Companies House

SH01 (ef)

Return of Allotment of Shares

Company Name: **CROWDCUBE LIMITED**
Company Number: **07014587**

Received for filing in Electronic Format on the: **05/06/2019**

X8705S01

Shares Allotted (including bonus shares)

Date or period during which shares are allotted — From **28/05/2019**

Class of Shares:	**A ORDINARY**	Number allotted	**162269**
Currency:	**GBP**	Nominal value of each share	**0.001**
		Amount paid:	**7302.11**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**A**	Number allotted	**121065080**
	ORDINARY	Aggregate nominal value:	**121065.08**
Currency:	**GBP**		

Prescribed particulars

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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Class of Shares:	**A**	Number allotted	**37990090**
	PREFERENCE	Aggregate nominal value:	**37990.09**
Currency:	**GBP**		

Prescribed particulars

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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Class of Shares:	**B**	Number allotted	**51181064**
	INVESTMENT	Aggregate nominal value:	**51181.064**
Currency:	**GBP**		

Prescribed particulars

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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Class of Shares:	**B**	Number allotted	**24726930**
	PREFERENCE	Aggregate nominal value:	**24726.93**
Currency:	**GBP**		

Prescribed particulars

A) ON A SHOW OF HANDS EVERY B 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 B PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY B 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Class of Shares:	**C**	Number allotted	**10266939**
	PREFERENCE	Aggregate nominal value:	**10266.939**
Currency:	**GBP**		

Prescribed particulars

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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Class of Shares:	**D1**	Number allotted	**9924709**
	PREFERENCE	Aggregate nominal value:	**9924.709**
Currency:	**GBP**		

Prescribed particulars

A) ON A SHOW OF HANDS EVERY D1 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 D1 PREFERENCE SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY D1 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 D1 PREFERENCE SHARES ARE NOT REDEEMABLE (E) THE D1 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 D1 PREFERENCE SHARES.

Class of Shares:	**D2**	Number allotted	**5475702**
	PREFERENCE	Aggregate nominal value:	**5475.702**
Currency:	**GBP**		

Prescribed particulars

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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 (II) IN ADDITION, TO ALL SHAREHOLDERS THE AGGREGATE SUM OF £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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 £100 WHEREBY EACH SHAREHOLDER IS TO RECEIVE A PAYMENT EQUAL TO THE PRODUCT OF £100 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

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**260630514**
		Total aggregate nominal value:	**260630.514**
		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.