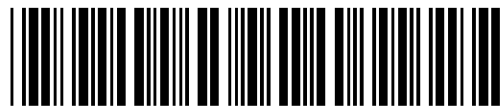


**Return of Allotment of Shares**Company Name: **Marks and Spencer Retail Financial Services Holdings Limited**Company Number: **02278807**Received for filing in Electronic Format on the: **08/12/2017**

X6KU06X7

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	08/12/2017	08/12/2017

Class of Shares:	ORDINARY	Number allotted	10000000
Currency:	GBP	Nominal value of each share	1
		Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	77000000
Currency:	GBP	Aggregate nominal value:	77000000

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	77000000
		Total aggregate nominal value:	77000000
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

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