In accordance with Section 555 of the Companies Act 2006.

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online. Please go to www.companieshouse.gov.uk What this form is for What this form is NOT for You cannot use this form to notice of shares taken by sugon formation of the companion You may use this form to give notice of shares allotted following incorporation. for an allotment of a new cla A13 15/02/2016 shares by an unlimited comp **COMPANIES HOUSE** Company details ▶Filling in this form Company number Please complete in typescript or in bold black capitals. Company name in full IH Holdings International Limited All fields are mandatory unless specified or indicated by * Allotment dates From Date Allotment date If all shares were allotted on the To Date 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. Shares allotted ² Currency Please give details of the shares allotted, including bonus shares. If currency details are not (Please use a continuation page if necessary.) completed we will assume currency is in pound sterling. Class of shares Nominal value of Amount paid (including Amount (if any) unpaid Currency 2 Number of (E.g., Ordinary/Preference etc.) shares allotted each share share premium) on (including share each share premium) on each share 0.01 Series B Shares USD 2019965 0.01 If the allotted shares are fully or partly paid up otherwise than in cash, please Continuation page Please use a continuation page if state the consideration for which the shares were allotted. necessary. Details of non-cash consideration. If a PLC, please attach valuation report (if appropriate)

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return.

4	Statement of cap	ital (Share capital in p	oound sterling (£))		:
		h class of shares held in p			· ·
	ing, only complete Set				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
				<u> </u>	£
<u> </u>		[<u> </u>		£
		<u> </u>			£
			[£ :
• .			Totala		
			Totals		£
5	Statement of cap	ital (Share capital in o	other currencies)		
Please complete the tab Please complete a sepa		class of shares held in oth	ner currencies.		
Please complete a sepa	arate table for each cu	mency.			
Currency	USD				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
Ordinary		0.01		22746271	227462.71
Series A		45.049996		1109878	11098.78
		·	Totals	23856149	238561.49
			***	'	
Currency	USD				
Class of shares	030	Amount paid up on	Amount (if any) unpaid	Number of shares 2	Aggregate nominal value 3
(E.g. Ordinary/Preference etc.)	each share 1	on each share 1	•	
Series B		0.01		2019965	20199.65
			Totals	2019965	20199.65
6	Statement of cap	ital (Totals)			
		number of shares and total	al aggregate nominal valu	ie of	
	issued share capital.		ar aggregate normial val	Please lis	regate nominal value t total aggregate values in surrencies separately. For
Total number of shares	25876114	example: £100 + €100 + \$			
Total aggregate nominal value 4	258761.14				
Including both the nomina share premium.	l value and any	3 E.g. Number of shares issue nominal value of each share	e. Plea	ntinuation Pages ase use a Statement of Capita	al continuation
2 Total number of issued sh	nares in this class.		pag	e if necessary.	

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Return of allotment of shares

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5 .	Prescribed particulars of rights attached to shares The particulars are:	
Class of share	Ordinary	a particulars of any voting rights, including rights that arise only in	
Prescribed particulars	Voting rights - shares rank equally for voting purposes. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. Dividend rights - each share ranks equally for any dividend declared. Distribution rights on a winding up - each share ranks equally for any distribution made on a winding up. Redeemable shares - the shares are not redeemable.	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 and any terms or conditions relating to redeemption of these shares.	
Class of share	Series A	A separate table must be used for	
Prescribed particulars	Voting rights - The Series A shares confer on each holder of Series A shares the right to vote. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. Dividend rights - the holders of Series A shares have a right to dividends which is pari passu to holders of ordinary shares.	each class of share. Continuation page Please use a Statement of Capital continuation page if necessary.	
. ** •	Distribution rights on a winding up - the holders of Series A shares shall be entitled to an amount per share pursuant to Article 5 in priority to the holders of deferred shares (if any) and holders of ordinary shares. Redeemable shares - the shares are not redeemable.	u	
Class of share	Series B		
Prescribed particulars 1	See continuation sheet.		
8	Signature		
	I am signing this form on behalf of the company.	2 Societas Europaea	
Signature	Signature X Stephenson Hannod X	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.	
	This form may be signed by: Director ½ , Secretary, Person authorised ₃ , Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	3 Person authorised Under either section 270 or 274 of the Companies Act 2006.	

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	
Brendan Sheehan	
Company name	_
Stephenson Harwood LLP	
Address	—
1 Finsbury Circus	
London	
Post town	
County/Region	_
Postcode E C 2 M 7 S	H
Country	
United Kingdom	
OX	
Telephone	
0207 809 2450	

Checklist

We may return 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 appropriate 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.

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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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

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

In accordance with Section 555 of the Companies Act 2006.

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Return of allotment of shares



3	Shares allotted						
_	Please give details of the shares allotted, including bonus shares.					2 Currency If currency details are not completed we will assume currency is in pound sterling.	
Class of shares (E.g. Ordinary/Preference et	5.)	Currency 2	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	
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	If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.
Details of non-cash consideration.	
f a PLC, please attach valuation report (if appropriate)	
•	

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Statement of capital Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.						
Class of shares (E.g. Ordinary/preference etc.)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3		
		-				
·						
		Total	s			
Including both the nominal value and any	3 E.g. Number of shares nominal value of each	issued multiplied by				
share premium. 2 Total number of issued shares in	nominal value of each	share.				
this class.						

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7	Statement of capital (Prescribed particulars of rights attached to shares)			
lass of share	Series B			
Prescribed particulars	(a) the Series B Shares do not entitle the holders of them to receive notice of, to attend, to speak or to vote at any general meeting of the Company nor to receive or vote on, or otherwise constitute an eligible member for the purposes of, proposed written resolutions of the Company;			
	(b) the holders of Series B Shares are entitled to dividends on a pari passu basis with the holders of Series A Shares (on an as converted basis) and Ordinary Shares;			
	(c) on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of shares), in the event that there are surplus assets of the Company after payment of the Company's liabilities and payments of distributions to the holders of Series A Shares and Ordinary Shares (to the extent they are entitled), the holders of the Series B Shares shall be entitled to a distribution provided that the surplus assets are in aggregate above a certain amount; and			
	(d) the Series B Shares are non-redeemable.			
	·			

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