In accordance with Section 555 of the Companies Act 2006.

Return of allotment of shares

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28/04/2017 **COMPANIES HOUSE**

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23/03/2017 A23

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COMPANIES HOUSE

A61P4VT5 **COMPANIES HOUSE**

07/03/2017 #146

You cannot use this form notice of shares taken by on formation of the comp for an allotment of a new shares by an unlimited co

What this form is NOT

Company number

Company details

incorporation.

What this form is for

You may use this form to give

notice of shares allotted following

2 3 2 6

Company name in full The Sage Group plc → Filling in this form Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

Allotment dates •

From Date To Date

• 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.

Shares allotted

Please give details of the shares allotted, including bonus shares. (Please use a continuation page if necessary.)

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

Number of shares Nominal value of Amount paid Amount (if any) Currency 2 Class of shares allotted unpaid (including (E.g. Ordinary/Preference etc.) each share (including share premium) on each share premium) on each share share **GBP** 547 456.00p .00 1 4/77p Ordinary

> 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)

SHO1 Return of allotment of shares

45-	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	on page if necessary.			
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, S, etc)	
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium	
Currency table A §					
GBP	Ordinary	1,119,441,335	£11,775,940.73		
	Totals	1,119,441,335	£11,775,940.73	0.00	
Currency table B*					
	Totals	,			
Currency table C‡			· · · · · · · · · · · · · · · · · · ·		
	, Totals				
	Tabala (in deciding a material a	Total number of shares	Total aggregate nominal value •	Total aggregate amount unpaid •	
•	Totals (including continuation pages)	1,119,441,335	£11,775,940.73	0.00	

 $oldsymbol{\Phi}$ Please list total aggregate values in different currencies separately. For example: £100 + £100 + \$10 etc.

SH01

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached shares)	to	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4 .	• Prescribed particulars of rights attached to shares	
Class of share	Ordinary	The particulars are: a particulars of any voting rights,	
Prescribed particulars ,	Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder.	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	
Class of share		A separate table must be used for each class of share.	
Prescribed particulars		Continuation page Please use a Statement of Capital continuation page if necessary.	
Class of share			
Prescribed particulars •			
6	Signature I am signing this form on behalf of the company.	② Societas Europaea	
Signature	Signature X	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

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	Matthew McGeary, Asst Co Sec		
Company name	The Sage Group plc		
Address	North Park		
Post town	Newcastle upon Tyne		
County/Region	Tyne & Wear		
Postcode	N E 1 3 9 A A		
Country			
Country			

✓ 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