

**Return of Allotment of Shares**Company Name: **Froneri Limited**Company Number: **10136349**Received for filing in Electronic Format on the: **21/01/2020**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	21/01/2020	21/01/2020

Class of Shares: D ORDINARYCurrency: **EUR**Number allotted **69**Nominal value of each share **0.01**Amount paid: **300.0**Amount unpaid: **0.0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	583933
	ORDINARY	Aggregate nominal value:	5839.33
Currency:	EUR		

Prescribed particulars

(A) VOTING RIGHTS ON A SHOW OF HANDS, EVERY HOLDER OF A ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE ONE VOTE. ON A POLL OR A WRITTEN RESOLUTION THE HOLDERS OF A ORDINARY SHARES WHO (BEING INDIVIDUALS) ARE PRESENT OR (BEING CORPORATIONS) ARE PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL TOGETHER BE ENTITLED TO SUCH NUMBER OF VOTES AS GIVES SUCH HOLDERS IN AGGREGATE 50 PER CENT. OF THE TOTAL VOTES AVAILABLE TO BE CAST ON ANY RESOLUTION AND, BETWEEN ALL SUCH HOLDERS, VOTES HELD SHALL BE PRO RATA TO THE NUMBER OF A ORDINARY SHARES HELD BY THEM AS A PROPORTION OF ALL A ORDINARY SHARES IN ISSUE. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF A ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE SAME ORDER OF PRIORITY AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW, WITH SUCH ENTITLEMENTS REDUCED BY THE AGGREGATE AMOUNT WHICH SUCH HOLDER OF A ORDINARY SHARES IS ENTITLED TO RECEIVE IN RESPECT OF SUCH HOLDER'S A SETTLEMENT SHARES ON SUCH DISTRIBUTION. (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO: (I) THE RIGHTS ATTACHING TO THE PREFERENCE SHARES, SETTLEMENT SHARES AND DEFERRED SHARES, (II) THE FINANCING DOCUMENTS, AND (III) A REDUCTION EQUAL TO THE AGGREGATE AMOUNT WHICH SUCH HOLDER OF A ORDINARY SHARES IS ENTITLED TO RECEIVE IN RESPECT OF SUCH HOLDER'S A SETTLEMENT SHARES ON SUCH RETURN OF CAPITAL, THE CAPITAL AND ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS ON A RETURN OF CAPITAL, ON A WINDING-UP OR OTHERWISE, SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST, TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AGGREGATE SUM WHICH, WHEN ADDED TO ALL AMOUNTS PREVIOUSLY DISTRIBUTED OR PAID BY THE COMPANY IN RESPECT OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE

SETTLEMENT SHARES, IS EQUAL TO THE AMOUNT SUBSCRIBED FOR THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (INCLUDING ANY SHARE PREMIUM PAID) PLUS SUCH AMOUNT AS IS NECESSARY TO GIVE THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AMOUNT EQUAL TO 12 PER CENT. PER ANNUM, ACCRUING FROM DAY TO DAY AND COMPOUNDING ANNUALLY, RETURN ON SUCH AMOUNT (INCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY COMPOUNDED AMOUNT(S)), WITH ANY DISTRIBUTIONS TO BE MADE PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (IN AGGREGATE) HELD BY EACH SUCH HOLDER; AND (B) THEREAFTER, IF THE APPLICATION OF ARTICLE 45 (RATCHET) OF THE ARTICLES RESULTS IN THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES BEING RE- ALLOCATED, IN ACCORDANCE WITH ARTICLE 45 (RATCHET) AND, IF THE APPLICATION OF ARTICLE 45 (RATCHET) DOES NOT RESULT IN ANY CHANGE TO THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES, AMONG THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (TREATING THEM TOGETHER, FOR THESE PURPOSES, AS A SINGLE CLASS) HELD BY EACH SUCH HOLDER. (D) REDEMPTION THE A ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	B	Number allotted	583933
	ORDINARY	Aggregate nominal value:	5839.33

Currency: **EUR**

Prescribed particulars

(A) VOTING RIGHTS ON A SHOW OF HANDS, EVERY HOLDER OF B ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE ONE VOTE. ON A POLL OR A WRITTEN RESOLUTION THE HOLDERS OF B ORDINARY SHARES WHO (BEING INDIVIDUALS) ARE PRESENT OR (BEING CORPORATIONS) ARE PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL TOGETHER BE ENTITLED TO SUCH NUMBER OF VOTES AS GIVES SUCH HOLDERS IN AGGREGATE 50 PER CENT. OF THE

TOTAL VOTES AVAILABLE TO BE CAST ON ANY RESOLUTION AND, BETWEEN ALL SUCH HOLDERS, VOTES HELD SHALL BE PRO RATA TO THE NUMBER OF B ORDINARY SHARES HELD BY THEM AS A PROPORTION OF ALL B ORDINARY SHARES IN ISSUE. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF B ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE SAME ORDER OF PRIORITY AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW, WITH SUCH ENTITLEMENTS REDUCED BY THE AGGREGATE AMOUNT WHICH SUCH HOLDER OF B ORDINARY SHARES IS ENTITLED TO RECEIVE IN RESPECT OF SUCH HOLDER'S B SETTLEMENT SHARES ON SUCH DISTRIBUTION. (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO: (I) THE RIGHTS ATTACHING TO THE PREFERENCE SHARES, SETTLEMENT SHARES AND DEFERRED SHARES, (II) THE FINANCING DOCUMENTS, AND (III) A REDUCTION EQUAL TO THE AGGREGATE AMOUNT WHICH SUCH HOLDER OF B ORDINARY SHARES IS ENTITLED TO RECEIVE IN RESPECT OF SUCH HOLDER'S B SETTLEMENT SHARES ON SUCH RETURN OF CAPITAL, THE CAPITAL AND ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS ON A RETURN OF CAPITAL, ON A WINDING-UP OR OTHERWISE, SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST, TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES, AN AGGREGATE SUM WHICH, WHEN ADDED TO ALL AMOUNTS PREVIOUSLY DISTRIBUTED OR PAID BY THE COMPANY IN RESPECT OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE SETTLEMENT SHARES, IS EQUAL TO THE AMOUNT SUBSCRIBED FOR THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (INCLUDING ANY SHARE PREMIUM PAID) PLUS SUCH AMOUNT AS IS NECESSARY TO GIVE THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AMOUNT EQUAL TO 12 PER CENT. PER ANNUM, ACCRUING FROM DAY TO DAY AND COMPOUNDING ANNUALLY, RETURN ON SUCH AMOUNT (INCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY COMPOUNDED AMOUNT(S)), WITH ANY DISTRIBUTIONS TO BE MADE PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (IN AGGREGATE) HELD BY EACH SUCH HOLDER; AND (B) THEREAFTER, IF THE APPLICATION OF ARTICLE 45 (RATCHET) OF THE ARTICLES RESULTS IN THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES BEING RE- ALLOCATED, IN ACCORDANCE WITH ARTICLE 45 (RATCHET) AND, IF THE APPLICATION OF ARTICLE 45 (RATCHET) DOES NOT RESULT IN ANY CHANGE TO THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES, AMONG

THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (TREATING THEM TOGETHER, FOR THESE PURPOSES, AS A SINGLE CLASS) HELD BY EACH SUCH HOLDER. (D) REDEMPTION THE B ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	C	Number allotted	52381
	ORDINARY	Aggregate nominal value:	523.81
Currency:	EUR		

Prescribed particulars

(A) VOTING RIGHTS EACH HOLDER OF C ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF C ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE SAME ORDER OF PRIORITY AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW (SAVE FOR PROVISIO III BELOW). (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO: (I) THE RIGHTS ATTACHING TO THE PREFERENCE SHARES, SETTLEMENT SHARES AND DEFERRED SHARES, (II) THE FINANCING DOCUMENTS, AND (III) A REDUCTION EQUAL TO THE AGGREGATE AMOUNT WHICH SUCH HOLDER OF C ORDINARY SHARES, IS ENTITLED TO RECEIVE IN RESPECT OF SUCH HOLDER'S C SETTLEMENT SHARES ON SUCH RETURN OF CAPITAL, THE CAPITAL AND ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS ON A RETURN OF CAPITAL, ON A WINDING-UP OR OTHERWISE, SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST, TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES, AN AGGREGATE SUM WHICH, WHEN ADDED TO ALL AMOUNTS PREVIOUSLY DISTRIBUTED OR PAID BY THE COMPANY IN RESPECT OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE SETTLEMENT SHARES, IS EQUAL TO THE AMOUNT SUBSCRIBED FOR THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (INCLUDING ANY SHARE PREMIUM PAID) PLUS SUCH AMOUNT AS IS NECESSARY TO GIVE THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AMOUNT EQUAL TO 12 PER CENT.

PER ANNUM, ACCRUING FROM DAY TO DAY AND COMPOUNDING ANNUALLY, RETURN ON SUCH AMOUNT (INCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY COMPOUNDED AMOUNT(S)), WITH ANY DISTRIBUTIONS TO BE MADE PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (IN AGGREGATE) HELD BY EACH SUCH HOLDER; AND (B) THEREAFTER, IF THE APPLICATION OF ARTICLE 45 (RATCHET) OF THE ARTICLES RESULTS IN THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES BEING RE- ALLOCATED, IN ACCORDANCE WITH ARTICLE 45 (RATCHET) AND, IF THE APPLICATION OF ARTICLE 45 (RATCHET) DOES NOT RESULT IN ANY CHANGE TO THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES, AMONG THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (TREATING THEM TOGETHER, FOR THESE PURPOSES, AS A SINGLE CLASS) HELD BY EACH SUCH HOLDER. (D) REDEMPTION THE C ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	D	Number allotted	92719
	ORDINARY	Aggregate nominal value:	927.19

Currency: **EUR**

Prescribed particulars

(A) VOTING RIGHTS EACH HOLDER OF D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF D ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE SAME ORDER OF PRIORITY AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW. (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO: (I) THE RIGHTS ATTACHING TO THE PREFERENCE SHARES, SETTLEMENT SHARES AND DEFERRED SHARES, AND (II) THE FINANCING DOCUMENTS, THE CAPITAL AND ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS ON A RETURN OF CAPITAL, ON A WINDING-UP OR OTHERWISE, SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST, TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES

AN AGGREGATE SUM WHICH, WHEN ADDED TO ALL AMOUNTS PREVIOUSLY DISTRIBUTED OR PAID BY THE COMPANY IN RESPECT OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE SETTLEMENT SHARES, IS EQUAL TO THE AMOUNT SUBSCRIBED FOR THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (INCLUDING ANY SHARE PREMIUM PAID) PLUS SUCH AMOUNT AS IS NECESSARY TO GIVE THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AMOUNT EQUAL TO 12 PER CENT. PER ANNUM, ACCRUING FROM DAY TO DAY AND COMPOUNDING ANNUALLY, RETURN ON SUCH AMOUNT (INCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY COMPOUNDED AMOUNT(S)); AND (B) THEREAFTER, IF THE APPLICATION OF ARTICLE 45 (RATCHET) OF THE ARTICLES RESULTS IN THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES BEING RE- ALLOCATED, IN ACCORDANCE WITH ARTICLE 45 (RATCHET) AND, IF THE APPLICATION OF ARTICLE 45 (RATCHET) DOES NOT RESULT IN ANY CHANGE TO THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES, AMONG THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (TREATING THEM TOGETHER, FOR THESE PURPOSES, AS A SINGLE CLASS) HELD BY EACH SUCH HOLDER. (D) REDEMPTION THE D ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	D	Number allotted	13200
	ORDINARY	Aggregate nominal value:	132
Currency:	EUR		

Prescribed particulars

(A) VOTING RIGHTS EACH HOLDER OF D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF D ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE SAME ORDER OF PRIORITY AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW. (C) RIGHTS

TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO: (I) THE RIGHTS ATTACHING TO THE PREFERENCE SHARES, SETTLEMENT SHARES AND DEFERRED SHARES, AND (II) THE FINANCING DOCUMENTS, THE CAPITAL AND ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS ON A RETURN OF CAPITAL, ON A WINDING-UP OR OTHERWISE, SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST, TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AGGREGATE SUM WHICH, WHEN ADDED TO ALL AMOUNTS PREVIOUSLY DISTRIBUTED OR PAID BY THE COMPANY IN RESPECT OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE SETTLEMENT SHARES, IS EQUAL TO THE AMOUNT SUBSCRIBED FOR THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (INCLUDING ANY SHARE PREMIUM PAID) PLUS SUCH AMOUNT AS IS NECESSARY TO GIVE THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES AN AMOUNT EQUAL TO 12 PER CENT. PER ANNUM, ACCRUING FROM DAY TO DAY AND COMPOUNDING ANNUALLY, RETURN ON SUCH AMOUNT (INCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY COMPOUNDED AMOUNT(S)); AND (B) THEREAFTER, IF THE APPLICATION OF ARTICLE 45 (RATCHET) OF THE ARTICLES RESULTS IN THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES BEING RE- ALLOCATED, IN ACCORDANCE WITH ARTICLE 45 (RATCHET) AND, IF THE APPLICATION OF ARTICLE 45 (RATCHET) DOES NOT RESULT IN ANY CHANGE TO THE VALUE ATTRIBUTABLE TO THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES, AMONG THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (TREATING THEM TOGETHER, FOR THESE PURPOSES, AS A SINGLE CLASS) HELD BY EACH SUCH HOLDER. (D) REDEMPTION THE D ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	DEFERRED	Number allotted	127272
Currency:	EUR	Aggregate nominal value:	1272.72

Prescribed particulars

(A) VOTING RIGHTS THE HOLDERS OF DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, NOR ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE

COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION THE HOLDERS OF DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDEND OR DISTRIBUTION. (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION ON A RETURN OF CAPITAL, THE DEFERRED SHARES SHALL ENTITLE THE HOLDER ONLY TO THE REPAYMENT OF THE AMOUNTS PAID UP ON SUCH SHARES (INCLUDING ANY PREMIUM) AFTER REPAYMENT OF THE AMOUNTS PAID UP ON THE ORDINARY SHARES AND THE SETTLEMENT SHARES PLUS THE PAYMENT OF €20,000,000,000 IN AGGREGATE ON ALL OF THE ORDINARY SHARES AND THE SETTLEMENT SHARES AND THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN THE ASSETS OR PROFITS OF THE COMPANY. (D) REDEMPTION THE COMPANY MAY, AT ITS OPTION, REDEEM ALL OR ANY OF THE DEFERRED SHARES THEN IN ISSUE AT A PRICE NOT EXCEEDING €0.01 FOR ALL OF THE DEFERRED SHARES REDEEMED, HAVING GIVEN THE REGISTERED HOLDER(S) OF SUCH SHARE(S) NOT LESS THAN 28 DAYS' PRIOR NOTICE IN WRITING OF ITS INTENTION SO TO DO (SUCH NOTICE FIXING A TIME AND PLACE FOR THE REDEMPTION). [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Class of Shares:	PREFERENCE	Number allotted	38213717
Currency:	EUR	Aggregate nominal value:	382137.17

Prescribed particulars

(A) VOTING RIGHTS THE HOLDERS OF PREFERENCE SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, NOR ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (B) RIGHTS TO PARTICIPATE IN A DIVIDEND DISTRIBUTION EVERY HOLDER OF PREFERENCE SHARES IS ENTITLED TO PARTICIPATE IN THE DISTRIBUTION OF A DIVIDEND IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, THE SETTLEMENT SHARES AND THE DEFERRED SHARES, SUBJECT TO SUPERVISORY BOARD RECOMMENDATION AND INVESTOR CONSENT, IN THE MANNER AS OUTLINED IN RESPECT OF CAPITAL DISTRIBUTIONS BELOW. (C) RIGHTS TO PARTICIPATE IN A CAPITAL DISTRIBUTION SUBJECT TO THE FINANCING DOCUMENTS, ON A RETURN OF CAPITAL, THE ASSETS OF THE COMPANY AVAILABLE TO THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, THE SETTLEMENT SHARES AND THE DEFERRED SHARES, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES: (A) FIRST, A PREFERENTIAL CASH RETURN OF AN AMOUNT EQUAL TO 12 PER CENT. PER ANNUM OF THE AMOUNT SUBSCRIBED FOR THE PREFERENCE SHARES

HELD BY SUCH HOLDER OF PREFERENCE SHARES (THE "PREFERRED RETURN"). THE PREFERRED RETURN WILL ACCRUE ON EACH PREFERENCE SHARE FROM DAY TO DAY AND SHALL COMPOUND ON 30 SEPTEMBER IN EACH YEAR (AND SHALL ITSELF ATTRACT A PREFERRED RETURN); AND (B) THEREAFTER, THE AMOUNT SUBSCRIBED (INCLUDING ANY PREMIUM PAID THEREON) FOR EACH PREFERENCE SHARE HELD BY THEM. (D) REDEMPTION SUBJECT TO: (I) THE COMPANIES ACT 2006, (II) INVESTOR CONSENT AND (III) THE TERMS OF THE FINANCING DOCUMENTS, THE COMPANY MAY, AT ANY TIME, BY NOT LESS THAN 14 DAYS' NOR MORE THAN 30 DAYS' NOTICE TO THE HOLDERS OF THE PREFERENCE SHARES, REDEEM ALL OR ANY OF THE PREFERENCE SHARES FOR AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED THEREFOR (INCLUDING ANY PREMIUM PAID THEREON) PLUS ANY ACCRUED BUT UNPAID PREFERRED RETURN AND, IN ANY EVENT, SHALL USE ALL REASONABLE ENDEAVOURS TO REDEEM EACH OF THE PREFERENCE SHARES FOR CASH AT A SUM EQUAL TO THE AMOUNT SUBSCRIBED THEREFOR (INCLUDING ANY PREMIUM PAID THEREON) PLUS ANY ACCRUED BUT UNPAID PREFERRED RETURN ON THE FIRST TO OCCUR OF 30 SEPTEMBER 2026 OR AN EXIT. [PLEASE REFERENCE THE DEFINITIONS ADOPTED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY].

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	39667155
		Total aggregate nominal value:	396671.55
		Total aggregate amount unpaid:	3960000

Authorisation

Authenticated

This form was authorised by one of the following:

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