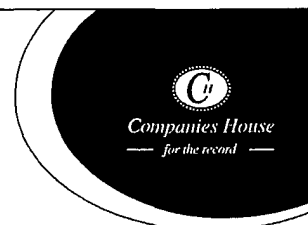


# SH01

## Return of allotment of shares



You can use the WebFiling service to file this form online.  
Please go to [www.companieshouse.gov.uk](http://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 NOT for**  
You cannot use this form to give  
notice of shares taken by subscrip  
on formation of the company or  
for an allotment of a new class o  
shares by an unlimited company

SATURDAY



A09 \*A4ETMWJ5\* #63  
29/08/2015  
COMPANIES HOUSE

### 1 Company details

Company number 2 2 3 1 2 4 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 \*

### 2 Allotment dates ①

From Date d 2 d 4 m 0 m 8 y 2 y 0 y 1 y 5

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<br>(E.g. Ordinary/Preference etc.) | Currency ② | Number of shares<br>allotted | Nominal value of<br>each share | Amount paid<br>(including share<br>premium) on each<br>share | Amount (if any)<br>unpaid (including<br>share premium) on<br>each share |
|----------------------------------------------------|------------|------------------------------|--------------------------------|--------------------------------------------------------------|-------------------------------------------------------------------------|
| Ordinary                                           | GBP        | 4,056                        | 1 4/77p                        | 201.00p                                                      |                                                                         |
|                                                    |            |                              |                                |                                                              |                                                                         |
|                                                    |            |                              |                                |                                                              |                                                                         |

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)

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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.

**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<br>(E.g. Ordinary/Preference etc.) | Amount paid up on<br>each share ❶ | Amount (if any) unpaid<br>on each share ❶ | Number of shares ❷ | Aggregate nominal value ❸ |
|----------------------------------------------------|-----------------------------------|-------------------------------------------|--------------------|---------------------------|
| Ordinary                                           | £0.01051948051                    | -                                         | 1,118,154,849      | £ 11,762,408.1412         |
|                                                    |                                   |                                           |                    | £                         |
|                                                    |                                   |                                           |                    | £                         |
|                                                    |                                   |                                           |                    | £                         |
| Totals                                             |                                   |                                           | 1,118,154,849      | £ 11,762,408.1412         |

**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<br>(E.g. Ordinary / Preference etc.) | Amount paid up on<br>each share ❶ | Amount (if any) unpaid<br>on each share ❶ | Number of shares ❷ | Aggregate nominal value ❸ |
|                                                      |                                   |                                           |                    |                           |
|                                                      |                                   |                                           |                    |                           |
| Totals                                               |                                   |                                           |                    |                           |

|                                                    |                                   |                                           |                    |                           |
|----------------------------------------------------|-----------------------------------|-------------------------------------------|--------------------|---------------------------|
| Currency                                           |                                   |                                           |                    |                           |
| Class of shares<br>(E.g. Ordinary/Preference etc.) | Amount paid up on<br>each share ❶ | Amount (if any) unpaid<br>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. |  | <b>4 Total aggregate nominal value</b><br>Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc. |
| Total number of shares                 | 1,118,154,849                                                                                     |  |                                                                                                                                                       |
| Total aggregate nominal value <b>4</b> | £11,762,408.1412                                                                                  |  |                                                                                                                                                       |

❶ Including both the nominal value and any share premium.

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

❸ Total number of issued shares in this class.

**Continuation Pages**

Please use a Statement of Capital continuation page if necessary.

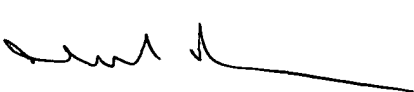
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Return of allotment of shares

**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 <b>Section 4</b> and <b>Section 5</b> . |                                                                                                                                                                                                                                                                                                                                                                         | <p><b>Prescribed particulars of rights attached to shares</b></p> <p>The particulars are:</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share.</p> <p><b>Continuation page</b><br/>Please use a Statement of Capital continuation page if necessary.</p> |
| Class of share                                                                                                                                                                        | Ordinary                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Prescribed particulars<br>①                                                                                                                                                           | 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. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Class of share                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Prescribed particulars<br>①                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Class of share                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Prescribed particulars<br>①                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

**8 Signature**

|                                                  |                                                                                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                             |
|--------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| I am signing this form on behalf of the company. |                                                                                                                                                                                                                                                                                     | <p><b>Societas Europaea</b><br/>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.</p> <p><b>Person authorised</b><br/>Under either section 270 or 274 of the Companies Act 2006.</p> |
| Signature                                        | <p>Signature</p> <p>X  X</p> <p>This form may be signed by:<br/>Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p> |                                                                                                                                                                                                                                                                                                             |

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## 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  | Company Secretary   |   |   |   |       |
| Company name  | The Sage Group PLC  |   |   |   |       |
| Address       | North Park          |   |   |   |       |
| Post town     |                     |   |   |   |       |
| County/Region | Newcastle Upon Tyne |   |   |   |       |
| Postcode      | N                   | E | 1 | 3 | 9 A A |
| Country       |                     |   |   |   |       |
| DX            |                     |   |   |   |       |
| Telephone     |                     |   |   |   |       |

**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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)