

# SH01

## Return of allotment of shares



Companies House

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☒ **What this form is for**  
You may use this form to give  
notice of shares allotted following  
incorporation

☐ **What this form**  
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notice of shares  
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for an allotment  
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A24 31/10/2013 #378  
COMPANIES HOUSE

please  
gov.uk

### 1 Company details

Company number 05897177

Company name in full Wonga Group 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 <sup>1</sup>

From Date d 1 d 8 m 0 m 9 y 2 y 0 y 1 y 3

To Date d 2 d 9 m 1 m 0 y 2 y 0 y 1 y 3

**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 (E.g. Ordinary/Preference etc.)	Currency <sup>2</sup>	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
Ordinary Shares of £0.00001	GBP	4,099,954	£0.00001	£0.00001	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**

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 (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary Shares of £0 00001	£0 00001	0 00	64,581,472	£ 645 81472
A Preference Shares of £0 00001	£0 00001	0 00	40,000,000	£ 400 00000
B Preference Shares of £0 00001	£0 00001	0 00	62,802,700	£ 628 02700
C Preference Shares of £0 00001	£0 00001	0 00	30,548,000	£ 305 48000
<b>Totals</b>				£

**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 (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 €
Totals				

**6 Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares 207,711,850

Total aggregate nominal value ④ £ 2,077 11850

④ Total aggregate nominal value  
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

② E g Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

**Continuation Pages**

Please use a Statement of Capital continuation page if necessary

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

- ① Including both the nominal value and any share premium
- ② Total number of issued shares in this class
- ③ E.g. Number of shares issued multiplied by nominal value of each share


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**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> Please use a Statement of Capital continuation page if necessary</p>
Class of share	A Preference Shares of £0 00001	
Prescribed particulars ①	The A Preference Shares have certain liquidation preference over some, but not all other classes and have options under certain conditions, to be converted into Ordinary Shares They carry a right to vote and to receive dividends	
Class of share	B Preference Shares of £0 00001	
Prescribed particulars ①	The B Preference Shares have certain liquidation preference over some, but not all other classes and have options under certain conditions, to be converted into Ordinary Shares They carry a right to vote and to receive dividends	
Class of share	C Preference Shares of £0 00001	
Prescribed particulars ①	The C Preference Shares have certain liquidation preference over some, but not all other classes and have options under certain conditions, to be converted into Ordinary Shares They carry a right to vote and to receive dividends	

**8 Signature**

	I am signing this form on behalf of the company	<p><b>② Societas Europaea</b> 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>③ Person authorised</b> 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 Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>	

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### 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Ordinary Shares of £0 00001	
Prescribed particulars	The Ordinary Shares have no liquidation preference rights. They carry a right to vote and to receive dividends.	

# SH01 - continuation page

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### 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Z Convertible Redeemable Shares of £0 00001	
Prescribed particulars	<p>The Z Shares have no liquidation preference rights. They do not carry a right to vote, receive notice of or attend meetings of the members. They do not carry a right to receive dividends or other distributions. The Z Shares may be converted into Ordinary Shares upon the fulfilment of certain targets. The Ordinary Shares arising on such conversion shall rank pari passu with the Ordinary Shares then in issue.</p>	

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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 **Cynthia Mike-Eze**Company name **Wonga Group Limited**Address **3 Prince Albert Road**Post town **London**

County/Region

Postcode **N W 1 7 S N**

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)