

**Return of Allotment of Shares**Company Name: **SEM ENERGY (HOLDINGS) LIMITED**Company Number: **SC600760**Received for filing in Electronic Format on the: **31/01/2022**

XAWVS5JT

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>28/01/2022</b>	

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>25000</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>100</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	A	Number allotted	142239
	ORDINARY	Aggregate nominal value:	1422.39
Currency:	GBP		
Prescribed particulars			

A. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL TO TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE B SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PAN PASSU BASIS AMONG THE A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE, EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED TO A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED TO THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE C SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE 0 HURDLE AMOUNT (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS WO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES, B SHARES AND D SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS): AND THE E HURDLE

AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS' SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF AT SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). B. THE A SHARES SHALL RANK EQUALLY FOR ANY DIVIDENDS OR OTHER DISTRIBUTIONS WHICH MAY FROM TIME TO TIME BE PAID THEREON, C. EACH A SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTES AT, GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

Class of Shares:	B	Number allotted	10670
	ORDINARY	Aggregate nominal value:	1067
Currency:	GBP		
Prescribed particulars			

A. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL TO TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE B SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PAN PASSU BASIS AMONG THE A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE, EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED TO A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED TO THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE C SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE 0 HURDLE AMOUNT (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS WO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES, B SHARES AND D SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS): AND THE E HURDLE

AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS' SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF AT SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). B. THE A SHARES SHALL RANK EQUALLY FOR ANY DIVIDENDS OR OTHER DISTRIBUTIONS WHICH MAY FROM TIME TO TIME BE PAID THEREON, C. EACH A SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTES AT, GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

Class of Shares:	C	Number allotted	75000
	ORDINARY	Aggregate nominal value:	750
Currency:	GBP		
Prescribed particulars			

A. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST, IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, FN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL TO TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE B SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES I (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH I PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE AT SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE. I EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO J TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A . SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE 1 SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE D HURDLE AMOT : (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS ( A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES, B SHARES AND D SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); AND THE E HURDLE AMOUNT

(AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS' SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF AT SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). THE C SHARES SHALL NOT BE ENTITLED TO PARTICIPATE IN ANY DIVIDEND. C. EACH C SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND ALL GENERAL MEETINGS OF THE COMPANY BUT SHALL NET BE ENTITLED TO VOTE AT SUCH MEETINGS OR ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

Class of Shares:	D	Number allotted	2500
	ORDINARY	Aggregate nominal value:	250
Currency:	GBP		
Prescribed particulars			



A. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST, IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL TO TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE 3 SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PART PASSU BASIS AMONG THE A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE I SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES , (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH \ PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF I DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHARES BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A1 I SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE, EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED TO A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED TO THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE C SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE D HURDLE AMOUNT (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES. A SHARES, B SHARES AND D SHARES (ASIF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); AND THE E HURDLE AMOUNT

(AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS^ SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF A1 SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). THE D SHARES ARE NOT ENTITLED TO PARTICIPATE IN ANY DIVIDEND. EACH D SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTE AT, GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

<b>Class of Shares:</b>	<b>A1</b>	Number allotted	<b>50000</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>5000</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

A) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST, IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL IN TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE B SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A SHAREHOLDERS AND B A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES ; (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A1 J SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE, EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED TO A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED TO THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE C SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE D HURDLE AMOUNT (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES, B SHARES AND D SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); AND THE E HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E

SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF A1 SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). B. THE A1 SHARES SHALL RANK EQUALLY FOR ANY DIVIDENDS OR OTHER DISTRIBUTIONS WHICH MAY FROM TIME TO TIME BE PAID THEREON. C. EACH A1 SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTE AT, GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

Class of Shares:	E	Number allotted	7394
	ORDINARY	Aggregate nominal value:	739.4
Currency:	GBP		
Prescribed particulars			

A. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST IN PAYING TO EACH HOLDER OF A SHARES AND B SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A SHARE AND B SHARE HELD EQUAL TO TWO TIMES THE AGGREGATE ISSUE PRICE OF THE A SHARES AND B SHARES HELD BY SUCH HOLDER ("LIQUIDATION PREFERENCE"). IN THE EVENT THAT THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ARE INSUFFICIENT TO PAY THE LIQUIDATION PREFERENCE TO THE HOLDERS OF THE A SHARES AND THE B SHARES IN FULL, THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED ON A PAN PASSU BASIS AMONG THE A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY), A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); THIRD, THE BALANCE OF SUCH SURPLUS ASSETS REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS AND B SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES AND B SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS); PROVIDED, HOWEVER, IF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ANY DISTRIBUTIONS OUTLINED ABOVE, EXCEED: THE C HURDLE AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE C SHAREHOLDERS (AS A CLASS) SHALL BE ENTITLED TO A DISTRIBUTION OF THE EXCESS ABOVE THE C HURDLE AMOUNT EQUAL TO TWENTY PER CENT OF THE BALANCE THAT WOULD OTHERWISE BE DISTRIBUTED TO THE A SHAREHOLDERS (AND THE AMOUNT DISTRIBUTED TO THE A SHAREHOLDERS SHALL BE REDUCED ACCORDINGLY), PRO RATA BASED ON THE C SHAREHOLDERS' RESPECTIVE HOLDINGS OF C SHARES; THE 0 HURDLE AMOUNT (AS DEFINED IN THE ARTICLE OF ASSOCIATION), THEN THE D SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE D HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS, B SHAREHOLDERS AND D SHAREHOLDERS WO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDINGS OF A1 SHARES, A SHARES, B SHARES AND D SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS): AND THE E HURDLE

AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION), THEN THE E SHAREHOLDERS (AS A CLASS) SHALL, WITHOUT PREJUDICE TO THE OPERATION OF THE C HURDLE AMOUNT, BE ENTITLED TO PARTICIPATE IN A DISTRIBUTION OF THE EXCESS ABOVE THE E HURDLE AMOUNT ON A PARI PASSU BASIS AMONG THE A1 SHAREHOLDERS, A SHAREHOLDERS' SHAREHOLDERS, D SHAREHOLDERS AND E SHAREHOLDERS PRO RATA BASED ON SUCH HOLDERS' RESPECTIVE HOLDING OF AT SHARES, A SHARES, B SHARES, D SHARES AND E SHARES (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS). B. THE A SHARES SHALL RANK EQUALLY FOR ANY DIVIDENDS OR OTHER DISTRIBUTIONS WHICH MAY FROM TIME TO TIME BE PAID THEREON, C. EACH A SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTES AT, GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>287803</b>
		Total aggregate nominal value:	<b>9228.79</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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