



Companies House

# CS01<sub>(ef)</sub>

<b>Confirmation Statement</b>
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Company Name: **INTERNATIONAL GAME TECHNOLOGY PLC**

Company Number: **09127533**



Received for filing in Electronic Format on the: **14/07/2017**

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Company Name: **INTERNATIONAL GAME TECHNOLOGY PLC**

Company Number: **09127533**

Confirmation **11/07/2017**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>STERLING</b>	Number allotted	<b>50000</b>
	<b>NON-</b>	Aggregate nominal value:	<b>50000</b>
	<b>VOTING</b>		

Currency: **GBP**

Prescribed particulars

**A) THE HOLDER OF THE STERLING NON-VOTING SHARES SHALL HAVE NO RIGHT TO ATTEND, SPEAK OR VOTE, EITHER IN PERSON OR BY PROXY, AT ANY GENERAL MEETING OF THE COMPANY OR ANY MEETING OF A CLASS OF MEMBERS OF THE COMPANY IN RESPECT OF THE STERLING NON-VOTING SHARES (SAVE WHERE REQUIRED BY LAW) AND SHALL NOT BE ENTITLED TO RECEIVE ANY NOTICE OF A MEETING. B) THE HOLDERS OF THE STERLING NON-VOTING SHARES SHALL NOT BE ENTITLED TO PARTICIPATE IN THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE, THE HOLDERS OF THE STERLING NON-VOTING SHALL BE ENTITLED TO RECIEVE OUT OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO ITS SHAREHOLDERS THE SUM OF, IN AGGREGATE, £1, BUT SHALL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN THE ASSETS OF THE COMPANY. D) THE COMPANY MAY REDEEM THE STERLING NON-VOTING SHARES AT ANY TIME FOR NIL CONSIDERATION.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>203390282</b>
Currency:	<b>USD</b>	Aggregate nominal value:	<b>20339028.2</b>

Prescribed particulars

**A) EACH HOLDER OF AN ORDINARY SHARE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH IT IS THE HOLDER. B) THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS ON THE ORDINARY SHARES. C) ON A RETURN OF CAPITAL ON A WINDING UP OR OTHERWISE, ANY SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL, AFTER PAYING ANY HOLDERS OF SPECIAL VOTING SHARES AND STERLING NON-VOTING SHARES THE RELEVANT AMOUNTS SET OUT IN ACCORDANCE WITH THE ARTICLES, BE DISTRIBUTED TO EACH HOLDER OF AN ORDINARY SHARE PRO RATA TO ITS SHAREHOLDING. D) THE ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>SPECIAL</b>	Number allotted	<b>203390282</b>
	<b>VOTING</b>	Aggregate nominal value:	<b>203.39</b>
Currency:	<b>USD</b>		

A) THE HOLDER OF THE SPECIAL VOTING SHARES SHALL HAVE 0.9995 VOTES FOR EVERY SPECIAL VOTING SHARE OF WHICH IT IS THE HOLDER. SAVE IN RESPECT OF THE NOMINEE APPOINTED BY THE COMPANY TO HOLD THE SPECIAL VOTING SHARES IN ACCORDANCE WITH THE ARTICLES, A MEMBER MUST DIRECT THE EXERCISE OF THE 0.9995 VOTES ATTACHING TO EACH SPECIAL VOTING SHARE IN THE SAME WAY AS IT EXERCISES THE VOTE ATTACHING TO THE ASSOCIATED ORDINARY SHARE (AND FOR THE AVOIDANCE OF DOUBT, IF A MEMBER DOES NOT EXERCISE THE VOTE ATTACHING TO THE ASSOCIATED ORDINARY SHARE, IT MAY NOT VALIDLY DIRECT THE EXERCISE OF THE 0.9995 VOTES ATTACHING TO THE SPECIAL VOTING SHARE). B) THE HOLDERS OF THE SPECIAL VOTING SHARES SHALL NOT BE ENTITLED TO PARTICIPATE IN THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE, THE HOLDERS OF THE SPECIAL VOTING SHARES SHALL BE ENTITLED TO RECEIVE OUT OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO ITS SHAREHOLDERS, THE SUM OF IN AGGREGATE US \$1, BUT SHALL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN THE ASSETS OF THE COMPANY. D) SPECIAL VOTING SHARES MAY BE PURCHASED OR REDEEMED BY THE COMPANY TO REDUCE THE NUMBER OF SPECIAL VOTING SHARES HELD BY THE NOMINEE IN ORDER TO ALIGN THE AGGREGATE NUMBER OF ORDINARY SHARES AND SPECIAL VOTING SHARES IN ISSUE FROM TIME TO TIME. THE COMPANY MAY REDEEM THE SPECIAL VOTING SHARES FROM THE NOMINEE FOR NIL CONSIDERATION. IF AT ANY TIME, THE AGGREGATE NUMBER OF SPECIAL VOTING SHARES IN ISSUE IS MORE THAN THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE, THE COMPANY SHALL AS SOON AS PRACTICABLE EITHER REDEEM OR REPURCHASE FROM THE NOMINEE FOR NIL CONSIDERATION, AND CANCEL OR CONVERT INTO DEFERRED SHARES SUCH NUMBER OF SPECIAL VOTING SHARES AS REQUIRED TO RESULT IN AN EQUAL NUMBER OF SPECIAL VOTING SHARES AND ORDINARY SHARES IN ISSUE. UPON TERMINATION OF THE LOYALTY PLAN, THE DIRECTORS MAY ELECT TO REDEEM OR REPURCHASE THE SPECIAL VOTING SHARES, OR TO RECLASSIFY THE SPECIAL VOTING SHARES INTO DEFERRED SHARES.

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>50000</b>
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Currency: **USD**

Total aggregate nominal value: **50000**

Total aggregate amount unpaid: **0**

Total number of shares: **406780564**

Total aggregate nominal value: **20339231.59**

Total aggregate amount unpaid: **0**

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

# Authorisation

Authenticated

This form was authorised by one of the following:

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