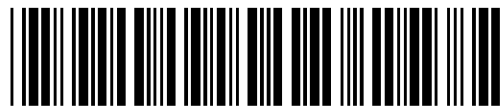


**Return of Allotment of Shares**Company Name: **PALADIN OIL & GAS HOLDINGS PLC**Company Number: **08958868**Received for filing in Electronic Format on the: **29/06/2017**

X69LJ3ZC

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	15/05/2017	15/05/2017

Class of Shares: ORDINARY**Currency: GBP****Number allotted 2632806****Nominal value of each share 0.1****Amount paid: 0.379403****Amount unpaid: 0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	70666667
Currency:	GBP	Aggregate nominal value:	636000.003

Prescribed particulars

THAT THE RIGHTS ATTACHING TO THE DEFERRED SHARES OF £0.009 EACH BE AS FOLLOWS: (A) AS REGARDS INCOME THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDEND OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED "TO BE DISTRIBUTED IN RESPECT OF ANY FINANCIAL YEAR OR ANY OTHER INCOME OR RIGHT TO PARTICIPATE THEREIN". (B) AS REGARDS CAPITAL ON A DISTRIBUTION OF ASSETS ON A WINDING-UP OR OTHER RETURN OF CAPITAL (OTHERWISE THAN ON CONVERSION OR REDEMPTION OR PURCHASE BY THE COMPANY OF ANY OF ITS SHARES) THE HOLDERS OF THE DEFERRED SHARES SHALL BE ENTITLED TO RECEIVE THE AMOUNT PAID UP ON THEIR SHARES AFTER HOLDERS OF THE ORDINARY SHARES THE AMOUNT OF £1,000 IN RESPECT OF EACH ORDINARY SHARE HELD BY THEM RESPECTIVELY. FOR THIS PURPOSE DISTRIBUTIONS IN CURRENCY OTHER THAN STERLING SHALL BE TREATED AS CONVERTED INTO STERLING, AND THE VALUE FOR ANY DISTRIBUTION IN SPECIE SHALL BE ASCERTAINED IN STERLING, IN EACH CASE IN SUCH MANNER AS THE DIRECTORS OR THE COMPANY IN GENERAL MEETING MAY APPROVE. THE DEFERRED SHARES SHALL NOT ENTITLE THE HOLDERS THEREOF TO ANY FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY. (C) AS REGARDS VOTING THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF OR TO ATTEND (EITHER PERSONALLY OR BY PROXY) ANY GENERAL MEETING OF THE COMPANY OR TO VOTE (EITHER PERSONALLY OR BY PROXY) ON ANY RESOLUTION TO BE PROPOSED THEREAT.

Class of Shares:	ORDINARY	Number allotted	14265600
Currency:	GBP	Aggregate nominal value:	1426560

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.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	84932267
		Total aggregate nominal value:	2062560.003
		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.