



SH01

Return of allotment of shares



Companies House



Go online to file this information
www.gov.uk/companieshouse

☒ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

☐ **What this form is NOT for**
You cannot use this form to give notice of shares taken by subscription on formation of the company for an allotment of a new class of shares by an unlimited company.

THURSDAY



A22 *A7ZS6E6W* #228
COMPANIES HOUSE

1 Company details

Company number 0 7 0 1 4 5 8 7

Company name in full CROWDCUBE LIMITED

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates

From Date 2 5 0 1 2 0 1 9
To Date 2 5 0 1 2 0 1 9

1 Allotment date
If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

2 Currency
If currency details are not completed we will assume currency is in pound sterling.

Currency ²	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	A ORDINARY	2693730	0.001	0.2922	NIL
GBP	B INVESTMENT	8639884	0.001	0.2922	NIL

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.
If a PLC, please attach valuation report (if appropriate)

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Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	A ORDINARY	120838855	120838.855	
GBP	A PREFERENCE	37990090	37990.09	
GBP	B INVESTMENT	51181064	51181.064	
Totals		210010009	210010.009	NIL

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		260404289	260404.289	NIL

❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share

Prescribed particulars
①**① Prescribed particulars of rights attached to shares**

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

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Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

② Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

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**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	MARK TYLER									
Company name	CROWDCUBE LIMITED									
Address	4TH FLOOR									
BROADWALK HOUSE										
SOUTHERNHAY WEST										
Post town	EXTER									
County/Region	DEVON									
Postcode	E	X	1	1	T	S				
Country	UNITED KINGDOM									
DX										
Telephone	01392 241319									

**Checklist**

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Shares allotted

2 Currency
If currency details are not completed we will assume currency is in pound sterling.

06/16 Version 6.0

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If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	B PREFERENCE	24726930	24726.930	
GBP	C PREFERENCE	10266939	10266.939	
GBP	D1 PREFERENCE	8555784	8555.784	
GBP	D2 PREFERENCE	6844627	6844.627	
Totals		50394280	50394.280	

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY	
Prescribed particulars	<p>A) ON A SHOW OF HANDS EVERY A ORDINARY SHAREHOLDER PRESENT IN PERSON OR (IF A CORPORATION) PRESENT BY A REPRESENTATIVE DULY AUTHORISED IN ACCORDANCE WITH THE COMPANIES ACT 2006 WHO IS NOT ALSO HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE, AND ON A POLL EVERY A ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY A ORDINARY SHARE OF WHICH HE IS THE HOLDER. (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF E100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF E100 MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; (2) I) SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS, AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY CONTINUED	
Prescribed particulars	<p>(II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE A ORDINARY SHARES ARE NOT REDEEMABLE</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A PREFERENCE	
Prescribed particulars	<p>A) ON A SHOW OF HANDS EVERY A PREFERENCE SHAREHOLDER PRESENT IN PERSON OR (IF A CORPORATION) PRESENT BY A REPRESENTATIVE DULY AUTHORISED IN ACCORDANCE WITH THE COMPANIES ACT 2006 WHO IS NOT ALSO HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE, AND ON A POLL EVERY A PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY A PREFERENCE SHARE OF WHICH HE IS THE HOLDER. (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A PREFERENCE CONTINUED	
Prescribed particulars	<p>THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE A PREFERENCE SHARES ARE NOT REDEEMABLE</p>	

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Class of share	B INVESTMENT	
Prescribed particulars	<p>A) B INVESTMENT SHARES SHALL HAVE NO VOTING RIGHTS ATTACHED TO THEM AND SHALL CARRY NO RIGHT TO ATTEND OR RECEIVE NOTICE OF ANY GENERAL MEETING OR VOTE ON ANY PROPOSED WRITTEN RESOLUTION OF THE COMPANY (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS, AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B INVESTMENT CONTINUED	
Prescribed particulars	<p>(2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE B INVESTMENT SHARES ARE NOT REDEEMABLE</p>	

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Class of share	B PREFERENCE CONTINUED	
Prescribed particulars	<p>(II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE B PREFERENCE SHARES ARE NOT REDEEMABLE</p>	

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Class of share	C PREFERENCE	
Prescribed particulars	<p>A) ON A SHOW OF HANDS EVERY C PREFERENCE SHAREHOLDER PRESENT IN PERSON OR (IF A CORPORATION) PRESENT BY A REPRESENTATIVE DULY AUTHORISED IN ACCORDANCE WITH THE COMPANIES ACT 2006 WHO IS NOT ALSO HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE, AND ON A POLL EVERY C PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY C PREFERENCE SHARE OF WHICH HE IS THE HOLDER. (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS, AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C PREFERENCE CONTINUED	
Prescribed particulars	<p>(II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE C PREFERENCE SHARES ARE NOT REDEEMABLE</p>	

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Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	D1 PREFERENCE	
Prescribed particulars	<p>A) ON A SHOW OF HANDS EVERY DI PREFERENCE SHAREHOLDER PRESENT IN PERSON OR (IF A CORPORATION) PRESENT BY A REPRESENTATIVE DULY AUTHORISED IN ACCORDANCE WITH THE COMPANIES ACT 2006 WHO IS NOT ALSO HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE, AND ON A POLL EVERY DI PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY DI PREFERENCE SHARE OF WHICH HE IS THE HOLDER. (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS, AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND</p>	

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	D1 PREFERENCE CONTINUED	
Prescribed particulars	<p>(II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE DI PREFERENCE SHARES ARE NOT REDEEMABLE (E) THE DI PREFERENCE SHARES HAVE ANTI-DILUTION RIGHTS IN THE EVENT OF AN ISSUE OF SHARES AT A LOWER PRICE PER SHARE TO THE SUBSCRIPTION PRICE PAID FOR THE DI PREFERENCE SHARES.</p>	

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Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	D2 PREFERENCE	
Prescribed particulars	<p>A) ON A SHOW OF HANDS EVERY D2 PREFERENCE SHAREHOLDER PRESENT IN PERSON OR (IF A CORPORATION) PRESENT BY A REPRESENTATIVE DULY AUTHORISED IN ACCORDANCE WITH THE COMPANIES ACT 2006 WHO IS NOT ALSO HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE, AND ON A POLL EVERY D2 PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY D2 PREFERENCE SHARE OF WHICH HE IS THE HOLDER. (B) THE A ORDINARY SHARES, B INVESTMENT SHARES, A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND D PREFERENCE SHARES ALL RANK PARI PASSU AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL, OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (1) (I) FIRST TO THE HOLDERS OF THE D PREFERENCE SHARES AS IF IT CONSTITUTED ONE CLASS OF SHARE, THE SUBSCRIPTION PRICE PAID BY THE D PREFERENCE SHAREHOLDERS FOR THEIR D PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE D PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT; SECOND TO THE HOLDERS OF THE A PREFERENCE SHARES, B PREFERENCE SHARES AND C PREFERENCE SHARES ON A PARI PASSU BASIS AS IF THE A PREFERENCE SHARES, B PREFERENCES SHARES AND C PREFERENCE SHARES CONSTITUTED A SINGLE CLASS OF SHARE, IN PRIORITY TO ALL OTHER SHAREHOLDERS, AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR PREFERENCE SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON THE PREFERENCE SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; AND (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE</p>	

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	D2 PREFERENCE CONTINUED	
Prescribed particulars	<p>OF SUCH PAYMENT, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS REFERRED TO IN PARAGRAPH (1) AND (2) IN FULL, THE NET PROCEEDS SHALL BE DISTRIBUTED SO FAR AS POSSIBLE ON THE BASIS SET OUT IN THIS PARAGRAPH, WITH THE AMOUNTS PAYABLE BEING REDUCED PRO RATA IN THE SAME PROPORTIONS; AND (3) THEREAFTER THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES, THE B INVESTMENT SHARES AND THE D PREFERENCE SHARES IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND/OR B INVESTMENT SHARES AND/OR D PREFERENCE SHARES HELD BY THEM RESPECTIVELY (AS IF THE A ORDINARY SHARES, B INVESTMENT SHARES AND D PREFERENCE SHARES CONSTITUTED ONE AND THE SAME CLASS), AND IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF EIOO WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF EIOO MULTIPLIED BY A FRACTION THE NUMERATOR OF WHICH IS THE NUMBER OF SHARES HELD BY SUCH SHAREHOLDER AND THE DENOMINATOR OF WHICH IS THE TOTAL OUTSTANDING NUMBER OF SHARES ON THE DATE OF SUCH PAYMENT. (D) THE D2 PREFERENCE SHARES ARE NOT REDEEMABLE</p>	