

**SH01**

## Return of allotment of shares

laserform

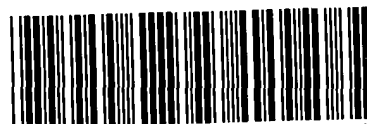


Go online to file this information  
www.gov.uk/companieshouse

☒ **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 or on formation of the company for an allotment of a new share by an unlimited company.

SATURDAY



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A08

24/10/2020

#120

COMPANIES HOUSE

**1 Company details**

Company number 0 3 2 9 0 0 2 6  
Company name in full CGI Group Holdings Europe 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**

From Date d 2 d 8 m 0 m 5 y 2 y 0 y 2 y 0  
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.

Currency <b>2</b>	Class of shares (E.g. Ordinary/Preference etc.)	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
GBP	"I" Preference	1	1.00	232,949,045.00	0.00

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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## 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 page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
GBP	Ordinary	1003813475	10,038,134.75	
GBP	"A" Preference	100	100.00	
GBP	"B" Preference	100	100.00	
<b>Totals</b>				
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		1995064176	£1,001,288,835.75	Nil

Total number of shares

Total aggregate nominal value ①

Total aggregate amount unpaid ①

① Please list total aggregate values in different currencies separately.  
For example: £100 + €100 + \$10 etc.

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**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 share capital tables in **Section 4**.

Class of share

Ordinary

Prescribed particulars

1

Non-redeemable ordinary shares with each share conferring on each member the entitlement to one vote on a show of hands and one vote per share on a poll or a written resolution. Each ordinary share is entitled *pari passu* to dividend payment or any other distribution remaining after the preference shares. Each ordinary share is entitled *pari passu* to participate in a distribution arising from a winding up of the company or otherwise, after the preference shares.

Class of share

Prescribed particulars

1

See continuation sheets due to length of particulars

Class of share

Prescribed particulars

1

**1 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.

A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

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**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

~~XXXX~~ 2, Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**2 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.

**3 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 Alex Farrow

Company name RPC

Address Tower Bridge House

St Katharine's Way

Post town London

County/Region

Postcode

E 1 W 1 A A

Country UK

DX 600 London/City

Telephone +44 20 3060 6000

**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.

**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.

**Further information**

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

## Statement of capital

**Complete a separate table for each currency.**

**Totals**

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## Return of allotment of shares

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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	"A" Preference
Prescribed particulars	<p>Non-redeemable "A" preference shares with each "A" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "A" preference share on a poll or a written resolution. Holders of "A" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "A" preference shares rank parri passu with each of the "B" preference shares, "C" preference shares, "D" preference shares, "E" preference shares, "F" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	"B" Preference	
Prescribed particulars	<p>Non-redeemable "B" preference shares with each "B" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "B" preference share on a poll or a written resolution. Holders of "B" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "B" preference shares rank parri passu with each of the "A" preference shares, "C" preference shares, "D" preference shares, "E" preference shares, "F" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	"C" Preference	
Prescribed particulars	<p>Non-redeemable "C" preference shares with each "C" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "C" preference share on a poll. Holders of "C" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "C" preference shares rank parri passu with each of the "A" preference shares, "B" preference shares, "D" preference shares, "E" preference shares, "F" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>	

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share	"D" Preference
Prescribed particulars	<p>Non-redeemable "D" preference shares with each "D" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "D" preference share on a poll. Holders of "D" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "D" preference shares rank parri passu with each of the "A" preference shares, "B" preference shares, "C" preference shares, "E" preference shares, "F" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share	"E" Preference	
Prescribed particulars	<p>Non-redeemable "E" preference shares with each "E" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "E" preference share on a poll. Holders of "E" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "E" preference shares rank parri passu with each of the "A" preference shares, "B" preference shares, "C" preference shares, "D" preference shares, "F" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>	

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share	"F" Preference
Prescribed particulars	<p>Non-redeemable "F" preference shares with each "F" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "F" preference share on a poll. Holders of "F" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "F" preference shares rank parri passu with each of the "A" preference shares, "B" preference shares, "C" preference shares, "D" preference shares, "E" preference shares and "G" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	"G" Preference	
Prescribed particulars	<p>Non-redeemable "G" preference shares with each "G" preference share conferring on each member the entitlement to one vote on a show of hands and one vote per "G" preference share on a poll. Holders of "G" preference shares are entitled to a fixed annual cumulative preferential dividend of 3.5%. All "G" preference shares rank parri passu with each of the "A" preference shares, "B" preference shares, "C" preference shares, "D" preference shares, "E" preference shares and "F" preference shares (as to dividends, return of capital and any other distribution). Holders of preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares. Holders of preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares, except the "H" preference shares and the "I" preference shares which have priority over all of the other classes of preference shares.</p>	

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share	"H" Preference	
Prescribed particulars	<p>"H" preference shares are redeemable, in whole or part, by the company at any time and from time to time, in cash at their nominal value plus any accrued but unpaid dividend (whether earned or declared or not). Holders of "H" preference shares are entitled to receive notice of and to attend any general meetings of the company but shall not have the right to speak or vote (whether on a show of hands or on a poll) at such general meetings. Holders of "H" preference shares are entitled to a fixed annual cumulative preferential dividend of 7%. Holders of "H" preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares apart from the "I" preference shares which rank pari passu. Holders of "H" preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares apart from the "I" preference shares which rank pari passu.</p>	

Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	"I" Preference
Prescribed particulars	<p>"I" preference shares are redeemable, in whole or part, by the company at any time and from time to time, in cash at their nominal value plus any accrued but unpaid dividend (whether earned or declared or not). Holders of "I" preference shares are entitled to receive notice of and to attend any general meetings of the company but shall not have the right to speak or vote (whether on a show of hands or on a poll) at such general meetings. Holders of "I" preference shares are entitled to a fixed annual cumulative preferential dividend of 7%. Holders of "I" preference shares are entitled to priority in respect of income and in priority to any dividend or return of capital on any other class of shares apart from the "H" preference shares which rank pari passu. Holders of "I" preference shares are entitled to priority on a winding up or on a reduction of capital involving a return of capital on any other class of shares apart from the "H" preference shares which rank pari passu.</p>