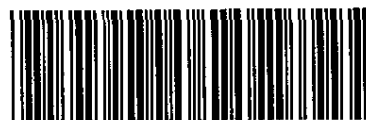


✓ What this form is for
You may use this form to give notice of a cancellation of treasury shares in a public limited company

X What this form is for
You cannot use this
notice of a sale or transfer
treasury shares for a
company To do this,
SH04

THURSDAY



A1ZRG2MX

A11 10/01/2013 #116

COMPANIES HOUSE

ease
yuk

1 Company details

Company number	3	9	0	9	8	8	6
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Company name in full	Schroders plc
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→ **Filling in this form**
Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2 Treasury shares cancelled

[illegible]

SH05

Notice of cancellation of treasury shares by a public limited company (PLC)

3 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 3** and then go to **Section 6**

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Non-voting ordinary shares	2 59	0 00	56,505,600	£ 56,505,600
Ordinary shares	1 00	0 00	226,022,400	£ 226,022,400
				£
				£
Totals			282,528,000	£ 282,528,000

4 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 (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

5 Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + 100 + \$10 etc
Total number of shares	56,505,600	
Total aggregate nominal value	£56,505,600	

❶ Including both the nominal value and any share premium

❷ 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

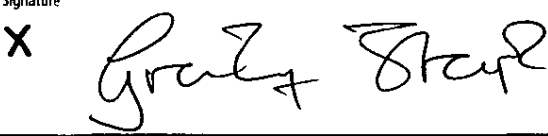
SH05

Notice of cancellation of treasury shares by a public limited company (PLC)

6 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 sections 3 and 4		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 and any terms or conditions relating to redemption of these shares A separate table must be used for each class of share Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary
Class of share	Non-voting ordinary shares of £1	
Prescribed particulars ①	The shares have attached to them (1) no voting rights, (b) full dividend rights, (c) full capital distribution rights including on a winding up, with the exception that on any capitalisation of profits, reserves or fund or account any shares to be allotted and issued credited as fully paid shall consist exclusively of non-voting ordinary shares, and (d) no rights of redemption	
Class of share	Ordinary shares of £1	
Prescribed particulars ①	The shares have attached to them (a) full voting rights including (i) one vote on a resolution on a show of hands, and (ii) one vote in respect of each share held by him on a vote on a resolution on a poll, (b) full dividend rights, (c) full capital distribution rights including on a winding up, and (d) no rights of redemption	
Class of share		
Prescribed particulars ①		

7 Signature

I am signing this form on behalf of the company		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
Signature	Signature 	
This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager		

SH05

Notice of cancellation of treasury shares by a public limited company (PLC)

**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 **Dianne Gungor**

Company name **Schroders plc**

Address **31 Gresham Street**

Post town **London**

County/Region

Postcode **E C 2 V 7 Q A**

Country

DX

Telephone **020 7658 6799**

**Checklist**

We may return 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 correctly completed section 2
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.companieshouse.gov.uk or email 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