shares, B Preferred Shares and the C Preferred Shares.On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows:(a)first, to each holder of Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively;(b)thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively.Non-redeemable

In accordance with Section 555 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B Preferred
Prescribed particulars	Full voting and dividend rights."Preferred Shares" means the A Preferred Shares, B Preferred Shares and the C Preferred Shares.On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows:(a)first, to each holder of Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively;(b)thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively.Non-redeemable

In accordance with Section 555 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C Preferred
Prescribed particulars	Full voting and dividend rights."Preferred Shares" means the A Preferred Shares, B Preferred Shares and the C Preferred Shares.On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows:(a)first, to each holder of Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively;(b)thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively.Non-redeemable

In accordance with Section 555 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Ordinary
Prescribed particulars	Full voting and dividend rights."Preferred Shares" means the A Preferred Shares, B Preferred Shares and the C Preferred Shares.On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows:(a)first, to each holder of Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively;(b)thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively.Non-redeemable

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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 OHS Secretaries Limited

Address 9th Floor
107 Cheapside

Post town London

County/Region

Postcode E C 2 V 6 D N

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 relevant 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,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Companies House

COMPANY NAME: **REVOLUT LTD**
COMPANY NUMBER: **08804411**

A second filed SH01 was registered on 08/01/2018.