In accordance with Section 555 of the Companies Act 2006

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online. Please go to www companieshouse gov uk What this form is for What this form is NO You may use this form to give You cannot use this for notice of shares allotted following notice of shares taken I on formation of the com incorporation for an allotment of a nev shares by an unlimited c 26/11/2011 COMPANIES HOUSE Company details Filling in this form Company number Please complete in typescript or in bold black capitals Company name in full SCHWEPPES LIMITED All fields are mandatory unless specified or indicated by * Allotment dates • Allotment date From Date If all shares were allotted on the same day enter that date in the To Date 'from date' box If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes Shares allotted Q Currency Please give details of the shares allotted, including bonus shares If currency details are not (Please use a continuation page if necessary) completed we will assume currency is in pound sterling Class of shares Currency 2 Number of shares Nominal value of Amount paid Amount (if any) unpaid (including (E g Ordinary/Preference etc.) each share (including share allotted premium) on each share premium) on each share share 0 00 GBP 1000 1.00 ORDINARY 48,702 44775 Continuation page If the allotted shares are fully or partly paid up otherwise than in cash, please Please use a continuation page if state the consideration for which the shares were allotted necessary Details of non-cash consideration If a PLC, please attach valuation report (if appropriate)

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Return of allotment of shares

Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return

Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value 3
ORDINARY	458,062 64509		6000	£ 6,000 00
				£
				£
	<u> </u>	, , , , , , , , , , , , , , , , , , , ,		£
		Totals	6000	£ 6,000.00

Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies Please complete a separate table for each currency

£6,000 + CAD 578,006,974

CANADIAN DOLLARS ("CAD") Currency

Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value 3
PREFERENCE	1.00		578006974	578,006,974 00
		Totals	578006974	578,006,974 00

Currency

Class of shares (E.g. Ordinary/Preference etc.)	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value 3
	Totals	l	

Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares 6000 ORDINARY SHARES + 578006974 PREFERENCE SHARES

nominal value O

Total aggregate

E g Number of shares issued multiplied by

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

Total aggregate nominal value

 Including both the nominal value and any share premium

Total number of issued shares in this class

nominal value of each share

Continuation Pages Please use a Statement of Capital continuation page if necessary

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7	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 statement of capital share tables in Section 4 and Section 5	Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights,			
Class of share	ORDINARY £1 00	including rights that arise only in			
Prescribed particulars	THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON A WINDING UP, THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION	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 and any terms or conditions relating to redemption of these shares			
Class of share	PREFERENCE CAD 1 00	A separate table must be used for each class of share			
Prescribed particulars	SEE CONTINUATION SHEET	Continuation page Please use a Statement of Capital continuation page if necessary			
Class of share					
Prescribed particulars					
8	Signature				
	I am signing this form on behalf of the company	Societas Europaea			
Signature	Signature X Dulan Davidel	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			
	This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	Person authorised Under either section 270 or 274 of the Companies Act 2006			

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Presenter information	Important 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	Please note that all information on this form will appear on the public record.		
visible to searchers of the public record	☑ Where to send		
Contact name RICHARD EVANS Company name CLIFFORD CHANCE LLP	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:		
Address 10 UPPER BANK STREET	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff		
Post town LONDON County/Region	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		
Postcode E 1 4 5 J J Country ENGLAND	or LP - 4 Edinburgh 2 (Legal Post)		
DX	For companies registered in Northern Ireland: The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street,		
Telephone 02070062248	Belfast, Northern Ireland, BT2 8BG DX 481 N.R. Belfast 1.		
✓ Checklist	Further information For further information please see the guidance notes on the website at www.companieshouse gov uk		
We may return the forms completed incorrectly or with information missing.			
Please make sure you have remembered the following:	or email enquiries@companieshouse gov.uk		
The company name and number match the information held on the public Register	This form is available in an		
You have shown the date(s) of allotment in	alternative format. Please visit the		
section 2. You have completed all appropriate share details in	forms page on the website at		
section 3 You have completed the appropriate sections of the Statement of Capital You have signed the form	www.companieshouse.gov.uk		

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Return of allotment of shares

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

Class of share

PREFERENCE CAD 1 00

Prescribed particulars

THE PREFERENCE SHARES CARRY NO VOTING RIGHTS APART FROM WHEN (A) ANY PREFERENCE DIVIDEND HAS NOT BEEN PAID ON A PREFERENCE DIVIDEND PAYMENT DATE AND REMAINS OUTSTANDING FOR SIX MONTHS OR MORE, (B) THE COMPANY DOES NOT PAY A SUM DUE UNDER A REDEMPTION OF PREFERENCE SHARES ON A REDEMPTION DATE, AND (C) THE BUSINESS OF A MEETING INCLUDES THE CONSIDERATION OF A RESOLUTION FOR THE WINDING UP OR DISSOLUTION OF THE COMPANY, THE APPOINTMENT OF AN ADMINISTRATOR, A VOLUNTARY ARRANGEMENT WITH CREDITORS, A REDUCTION OF CAPITAL OR A VARIATION OF RIGHTS ATTACHED TO THE PREFERENCE SHARES

THE PREFERENCE SHARES HAVE RIGHTS TO RECEIVE A FIXED,
CUMULATIVE, PREFERENTIAL DIVIDEND AT A RATE OF 4 30 PER
CENT PER ANNUM OF THE ISSUE PRICE, WHICH IS PAID IN PRIORITY
OVER THE HOLDERS OF ORDINARY SHARES

ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY WILL BE APPLIED IN PAYING THE PREFERENCE SHAREHOLDERS, THEN THE ORDINARY SHAREHOLDERS, THEN THE BALANCE OF ASSETS (IF ANY) TO THE ORDINARY SHAREHOLDERS ON A PRO RATA BASIS

THE COMPANY MAY REDEEM ANY OR ALL OF THE PREFERENCE SHARES WITH THE CONSENT IN WRITING OF ALL THE PREFERENCE SHAREHOLDERS REDEMPTION WILL TAKE PLACE PRO RATA IN PROPORTION TO EACH PREFERENCE SHAREHOLDERS' HOLDING OF PREFERENCE SHARES AND THE COMPANY MUST REDEEM EACH PREFERENCE SHARE NO LATER THAN THE TENTH ANNIVERSARY OF THE DATE OF ISSUE OF SUCH PREFERENCE SHARE