

**Return of Allotment of Shares**Company Name: **1st Stop Holdings Limited**Company Number: **10024904**Received for filing in Electronic Format on the: **25/04/2017**

X653OLFN

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**16/03/2017**

<b>Class of Shares:</b>	<b>A NON-</b>	Number allotted	<b>3793484</b>
	<b>VOTING</b>	Nominal value of each share	<b>1</b>
Currency:	<b>GBP</b>	Amount paid:	<b>1</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

---

# Statement of Capital (Share Capital)

---

Class of Shares:	A	Number allotted	133333
	ORDINARY	Aggregate nominal value:	1333.33
	0.01		

Currency: GBP

Prescribed particulars

EACH A ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES SAVE WHERE THE HOLDER OF THE A ORDINARY SHARE IS A LEAVER, IN WHICH CASE THEY ARE NOT ENTITLED TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A NON-VOTING SHARES, C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

Class of Shares:	A NON-	Number allotted	15173936
	VOTING	Aggregate nominal value:	15173936

Currency: GBP

Prescribed particulars

THE A NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH A NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT AN ANNUAL RATE OF 12 PER CENT OF THE ISSUE PRICE. IN THE EVENT THAT SUCH DIVIDEND IS NOT PAID IN ANY CALENDAR YEAR, THEN THE DIVIDEND PAYABLE FOR THE FOLLOWING CALENDAR YEAR WILL BE 12 PER CENT OF THE

ISSUE PRICE PLUS ANY UNPAID DIVIDENDS. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES

<b>Class of Shares:</b>	<b>E NON-VOTING</b>	<b>Number allotted</b>	<b>100</b>
		<b>Aggregate nominal value:</b>	<b>1</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

THE E NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A NON-VOTING SHARES, C NON-VOTING SHARES, AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

<b>Class of Shares:</b>	<b>GROWTH</b>	<b>Number allotted</b>	<b>21173183</b>
<b>Currency:</b>	<b>GBP</b>	<b>Aggregate nominal value:</b>	<b>21173183</b>

Prescribed particulars

THE GROWTH SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID

ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF A-NON VOTING SHARES, C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS OF SHARES AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

<b>Class of Shares:</b>	<b>C NON-VOTING</b>	Number allotted	<b>1</b>
		Aggregate nominal value:	<b>1</b>

Currency: **GBP**

Prescribed particulars

THE C NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH C NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A MONTHLY RATE OF £11,404 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2024. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.

<b>Class of Shares:</b>	<b>D NON-VOTING</b>	Number allotted	<b>1</b>
		Aggregate nominal value:	<b>1</b>

Currency: **GBP**

Prescribed particulars

**THE D NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH D NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AS FOLLOWS; AT A MONTHLY RATE OF £18,649.32 (GROSS), WHICH SHALL BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2017; AT A MONTHLY RATE OF £12,194.32 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM 1 MARCH 2017 TO AND INCLUDING 31 JANUARY 2024; AND AT A RATE OF £12,194.24 (GROSS), TO BE PAID ON 27 FEBRUARY 2024. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD): FIRST, TO THE HOLDERS OF THE GROWTH SHARES; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES; THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES; FOURTH, TO THE HOLDERS TO THE A ORDINARY SHARES; THEREAFTER, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES.**

---

## Statement of Capital (Totals)

---

Currency:	<b>GBP</b>	Total number of shares:	<b>36480554</b>
		Total aggregate nominal value:	<b>36348455.33</b>
		Total aggregate amount unpaid:	<b>0</b>

---

### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.