

SH01

Return of allotment of shares

RE-SCAN



Companies House



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☒ **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
on formation of the company
for an allotment of a new
share by an unlimited

TUESDAY



LD5 *L6HREZ80* #38
24/10/2017
COMPANIES HOUSE

1 Company details

Company number 0 7 0 2 3 5 9 8

Company name in full ENSCO PLC

→ **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 d 0 d 6 m 1 m 0 y 2 y 0 y 1 y 7
To Date d 1 d 1 m 1 m 0 y 2 y 0 y 1 y 7

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
USD (\$)	CLASS A ORDINARY	128,881,748	\$0.10	\$5.83	NIL
USD (\$)	CLASS A ORDINARY	5,244,586	\$0.10	\$5.68	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)

1) CANCELLATION OF 76,470,929 SHARES OF COMMON STOCK, PAR VALUE US DOLLARS 1.00, IN ATWOOD OCEANICS, INC. ("ATWOOD") UPON THE MERGER OF ATWOOD WITH ECHO MERGER SUB LLC ("EMS LLC", A TEXAS CORPORATION AND AN INDIRECT WHOLLY OWNED SUBSIDIARY OF THE COMPANY);
2) THE CONVERSION OF THE MEMBERSHIP INTERESTS OF EMS LLC INTO SHARES OF COMMON STOCK OF ATWOOD PURSUANT TO THE MERGER; AND
3) RECEIPT OF 1.345 ORDINARY SHARES IN THE CAPITAL OF ENSCO GLOBAL LIMITED (A CAYMAN ISLANDS EXEMPTED COMPANY AND A WHOLLY OWNED SUBSIDIARY OF ENSCO PLC).

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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 (£)	CLASS B ORDINARY SHARES	50,000	£50,000.00	
Totals		50,000	£50,000.00	NIL
Currency table B				
USD (\$)	CLASS A ORDINARY SHARES	448,986,571	\$44,898,657.10	
Totals		448,986,571	\$44,898,657.10	NIL
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❷
		449,036,571	£50,000.00 + \$44,898,657.10	NIL

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

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5	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	CLASS A ORDINARY OF USD 0.10	
Prescribed particulars ①	<p>(A) Subject to the Companies Act 2006, on a vote on a resolution every member has one vote for every share of which he is a holder.</p> <p>(B) Dividends resolved to be paid by the Board of Directors are divided and paid to the holders of shares in proportions based on the amounts paid up on the shares held by them.</p> <p>(C) Each share is entitled to participate <i>pari passu</i> in any distribution of capital whether on winding up or otherwise.</p> <p>(D) The shares are not to be redeemed and are not liable to be redeemed at the option of the company or the shareholder.</p>	
Class of share	CLASS B ORDINARY OF £1.00	
Prescribed particulars ①	<p>(A) Subject to the Companies Act 2006, on a vote on a resolution every member has one vote for every share of which he is a holder.</p> <p>(B) Dividends resolved to be paid by the Board of Directors are divided and paid to the holders of shares in proportions based on the amounts paid up on the shares held by them.</p> <p>(C) Each share is entitled to participate <i>pari passu</i> in any distribution of capital whether on winding up or otherwise.</p> <p>(D) The shares are not to be redeemed and are not liable to be redeemed at the option of the company or the shareholder.</p>	
Class of share		
Prescribed particulars ①		

① Prescribed particulars of rights attached to shares

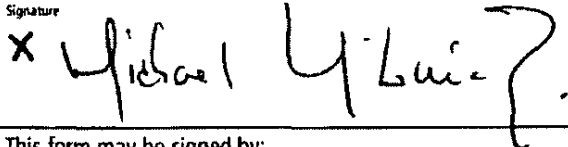
The particulars are:

- 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.

6	Signature	
	I am signing this form on behalf of the company.	
Signature	<p>Signature</p> <p>X  X</p>	
	<p>This form may be signed by:</p> <p>Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>	

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 **Thomas Fletcher**

Company name **Slaughter and May**

Address **One Bunhill Row**

Post town **London**

County/Region **London**

Postcode **E C 1 Y B Y Y**

Country **United Kingdom**

DX **11**

Telephone **+44 (0)20 7600 1200**

**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

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Please give details of the shares allotted, including bonus shares.

2 Currency

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

[illegible]

SH01 - continuation page

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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
appropriate)

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

[illegible]

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

Class of share		
Prescribed particulars		



Companies House

COMPANY NAME: ENSCO PLC

COMPANY NUMBER: 07023598

A second filed SH01 was registered on 31/05/2018.