

**Return of Allotment of Shares**Company Name: **1st Stop Holdings Limited**Company Number: **10024904**Received for filing in Electronic Format on the: **29/06/2016**

X5A512QW

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	24/05/2016	24/05/2016

Class of Shares:	GROWTH	Number allotted	4259774
Currency:	GBP	Nominal value of each share	1
		Amount paid:	1.0
		Amount unpaid:	0.0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A NON-VOTING	Number allotted	11380452
		Aggregate nominal value:	11380452
Currency:	GBP	Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

VOTING RIGHTS: THE A NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. DIVIDENDS: EACH A NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT AN ANNUAL RATE OF 12 PER CENT. OF THE ISSUE PRICE. IN THE EVENT THAT SUCH DIVIDEND IS NOT PAID IN ANY CALENDAR YEAR, THEN THE DIVIDEND PAYABLE FOR THE FOLLOWING CALENDAR YEAR WILL BE 12 PER CENT. OF THE ISSUE PRICE PLUS ANY UNPAID DIVIDENDS. DISTRIBUTION OF CAPITAL: ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	A	Number allotted	99900
	ORDINARY	Aggregate nominal value:	999
Currency:	GBP	Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

VOTING RIGHTS: EACH A ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCE. DIVIDENDS: SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A-NON VOTING SHARES, C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF

EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. DISTRIBUTION OF CAPITAL: ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	C NON-VOTING	Number allotted	1
		Aggregate nominal value:	1
Currency:	GBP	Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

VOTING RIGHTS: THE C NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. **DIVIDENDS:** EACH C NON-VOTING SHARE (SAVE FOR ANY HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A MONTHLY RATE OF £11,404 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2024. **DISTRIBUTION OF CAPITAL:** ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	D NON-VOTING	Number allotted	1
		Aggregate nominal value:	1
Currency:	GBP	Amount paid per share	1

Prescribed particulars

VOTING RIGHTS: THE D NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. DIVIDENDS: EACH D NON-VOTING SHARE (SAVE FOR ANY HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AS FOLLOWS: • AT A MONTHLY RATE OF £18,649.32 (GROSS), WHICH SHALL BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2017; • AT A MONTHLY RATE OF £12,194.32 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM 1 MARCH 2017 TO AND INCLUDING 31 JANUARY 2024; AND • AT A RATE OF £12,194.24 (GROSS), TO BE PAID ON 27 FEBRUARY 2024 DISTRIBUTION OF CAPITAL: ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	E NON-VOTING	Number allotted	100
		Aggregate nominal value:	1
Currency:	GBP	Amount paid per share	0.01
		Amount unpaid per share	0

Prescribed particulars

VOTING RIGHTS: THE E NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. DIVIDENDS: SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A-NON VOTING SHARES, C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. DISTRIBUTION OF CAPITAL: ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS

UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	GROWTH	Number allotted	4259774
Currency:	GBP	Aggregate nominal value:	4259774
		Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

VOTING RIGHTS: THE GROWTH SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. DIVIDENDS: SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A-NON VOTING SHARES, C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. DISTRIBUTION OF CAPITAL: ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	15740228
		Total aggregate nominal value:	15641228

Authorisation

Authenticated

This form was authorised by one of the following:

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