



Companies House

**AR01** (ef)

**Annual Return**



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*Company Name:* ANGEL ACQUISITIONS LIMITED

*Company Number:* 08389984

*Date of this return:* 06/02/2016

*SIC codes:* 78200

*Company Type:* Private company limited by shares

*Situation of Registered Office:* HCL 10 OLD BAILEY  
LONDON  
EC4M 7NG

**Officers of the company**

*Company Director*    **1**

*Type:*                                **Person**  
*Full forename(s):*                **MR MICHAEL CHRISTOPHER**

*Surname:*                            **DENNIS**

*Former names:*

*Service Address:*                **30 ST MARY AXE**  
   **LEVEL 30**  
   **LONDON**  
   **UNITED KINGDOM**  
   **EC3A 8EP**

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **\*\*/05/1976**                                *Nationality:*    **BRITISH**  
*Occupation:*    **INVESTMENT MANAGER**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **WILLIAM MARK**

*Surname:* **PHILLIPS**

*Former names:*

*Service Address:* **150 ST VINCENT STREET  
GLASGOW  
UNITED KINGDOM  
G2 5RU**

*Country/State Usually Resident:* **UNITED KINGDOM**

*Date of Birth:* **\*\*/01/1965** *Nationality:* **BRITISH**  
*Occupation:* **INVESTMENT MANAGER**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>A ORDINARY SHARES</b>	<i>Number allotted</i>	<b>452000</b>
		<i>Aggregate nominal value</i>	<b>45.2</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.0001</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

(A) ON A SHOW OF HANDS EVERY HOLDER OF A SHARES AND EVERY HOLDER OF B SHARES WHO {BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE) SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF A SHARES AND EVERY HOLDER OF B SHARES SHALL HAVE ONE VOTE FOR EACH SUCH SHARE OF WHICH HE IS THE HOLDER. (B) ANY PROFITS WHICH THE DIRECTORS DETERMINE (ACTING IN ACCORDANCE WITH THE COMPANIES ACT 2006) TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A SHARES AND THE HOLDERS OF THE B SHARES PARI PASSU ACCORDING TO THE AMOUNTS PAID UP THEREON. (C) SUBJECT TO THE RIGHTS ATTACHING TO THE SECOND RETURN SHARES, THE THIRD FIXED RETURN SHARES AND THE FOURTH FIXED RETURN SHARES, THE CAPITAL AND ASSETS OF THE COMPANY ON A WINDING UP OR OTHER RETURN OF CAPITAL AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A SHARES AND THE HOLDERS OF THE B SHARES PARI PASSU ACCORDING TO THE AMOUNTS PAID UP THEREON.

<b>Class of shares</b>	<b>B ORDINARY</b>	<i>Number allotted</i>	<b>348000</b>
		<i>Aggregate nominal value</i>	<b>34.8</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.0001</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

(A) ON A SHOW OF HANDS EVERY HOLDER OF A SHARES AND EVERY HOLDER OF B SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE) SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF A SHARES AND EVERY HOLDER OF B SHARES SHALL HAVE ONE VOTE FOR EACH SUCH SHARE OF WHICH HE IS THE HOLDER. (B) ANY PROFITS WHICH THE DIRECTORS DETERMINE (ACTING IN ACCORDANCE WITH THE COMPANIES ACT 2006) TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A SHARES AND THE HOLDERS OF THE B SHARES PARI PASSU ACCORDING TO THE AMOUNTS PAID UP THEREON. (C) SUBJECT TO THE RIGHTS ATTACHING TO THE SECOND RETURN SHARES, THE THIRD FIXED RETURN SHARES AND THE FOURTH FIXED RETURN SHARES, THE CAPITAL AND ASSETS OF THE COMPANY ON A WINDING UP OR OTHER RETURN OF CAPITAL AVAILABLE FOR DISTRIBUTION TO THE SHAREHOLDERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A SHARES AND THE HOLDERS OF THE B SHARES PARI PASSU ACCORDING TO THE AMOUNTS PAID UP THEREON.

<b>Class of shares</b>	<b>FIFTH FIXED RETURN</b>	<i>Number allotted</i>	<b>7291489</b>
		<i>Aggregate nominal value</i>	<b>729.1489</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

(A) HOLDERS OF THE FIFTH FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND SPEAK., BUT NOT TO VOTE AT, ALL GENERAL MEETINGS OF THE COMPANY. IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION: (I) FOR THE WINDING UP OF THE COMPANY; (II) FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT; (III) FOR A REDUCTION IN THE CAPITAL OF THE COMPANY; AND/OR (IV) A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE FIFTH FIXED RETURN SHARES, THEN THE HOLDERS OF THE FIFTH FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE (AS SET OUT IN THE FOLLOWING PARAGRAPH) AT ANY SUCH GENERAL MEETINGS OF THE COMPANY BUT ONLY ON ANY SUCH RESOLUTION. ON ANY MATTER ON WHICH THE HOLDERS OF THE FIFTH FIXED RETURN SHARES ARE ENTITLED TO VOTE (WHETHER AT A CLASS MEETING OR OTHERWISE), ON A SHOW OF HANDS EVERY HOLDER OF FIFTH FIXED RETURN SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF FIFTH FIXED RETURN SHARES SHALL HAVE ONE VOTE FOR EVERY FIFTH FIXED RETURN SHARE OF WHICH HE IS THE HOLDER. LB) THE FIFTH FIXED RETURN SHARES SHALL CONFER UPON THE HOLDERS NO RIGHT TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF INCOME. (C) SUBJECT TO THE PRIOR RIGHTS OF THE FIRST FIXED RETURN SHARES, THE SECOND FIXED RETURN SHARES, THE THIRD FIXED RETURN SHARES AND THE FOURTH FIXED RETURN SHARES, ON A RETURN OF CAPITAL, ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, IN PAYING TO THE HOLDERS OF THE FIFTH FIXED RETURN SHARES £1 FOR EACH FIFTH FIXED RETURN SHARE HELD BY THEM. IF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FIFTH FIXED RETURN SHARES ARE INSUFFICIENT TO PAY £1 ON EACH FIFTH FIXED RETURN SHARE THEN THE ASSETS WHICH ARE AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FIFTH FIXED RETURN SHARES SHALL BE APPLIED PRO RATA AMONGST THE HOLDERS OF THE FIFTH FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF FIFTH FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF FIFTH FIXED RETURN SHARES THEN IN ISSUE.

<b>Class of shares</b>	<b>FIRST FIXED RETURN</b>	<i>Number allotted</i>	<b>17318677</b>
		<i>Aggregate nominal value</i>	<b>1731.8677</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

(A; HOLDERS OF THE FIRST FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND SPEAK, BUT NOT TO VOTE AT, ALL GENERAL MEETINGS OF THE COMPANY. IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION: (I) FOR THE WINDING UP OF THE COMPANY; (II) FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT; (III) FOR A REDUCTION IN THE CAPITAL OF THE COMPANY,- AND/OR (IV) A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE FIRST FIXED RETURN SHARES, THEN THE HOLDERS OF THE FIRST FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE (AS SET OUT IN THE FOLLOWING PARAGRAPH) AT ANY SUCH GENERAL MEETINGS OF THE COMPANY BUT ONLY ON ANY SUCH RESOLUTION. ON ANY MATTER ON WHICH THE HOLDERS OF THE FIRST FIXED RETURN SHARES ARE ENTITLED TO VOTE (WHETHER AT A CLASS MEETING OR OTHERWISE), ON A SHOW OF HANDS EVERY HOLDER OF FIRST FIXED RETURN SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF FIRST FIXED RETURN SHARES SHALL HAVE ONE VOTE FOR EVERY FIRST FIXED RETURN SHARE OF WHICH HE IS THE HOLDER. (B) THE FIRST FIXED RETURN SHARES SHALL CONFER UPON THE HOLDERS NO RIGHT TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF INCOME. (C) ON A RETURN OF CAPITAL, ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ANY OTHER SHARES, IN PAYING TO THE HOLDERS OF THE FIRST FIXED RETURN SHARES £1 FOR EACH FIRST FIXED RETURN SHARE HELD BY THEM. IF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FIRST FIXED RETURN SHARES ARE INSUFFICIENT TO PAY £1 ON EACH FIRST FIXED RETURN SHARE THEN THE ASSETS WHICH ARE AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FIRST FIXED RETURN SHARES SHALL BE APPLIED PRO RATA AMONGST THE HOLDERS OF THE FIRST FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF FIRST FIXED RETURN SHARES1 HOLDING BEARS TO THE TOTAL NUMBER OF FIRST FIXED RETURN SHARES THEN IN ISSUE.

<b>Class of shares</b>	<b>FOURTH FIXED RETURN</b>	<i>Number allotted</i>	<b>21803160</b>
		<i>Aggregate nominal value</i>	<b>2180.316</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

(A) HOLDERS OF THE FOURTH FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND SPEAK, BUT NOT TO VOTE AT, ALL GENERAL MEETINGS OF THE COMPANY. IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION: (I) FOR THE WINDING UP OF THE COMPANY; (II) FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT; (III) FOR A REDUCTION IN THE CAPITAL OF THE COMPANY; AND/OR (IV) A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE FOURTH FIXED RETURN SHARES, THEN THE HOLDERS OF THE FOURTH FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE (AS SET OUT IN THE FOLLOWING PARAGRAPH) AT ANY SUCH GENERAL MEETINGS OF THE COMPANY BUT ONLY ON ANY SUCH RESOLUTION. ON ANY MATTER ON WHICH THE HOLDERS OF THE FOURTH FIXED RETURN SHARES ARE ENTITLED TO VOTE (WHETHER AT A CLASS MEETING OR OTHERWISE), ON A SHOW OF HANDS EVERY HOLDER OF FOURTH FIXED RETURN SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS REPRESENTED BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF FOURTH FIXED RETURN SHARES SHALL HAVE ONE VOTE FOR EVERY FOURTH FIXED RETURN SHARE OF WHICH HE IS THE HOLDER. (B) THE FOURTH FIXED RETURN SHARES SHALL CONFER UPON THE HOLDERS NO RIGHT TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF INCOME. (C) SUBJECT TO THE PRIOR RIGHTS OF THE SECOND FIXED RETURN SHARES AND THE PRIOR RIGHTS OF THE THIRD FIXED RETURN SHARES, ON A RETURN OF CAPITAL, ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, IN PAYING TO THE HOLDERS OF THE FOURTH FIXED RETURN SHARES €1 FOR EACH FOURTH FIXED RETURN SHARE HELD BY THEM. IF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FOURTH FIXED RETURN SHARES ARE INSUFFICIENT TO PAY €1 ON EACH FOURTH FIXED RETURN SHARE THEN THE ASSETS WHICH ARE AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE FOURTH FIXED RETURN SHARES SHALL BE APPLIED PRO RATA AMONGST THE HOLDERS OF THE FOURTH FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF FOURTH FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF FOURTH FIXED RETURN SHARES THEN IN ISSUE.

<b>Class of shares</b>	<b>SECOND FIXED RETURN</b>	<i>Number allotted</i>	<b>681323</b>
		<i>Aggregate nominal value</i>	<b>68.1323</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

(A) HOLDERS OF THE SECOND FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND SPEAK, BUT NOT TO VOTE AT, ALL GENERAL MEETINGS OF THE COMPANY. IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION: (I) FOR THE WINDING UP OF THE COMPANY; (II) FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT,- (III) FOR A REDUCTION IN THE CAPITAL OF THE COMPANY; AND/OR (IV) A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE SECOND FIXED RETURN SHARES, THEN THE HOLDERS OF THE SECOND FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE (AS SET OUT IN THE FOLLOWING PARAGRAPH) AT ANY SUCH GENERAL MEETINGS OF THE COMPANY BUT ONLY ON ANY SUCH RESOLUTION. ON ANY MATTER ON WHICH THE HOLDERS OF THE SECOND FIXED RETURN SHARES ARE ENTITLED TO VOTE (WHETHER AT A CLASS MEETING OR OTHERWISE), ON A SHOW OF HANDS EVERY HOLDER OF SECOND FIXED RETURN SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF SECOND FIXED RETURN SHARES SHALL HAVE ONE VOTE FOR EVERY SECOND FIXED RETURN SHARE OF WHICH HE IS THE HOLDER. (B) THE SECOND FIXED RETURN SHARES SHALL CONFER UPON THE HOLDERS NO RIGHT TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF INCOME. (C) ON A RETURN OF CAPITAL, ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE THIRD FIXED RETURN SHARES, THE HOLDERS OF THE FOURTH FIXED RETURN SHARES AND THE HOLDERS OF THE ORDINARY SHARES, IN PAYING TO THE HOLDERS OF THE SECOND FIXED RETURN SHARES £1 FOR EACH SECOND FIXED RETURN SHARE HELD BY THEM. IF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SECOND FIXED RETURN SHARES ARE INSUFFICIENT TO PAY £1 ON EACH SECOND FIXED RETURN SHARE THEN THE ASSETS WHICH ARE AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SECOND FIXED RETURN SHARES SHALL BE APPLIED PRO RATA AMONGST THE HOLDERS OF THE SECOND FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF SECOND FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF SECOND FIXED RETURN SHARES THEN IN ISSUE. (D) SUBJECT TO THE COMPANIES ACT 2006, THE COMPANY SHALL USE ALL REASONABLE ENDEAVOURS TO REDEEM EACH OF THE SECOND FIXED RETURN SHARES FOR CASH AT A SUM EQUAL TO £1 PER SECOND FIXED RETURN SHARE ON 30 SEPTEMBER 2021 {THE "PAYMENT DATE"}. IF THE AMOUNT TO BE PAID ON A PAYMENT DATE IS IN EXCESS OF THE PROFITS AVAILABLE FOR THE PURPOSE, THE PROFITS WHICH ARE AVAILABLE SHALL BE APPLIED PRO RATA AMONG THE HOLDERS OF THE SECOND FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF SECOND FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF SECOND FIXED RETURN SHARES THEN IN ISSUE.



<b>Class of shares</b>	<b>THIRD FIXED RETURN</b>	<i>Number allotted</i>	<b>3696840</b>
		<i>Aggregate nominal value</i>	<b>369.684</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

(A) HOLDERS OF THE THIRD FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND SPEAK, BUT NOT TO VOTE AT, ALL GENERAL MEETINGS OF THE COMPANY. IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION: (I) FOR THE WINDING UP OF THE COMPANY; (II) FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT; (III) FOR A REDUCTION IN THE CAPITAL OF THE COMPANY; AND/OR (IV) A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE THIRD FIXED RETURN SHARES, THEN THE HOLDERS OF THE THIRD FIXED RETURN SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE (AS SET OUT IN THE FOLLOWING PARAGRAPH) AT ANY SUCH GENERAL MEETINGS OF THE COMPANY BUT ONLY ON ANY SUCH RESOLUTION. ON ANY MATTER ON WHICH THE HOLDERS OF THE THIRD FIXED RETURN SHARES ARE ENTITLED TO VOTE (WHETHER AT A CLASS MEETING OR OTHERWISE), ON A SHOW OF HANDS EVERY HOLDER OF THIRD FIXED RETURN SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A SHAREHOLDER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF THIRD FIXED RETURN SHARES SHALL HAVE ONE VOTE FOR EVERY THIRD FIXED RETURN SHARE OF WHICH HE IS THE HOLDER. (B) THE THIRD FIXED RETURN SHARES SHALL CONFER UPON THE HOLDERS NO RIGHT TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF INCOME. (C) SUBJECT TO THE PRIOR RIGHTS OF THE SECOND FIXED RETURN SHARES, ON A RETURN OF CAPITAL, ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE SHAREHOLDERS SHALL BE APPLIED, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE FOURTH FIXED RETURN SHARES AND TO THE HOLDERS OF THE ORDINARY SHARES, IN PAYING TO THE HOLDERS OF THE THIRD FIXED RETURN SHARES £1 FOR EACH THIRD FIXED RETURN SHARE HELD BY THEM. IF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE THIRD FIXED RETURN SHARES ARE INSUFFICIENT TO PAY £1 ON EACH THIRD FIXED RETURN SHARE THEN THE ASSETS WHICH ARE AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE THIRD FIXED RETURN SHARES SHALL BE APPLIED PRO RATA AMONGST THE HOLDERS OF THE THIRD FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF THIRD FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF THIRD FIXED RETURN SHARES THEN IN ISSUE. (D) SUBJECT TO THE COMPANIES ACT 2006, THE COMPANY SHALL USE ALL REASONABLE ENDEAVOURS TO REDEEM EACH OF THE THIRD FIXED RETURN SHARES FOR CASH AT A SUM EQUAL TO £1 PER THIRD FIXED RETURN SHARE ON 30 SEPTEMBER 2021 (THE "PAYMENT DATE"). NOTWITHSTANDING THE PRECEDING PARAGRAPH, THE COMPANY MAY NOT REDEEM ANY THIRD FIXED RETURN SHARES IF ANY SECOND FIXED RETURN SHARES REMAIN IN ISSUE. IF THE AMOUNT TO BE PAID ON A PAYMENT DATE IS IN EXCESS OF THE PROFITS AVAILABLE FOR THE PURPOSE, THE PROFITS WHICH ARE AVAILABLE SHALL BE APPLIED PRO RATA AMONG THE HOLDERS OF THE THIRD FIXED RETURN SHARES IN THE PROPORTION WHICH EACH SUCH HOLDER OF THIRD FIXED RETURN SHARES' HOLDING BEARS TO THE TOTAL NUMBER OF THIRD FIXED RETURN SHARES THEN IN

ISSUE

## Statement of Capital (Totals)

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>51591489</b>
		<i>Total aggregate nominal value</i>	<b>5159.1489</b>

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 06/02/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for the company are shown below*

*Shareholding 1* : **452000 A ORDINARY SHARES shares held as at the date of this return**  
**9785053 shares transferred on 2015-12-09**  
**8023420 shares transferred on 2015-12-09**  
**2683220 shares transferred on 2015-12-09**  
**1123567 shares transferred on 2015-12-09**  
**4608269 shares transferred on 2015-12-09**  
*Name:* **TOSCA OPPORTUNITY**

*Shareholding 2* : **0 A ORDINARY SHARES shares held as at the date of this return**  
**7533624 shares transferred on 2015-12-09**  
**681323 shares transferred on 2015-12-09**  
**3696840 shares transferred on 2015-12-09**  
**348000 shares transferred on 2015-12-09**  
**12656173 shares transferred on 2015-12-09**  
*Name:* **ACE EQUITY HOLDCO (CAYMAN) LTD**

*Shareholding 3* : **9785053 FIRST FIXED RETURN shares held as at the date of this return**  
*Name:* **TOSCA OPPORTUNITY**

*Shareholding 4* : **8023420 FOURTH FIXED RETURN shares held as at the date of this return**  
*Name:* **TOSCA OPPORTUNITY**

*Shareholding 5* : **2683220 FIFTH FIXED RETURN shares held as at the date of this return**  
*Name:* **TOSCA OPPORTUNITY**

*Shareholding 6* : **7533624 FIRST FIXED RETURN shares held as at the date of this return**  
*Name:* **ACE EQUITY HOLDCO (CAYMAN) LTD**

*Shareholding 7* : **681323 SECOND FIXED RETURN shares held as at the date of this return**  
*Name:* **ACE EQUITY HOLDCO (CAYMAN)LTD**

*Shareholding 8* : **3696840 THIRD FIXED RETURN shares held as at the date of this return**

*Name:* ACE EQUITY HOLDCO (CAYMAN) LTD

*Shareholding 9* : 348000 B ORDINARY shares held as at the date of this return

*Name:* ACE EQUITY HOLDCO (CAYMAN) LTD

*Shareholding 10* : 13779740 FOURTH FIXED RETURN shares held as at the date of this return

*Name:* ACE EQUITY HOLDCO (CAYMAN) LTD

*Shareholding 11* : 4608269 FIFTH FIXED RETURN shares held as at the date of this return

*Name:* ACE EQUITY HOLDCO (CAYMAN) LTD

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### *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.