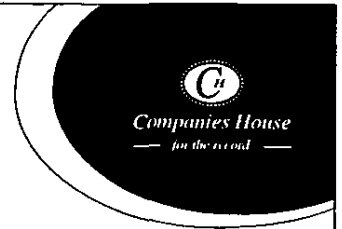


SH01

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**
You may use this form to give
notice of shares allotted following
incorporation

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

THURSDAY



A21 *A3HOEW5C* #177
02/10/2014
COMPANIES HOUSE

lease
iv uk

1 Company details

Company number 00658390
Company name in full CEMEX UK OPERATIONS 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 ¹

From Date d 3 d 0 m 0 m 9 y 2 y 0 y 1 y 4
To Date d d m m y y y y

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

Class of shares (E.g. Ordinary/Preference etc.)	Currency ²	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
Ordinary	GBP	578,000,000	1	1	

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)

SH01

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

4 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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary	1		2,291,081,302	£ 2,291,081,302
Preference	1		200,000	£ 200,000
				£
				£
Totals			2,291,281,302	£ 2,291,281,302

5 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.

Currency				
Class of shares (E g Ordinary / Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

6 Statement of capital (Totals)

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

Total number of shares	
Total aggregate nominal value ④	

④ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

② E.g. Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

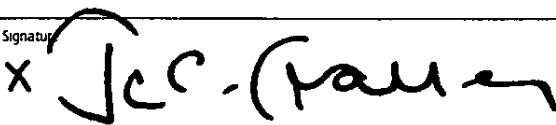
SH01

Return of allotment of shares

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, 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 and any terms or conditions relating to redemption of these shares 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	Ordinary	
Prescribed particulars ①	Each share is entitled to full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption	
Class of share	Preference	
Prescribed particulars ①	See attached continuation page	
Class of share		
Prescribed particulars ①		

8 Signature

I am signing this form on behalf of the company		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 Person authorised Under either section 270 or 274 of the Companies Act 2006
Signature	Signature 	
This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager		

SH01

Return of allotment of shares



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 Ms D M Murray

Company name CEMEX UK Operations Ltd

Address CEMEX House

Coldharbour Lane

Thorpe

Post town Egham

County/Region Surrey

Postcode T W 2 0 8 T D

Country England

DX

Telephone 01932 583 181



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 appropriate 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

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

SH02 - continuation page

Notice of consolidation, sub-division, redemption of shares or
re-conversion of stock into shares

10 Statement of capital (Prescribed particulars of rights attached to shares)^①

Class of share	Preference	
Prescribed particulars	<p>Priority to any payment by way of dividend to receive a cumulative preferential dividend for each share at the Specified Gilt Rate plus 2.65% per annum in respect of each year or part year ending on an anniversary of the date of the first issue increased in accordance with the level of the increase, expressed as a percentage, between the last figure for the index of retail prices (as published by the Office for National Statistics) to be published before the date of the first issue of any Shares and the last figure for the RPI to be published before the last day of the relevant dividend year and proportionately for any part of a year from the date of issue of the relevant Share. The "Specified Gilt Rate" shall be the prospective real redemption rate, based on a projected inflation rate of 3%, of 2.5% index linked 2016 UK gilts, based on an RPI base for indexing of 81.6, as quoted in the Financial Times on the day 30 days prior to the relevant anniversary of the first issue of any Shares. The dividend shall be paid on each anniversary of the first issue of any Shares, without any resolution of the directors in general meeting, and accrue from day to day and on each such anniversary become a debt due from and immediately payable to the holders of the Shares pro rata according to the number of Shares held by each such shareholder.</p> <p>The Shares shall be redeemed without notice on 27th June 2016. Payment for Shares to be redeemed will be made prior to making any payment to any other shareholder or shareholders and subject to having sufficient available profits or other monies to redeem in full the relevant number of Shares on the date fixed for their redemption and to pay to the holder an amount for each Share equal to £1.28, increased in accordance with the level of the increase, expressed as a percentage, between the last figure for the RPI to be published before the date of the first issue of any Shares and the last figure for the RPI to be published before 27th June 2016. If the debt is not paid in full on the due date, the unpaid amount shall carry interest at an annual rate of 2% above the base rate from time to time of National Westminster Bank Plc in respect of the period from and including the due date down to and including the date of actual payment. If there are insufficient profits or other monies to redeem in full the relevant number of Shares on the date fixed, as many Shares as can be will be redeemed and the balance as soon as it is able to do so.</p> <p>On the date fixed for redemption, each holder of Shares falling to be redeemed shall deliver to the registered office, the certificate(s) for such Shares in order that they be cancelled. Upon delivery, each holder shall be paid the amount due.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> 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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>

SH02 - continuation page

Notice of consolidation, sub-division, redemption of shares or
re-conversion of stock into shares

10 Statement of capital (Prescribed particulars of rights attached to shares)^①

Class of share	Preference	
Prescribed particulars	<p>On winding-up or capital reduction or otherwise the holders of the Shares shall be entitled, in priority to any payment to the holders of any other class of shares, to the repayment of a sum calculated in accordance with the formula $RPI \times \frac{1}{28N/15}$ Where N is equal to the number of years (including fractions of a year) which have elapsed between the date of the first issue of any Shares and the date of the return and RPI is calculated by dividing the last figure for the RPI to be published before the date of the return by the last figure for the RPI to be published before the date of the first issue of any Shares</p> <p>The holders of the Shares shall not be entitled to any further right of participation in the profits or other assets of the Company</p> <p>The holders of the Shares shall only have the right to receive notice of, attend, speak and vote at a General Meeting if a resolution is to be proposed abrogating, varying or modifying any of the rights or privileges of the holders of the Shares and only be entitled to vote on such resolution When entitled to vote the holders of the Shares shall have one vote on a show of hands of every such holder who is present in person or (being a corporation) by a representative and, on a poll, every such holder who is present in person or by proxy shall have one vote in respect of each fully-paid Share registered in the name of such holder</p>	<p>① Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> 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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p>