

**Return of Allotment of Shares**Company Name: **QUALCO HOLDCO LIMITED**Company Number: **10878966**Received for filing in Electronic Format on the: **29/03/2018**

X72PQ2D7

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
01/03/2018

Class of Shares:	CONVERTIBLE	Number allotted	3742
	PREFERENCE	Nominal value of each share	1
	SHARES	Amount paid:	2672
Currency:	EUR	Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	CONVERTIBLE	Number allotted	1
	PREFERENCE	Nominal value of each share	1
	SHARES	Amount paid:	1376
Currency:	EUR	Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	14970
Currency:	EUR	Aggregate nominal value:	14970

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.

Class of Shares:	CONVERTIBLE	Number allotted	3743
	PREFERENCE	Aggregate nominal value:	3743
	SHARES		

Currency: **EUR**

Prescribed particulars

VOTING. THE HOLDER(S) OF THE CONVERTIBLE PREFERENCE SHARES ARE, BY VIRTUE OR IN RESPECT OF THEIR HOLDINGS OF CONVERTIBLE PREFERENCE SHARES, HAVE THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING OF THE COMPANY. THE CONVERTIBLE PREFERENCE SHARES SHALL HAVE THE RIGHT TO VOTE PARI PASSU WITH THE ORDINARY SHARES, SUCH THAT THE CONVERTIBLE PREFERENCE SHARES SHALL REPRESENT IN AGGREGATE 20 PER CENT. OF THE TOTAL VOTING RIGHTS IN THE COMPANY AND THE ORDINARY SHARES SHALL REPRESENT IN AGGREGATE 80 PER CENT. OF THE TOTAL VOTING RIGHTS IN THE COMPANY. SENIOR RANKING. THE CONVERTIBLE PREFERENCE SHARES RANK SENIOR TO ALL SHARES EXISTING IN THE CAPITAL OF THE COMPANY AT THE DATE ON WHICH THEY WERE ISSUED (INCLUDING THE ORDINARY SHARES). UPON A CONVERSION OF THE CONVERTIBLE PREFERENCE SHARES INTO ORDINARY SHARES, SUCH ORDINARY SHARES SHALL RANK PARI PASSU TO ALL OTHER ORDINARY SHARES. DIVIDENDS. (A) HOLDER(S) OF CONVERTIBLE PREFERENCE SHARES ARE ENTITLED TO A PREFERRED DIVIDEND WHENEVER A DIVIDEND IS RESOLVED TO BE DISTRIBUTED TO HOLDERS OF THE ORDINARY SHARES. THE AGGREGATE AMOUNT OF ANY SUCH DIVIDEND PAYABLE TO THE HOLDER(S) OF CONVERTIBLE PREFERENCE SHARES SHALL BE EQUAL TO THE

DIVIDEND THAT WOULD HAVE BEEN PAID ON THE ORDINARY SHARES INTO WHICH THE CONVERTIBLE PREFERENCE SHARES ARE REDESIGNATED PURSUANT TO ARTICLE 5.3(A) OF THE COMPANY'S ARTICLES, HAD THE CONVERTIBLE PREFERENCE SHARES BEEN SO CONVERTED IMMEDIATELY PRIOR TO THE DATE OF DECLARATION OF SUCH DIVIDEND. (B) THE HOLDERS OF THE CONVERTIBLE PREFERENCE SHARES ARE ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF 8 PER CENT. PER ANNUM ON THE INVESTMENT AMOUNT, ACCRUING DAILY AND COMPOUNDING ANNUALLY LESS ANY DIVIDENDS RECEIVED AS DESCRIBED IN (A) ABOVE. PRE-EMPTION RIGHTS. HOLDER(S) OF CONVERTIBLE PREFERENCE SHARES HAVE THE RIGHT TO PARTICIPATE IN ANY ISSUANCE OF NEW ORDINARY SHARES OR OTHER SECURITIES BY THE COMPANY, BOTH BEFORE AND AFTER THE CONVERSION DATE, PROPORTIONATELY TO THE INVESTOR'S HOLDING IN THE COMPANY'S SHARE CAPITAL ON A FULLY DILUTED BASIS AT THE RELEVANT TIME, PROVIDED THAT THIS SHALL NOT CREATE ANY RIGHTS ATTACHING TO THE ORDINARY SHARES INTO WHICH SUCH CONVERTIBLE PREFERENCE SHARES ARE REDESIGNATED THAT ARE ADDITIONAL TO THE RIGHTS ATTACHING TO THE OTHER ORDINARY SHARES, AND SUCH ORDINARY SHARES SHALL RANK PARI PASSU TO ALL OTHER ORDINARY SHARES. INVESTOR DIRECTOR. THE HOLDER(S) OF THE CONVERTIBLE PREFERENCE SHARES COLLECTIVELY HAVE THE RIGHT TO APPOINT ONE MEMBER OF THE BOARD.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	18713
		Total aggregate nominal value:	18713
		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.