



**Second Filing of a Previously Filed Document**

*Company Name:* **MANAGEMENT CONSULTING GROUP PLC**

*Company Number:* **01000608**



*Received for filing in Electronic Format on the:* **03/08/2021**

*XAA46QV5*

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## **Description of the original document**

*Document type:* **Return of Allotment of Shares  
SH01**

*Date of registration of  
original document:* **13/03/2021**

**Return of Allotment of Shares**Company Name: **MANAGEMENT CONSULTING GROUP PLC**Company Number: **01000608**Received for filing in Electronic Format on the: **03/08/2021****Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>25/02/2021</b>	

<b>Class of Shares:</b>	<b>NON-</b>	Number allotted	<b>1941919335</b>
	<b>REDEEMABLE</b>	Nominal value of each share	<b>0.0023</b>
	<b>PREFERENCE</b>	Amount paid:	<b>0.0023</b>
Currency:	<b>GBP</b>	Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>1516528424</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>15165284.24</b>

Prescribed particulars

A) ON A SHOW OF HANDS EVERY ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE AND ON A POLL EVERY ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH THEY ARE THE HOLDER. B) EACH ORDINARY SHAREHOLDER IS ENTITLED TO RECEIVE PAYMENT OF DIVIDENDS IN PROPORTION TO THE AMOUNT PAID UP ON HIS SHARES. THE CLASS OF NON-REDEEMABLE PREFERENCE SHARES SHALL HAVE A PREFERENTIAL RIGHT TO RECEIVE DIVIDENDS IN PRIORITY TO THE ORDINARY SHARES, UNTIL SUCH TIME AS DIVIDENDS EQUAL IN VALUE TO THE SUBSCRIPTION VALUE OF THE NON-REDEEMABLE PREFERENCE SHARES HAVE BEEN PAID BY THE COMPANY. (C) FOLLOWING A SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF THE COMPANY, THE PROCEEDS OF SUCH SALE AVAILABLE FOR DISTRIBUTION, OR, ON A CAPITAL REDUCTION OR A RETURN OF CAPITAL (INCLUDING ON A LIQUIDATION OR WINDING UP) THE ASSETS OF THE COMPANY (INsofar AS THEY REMAIN, FOLLOWING THE PAYMENT OF ANY LIABILITIES), SHALL BE APPLIED AS FOLLOWS: (I) FIRST, AN AMOUNT EQUAL TO THE AGGREGATE PAR VALUE OF THE NON-REDEEMABLE PREFERENCE SHARES MINUS THE AGGREGATE AMOUNT OF ANY DIVIDENDS OR DISTRIBUTIONS MADE OR PAID TO NON-REDEEMABLE PREFERENCE SHAREHOLDERS PARI PASSU AMONGST NON-REDEEMABLE PREFERENCE SHARES AND IN PRIORITY TO ORDINARY SHARES, SHALL FIRST BE PAID TO THE HOLDERS OF THE PREFERENCE SHARES; (II) SECONDLY, AN AMOUNT EQUAL TO THE AGGREGATE PAR VALUE OF A NON-REDEEMABLE PREFERENCE SHARE SHALL BE PAID TO THE HOLDERS OF THE ORDINARY SHARES IN RESPECT OF EACH ORDINARY SHARE THEY HOLD; AND (III) THIRDLY, ANY REMAINING BALANCE SHALL BE PAID ON A PRO RATA BASIS TO THE ALL SHAREHOLDERS, WITH THE NON-REDEEMABLE PREFERENCE SHARES RANKING PARRI PASSU WITH THE ORDINARY SHARES FOR SUCH PURPOSES. D) THE ORDINARY SHARES ARE NOT ISSUED AS REDEEMABLE, AND ARE NOT REDEEMABLE (OTHER THAN PURSUANT TO CHAPTER 5 OF PART 18 OF THE COMPANIES ACT 2006).

<b>Class of Shares:</b>	<b>NON-</b>	Number allotted	<b>1941919335</b>
	<b>REDEEMABLE</b>	Aggregate nominal value:	<b>4466414.47</b>
	<b>PREFERENCE</b>		

Currency: **GBP**

Prescribed particulars

**A) THE NON-REDEEMABLE PREFERENCE SHARES CARRY VOTING RIGHTS EQUIVALENT TO THOSE OF ORDINARY SHARES (ONE VOTE PER SHARE). B)THE NON-REDEEMABLE PREFERENCE SHARES RANK PARI PASSU AMONGST EACH OTHER AND HAVE A PREFERENTIAL RIGHT TO RECEIVE DIVIDENDS OVER THE RIGHTS ATTACHING TO ORDINARY SHARES UNTIL SUCH TIME AS DIVIDENDS EQUAL IN VALUE TO THE SUBSCRIPTION VALUE OF THE NON- REDEEMABLE PREFERENCE SHARES HAVE BEEN PAID BY THE COMPANY. FOLLOWING SUCH OCCURENCE, THE NON-REDEEMABLE PREFERENCE SHARES WILL RANK EQUALLY WITH THE ORDINARY SHARES WITH RESPECT TO DIVIDEND ENTITLEMENTS. FOLLOWING A SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF THE COMPANY, THE PROCEEDS OF SUCH SALE AVAILABLE FOR DISTRIBUTION OR ON A CAPITAL REDUCTION OR A RETURN OF CAPITAL (INCLUDING ON A LIQUIDATION OR WINDING UP) THE ASSETS OF THE COMPANY (INSOFAR AS THEY REMAIN, FOLLOWING THE PAYMENT OF ANY LIABILITIES) SHALL BE APPLIED AS FOLLOWS: (I) FIRST, AN AMOUNT EQUAL TO THE AGGREGATE PAR VALUE OF THE NON-REDEEMABLE PREFERENCE SHARES MINUS THE AGGREGATE AMOUNT OF ANY DIVIDENDS OR DISTRIBUTIONS MADE OR PAID TO NON-REDEEMABLE PREFERENCE SHARES AND IN PRIORITY TO ORDINARY SHARES, SHALL FIRST BE PAID TO THE HOLDERS OF THE PREFERENCE SHARES; (II) SECONDLY, AN AMOUNT EQUAL TO THE AGGREGATE PAR VALUE OF A NON-REDEEMABLE PREFERENCE SHARE SHALL BE PAID TO THE HOLDERS OF THE ORDINARY SHARES IN RESPECT OF EACH ORDINARY SHARE THEY HOLD, AND; (III) THIRDLY, ANY REMAINING BALANCE SHALL BE PAID ON A PRO RATA BASIS TO THE ALL SHAREHOLDERS, WITH THE NON-REDEEMABLE PREFERENCE SHARES RANKING PARI PASSU WITH THE ORDINARY SHARES FOR SUCH PURPOSES.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>3458447759</b>
		Total aggregate nominal value:	<b>19631698.71</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.