



Return of Allotment of Shares

Company Name: **CROWE HORWATH GLOBAL RISK CONSULTING (HOLDINGS) LIMITED**

Company Number: **07603199**



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Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
27/04/2016

Class of Shares: **ORDINARY**

Currency: **USD**

Number allotted **1**

Nominal value of each share **1**

Amount paid: **13500000**

Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	101
Currency:	USD	Aggregate nominal value:	101

Prescribed particulars

INCOME; NO DIVIDEND MAY BE DECLARED OR PAID BY THE COMPANY ON THE ORDINARY SHARES UNLESS AND UNTIL EACH PREFERENCE SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT EQUAL TO THE ISSUE PRICE OF ITS PREFERENCE SHARES. CAPITAL: IN THE EVENT OF A RETURN OF CAPITAL ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION REMAINING AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY SHALL BE APPLIED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS AN AMOUNT EQUAL TO THE ISSUE PRICE OF ITS PREFERENCE SHARES, AND THEN IN DISTRIBUTING THE BALANCE TO THE ORDINARY SHAREHOLDERS AND THE PREFERENCE SHAREHOLDERS ON THE BASIS THAT THE PREFERENCE SHAREHOLDERS RECEIVE ONE PER CENT OF THE BALANCE WITH THE REMAINDER BEING DISTRIBUTED TO THE ORDINARY SHAREHOLDERS. VOTING; THE ORDINARY SHARES CONFER FULL VOTING RIGHTS ON EACH ORDINARY SHAREHOLDER. CALL OPTION: EACH PREFERENCE SHAREHOLDER GRANTS THE ORDINARY SHAREHOLDER THE RIGHT TO REQUIRE THAT PREFERENCE SHAREHOLDER TO SELL ALL OF ITS PREFERENCE SHARES TO THE ORDINARY SHAREHOLDER ONCE THAT PREFERENCE SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT EQUAL TO THE PREFERENCE AMOUNT (WHETHER BY WAY OF DIVIDEND OR OTHER DISTRIBUTION). REDEMPTION: THE ORDINARY SHARES ARE NON-REDEEMABLE

Class of Shares:	PREFERENCE	Number allotted	8509400
Currency:	USD	Aggregate nominal value:	8509400

Prescribed particulars

INCOME: THE PREFERENCE SHARES CONFER UPON EACH PREFERENCE SHAREHOLDER THE RIGHT TO RECEIVE AN AMOUNT EQUAL TO THE ISSUE PRICE OF ITS PREFERENCE SHARES IN PRIORITY TO ANY PAYMENT BY WAY OF DIVIDEND OR OTHER DISTRIBUTION TO ORDINARY SHAREHOLDERS. AFTER (EACH PREFERENCE SHAREHOLDER HAS RECEIVED AN AGGREGATE AMOUNT EQUAL TO THE ISSUE PRICE OF ITS PREFERENCE SHARES, THE PREFERENCE SHAREHOLDERS MAY PARTICIPATE IN. ANY DIVIDEND RESOLVED TO

BE DISTRIBUTED ON THE BASIS THAT THE PREFERENCE SHAREHOLDERS RECEIVE IN AGGREGATE ONE PER CENT OF THE AMOUNT TO BE DISTRIBUTED, WITH THE REMAINDER BEING DISTRIBUTED TO THE ORDINARY SHAREHOLDERS. THE PREFERENCE SHARES DO NOT CONFER ANY FURTHER RIGHTS OF PARTICIPATION IN THE PROFITS OF THE COMPANY. CAPITAL: IN THE EVENT OF A RETURN OF CAPITAL ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION REMAINING AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES OF THE COMPANY SHALL BE APPLIED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS AN AMOUNT EQUAL TO THE ISSUE PRICE OF ITS PREFERENCE SHARES, AND THEN IN DISTRIBUTING THE BALANCE TO THE ORDINARY SHAREHOLDERS AND THE PREFERENCE SHAREHOLDERS ON THE BASIS THAT THE PREFERENCE SHAREHOLDERS RECEIVE ONE PER CENT OF THE BALANCE WITH THE REMAINDER BEING DISTRIBUTED TO THE ORDINARY SHAREHOLDERS. VOTING; A PREFERENCE SHAREHOLDER IS ENTITLED TO RECEIVE NOTICE OF GENERAL MEETINGS BUT NOT TO ATTEND OR VOTE AT GENERAL MEETINGS BY VIRTUE OF HIS HOLDING OF PREFERENCE SHARES. REDEMPTION: THE PREFERENCE SHARES ARE NON-REDEEMABLE .

Statement of Capital (Totals)

Currency:	USD	Total number of shares:	8509501
		Total aggregate nominal value:	8509501
		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.