

**Return of Allotment of Shares**Company Name: **EDUCATION BRANDS T2P HOLDINGS LIMITED**Company Number: **10903330**Received for filing in Electronic Format on the: **14/11/2017**

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Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
06/11/2017

Class of Shares: ORDINARY**Currency: GBP**Number allotted **5031893**Nominal value of each share **1**Amount paid: **5031893**Amount unpaid: **0**

Non-cash consideration

N/A

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	21166981
Currency:	GBP	Aggregate nominal value:	21166981

Prescribed particulars

THE ORDINARY SHARES SHALL CONSTITUTE A SINGLE CLASS OF SHARES AND SHALL RANK PARI PASSU IN ALL RESPECTS. THE ORDINARY SHARES SHALL HAVE THE FOLLOWING RIGHTS: (A) ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OF ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH ORDINARY SHARE HELD BY THEM; (B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THE COMPANY IS LAWFULLY ABLE TO DO SO) AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	21166981
		Total aggregate nominal value:	21166981
		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.