

**Return of Allotment of Shares**Company Name: **ISLE OF HARRIS DISTILLERS LIMITED**Company Number: **SC334836**Received for filing in Electronic Format on the: **17/08/2016**

X5DK1I4I

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
19/05/2016

Class of Shares:	A4	Number allotted	75000
	ORDINARY	Nominal value of each share	0.01
	SHARES	Amount paid:	0.01
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A1	Number allotted	5966939
	ORDINARY	Aggregate nominal value:	5966939
	SHARES		
Currency:	GBP		

Prescribed particulars

A1 ORDINARY SHARES

1. INCOME DISTRIBUTIONS:

1.1 PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A1 SHARES) WITHOUT ANY PRIORITY BEING GIVEN TO ANY CLASS OF VOTING SHARES SAVE THAT:

1.1.1 THE B SHARES SHALL BE ENTITLED TO RECEIVE ON EACH B SHARE AN AMOUNT EQUAL TO 80 PER CENT. OF THE AMOUNT PAYABLE BY WAY OF DISTRIBUTION ON EACH A SHARE OTHER THAN FOLLOWING THE OCCURRENCE OF A B SHARE EVENT OR AN EXIT EVENT, IN WHICH EVENT THE B SHARES SHALL RECEIVE AN IDENTICAL AMOUNT PER B SHARE AS A SHARES RECEIVE PER SHARE.

1.1.2 THE C SHARES HAVE NO RIGHT TO ANY INCOME DISTRIBUTION OR DIVIDEND.

2. CAPITAL DISTRIBUTIONS:

2.1 UPON A DISTRIBUTION EVENT, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS, AS AT THE DATE ON WHICH THE DISTRIBUTION EVENT TAKES PLACE, AS FOLLOWS:

2.1.1 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN NEITHER A B SHARE EVENT NOR AN EXIT EVENT HAS OCCURRED, THE EXIT PROCEEDS SHALL:

(A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A1 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NOMINAL VALUE OF THE VOTING SHARES HELD BY EACH SHAREHOLDER (SAVE THAT FOR THE PURPOSE OF THIS PARAGRAPH ONLY EACH A4 SHARE IN ISSUE SHALL BE TREATED AS HAVING A NOMINAL VALUE OF £1 NOTWITHSTANDING ITS ACTUAL NOMINAL VALUE IS £0.01);

(B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES;

2.1.2 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN A B SHARE EVENT HAS OCCURRED (BUT AN EXIT EVENT HAS NOT), THE EXIT PROCEEDS SHALL:

(A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A1 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES IN ISSUE;

(B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES;

2.1.3 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED FOR AN EQUITY VALUE OF LESS THAN £20,000,000 (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), THE EXIT PROCEEDS SHALL:

(A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE

A1 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES PARTICIPATING IN THE EXIT EVENT; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.4 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), FOR AN EQUITY VALUE OF MORE THAN £20,000,000, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (WHICH INCLUDES THE A1 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF EQUITY SHARES PARTICIPATING IN THE EXIT EVENT. 3. VOTING: ON A SHOW OF HANDS OR ON A POLL TAKEN AT A MEETING EVERY HOLDER OF A1 SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. THE SAME VOTING RIGHTS AS APPLY ON A SHOW OF HANDS SHALL APPLY ON A VOTE ON A WRITTEN RESOLUTION. 4. REDEMPTION: 4.1 OTHER THAN AS PROVIDED FOR BY THE COMPANIES ACT 2006 (AS AMENDED FROM TIME TO TIME) NONE OF THE A1 SHARES ARE REDEEMABLE.

Class of Shares:	A2	Number allotted	1500000
	ORDINARY	Aggregate nominal value:	1500000
	SHARES		

Currency: GBP

Prescribed particulars

A2 ORDINARY SHARES 1. INCOME DISTRIBUTIONS: 1.1 PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A2 SHARES) WITHOUT ANY PRIORITY BEING GIVEN TO ANY CLASS OF VOTING SHARES SAVE THAT: 1.1.1 THE B SHARES SHALL BE ENTITLED TO RECEIVE ON EACH B SHARE AN AMOUNT EQUAL TO 80 PER CENT. OF THE AMOUNT PAYABLE BY WAY OF DISTRIBUTION ON EACH A SHARE OTHER THAN FOLLOWING THE OCCURRENCE OF A B SHARE EVENT OR AN EXIT EVENT, IN WHICH EVENT THE B SHARES SHALL RECEIVE AN IDENTICAL AMOUNT PER B SHARE AS A SHARES RECEIVE PER SHARE. 1.1.2 THE C SHARES HAVE NO RIGHT TO ANY INCOME DISTRIBUTION OR DIVIDEND. 2. CAPITAL DISTRIBUTIONS: 2.1 UPON A DISTRIBUTION EVENT, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS, AS AT THE DATE ON WHICH THE DISTRIBUTION EVENT TAKES PLACE, AS FOLLOWS: 2.1.1 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN NEITHER A B SHARE EVENT NOR AN EXIT EVENT HAS OCCURRED, THE EXIT

PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A2 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NOMINAL VALUE OF THE VOTING SHARES HELD BY EACH SHAREHOLDER (SAVE THAT FOR THE PURPOSE OF THIS PARAGRAPH ONLY EACH A4 SHARE IN ISSUE SHALL BE TREATED AS HAVING A NOMINAL VALUE OF £1 NOTWITHSTANDING ITS ACTUAL NOMINAL VALUE IS £0.01); (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES;

2.1.2 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN A B SHARE EVENT HAS OCCURRED (BUT AN EXIT EVENT HAS NOT), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A2 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES IN ISSUE; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES;

2.1.3 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED FOR AN EQUITY VALUE OF LESS THAN £20,000,000 (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A2 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES PARTICIPATING IN THE EXIT EVENT; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES;

2.1.4 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), FOR AN EQUITY VALUE OF MORE THAN £20,000,000, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (WHICH INCLUDES THE A2 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF EQUITY SHARES PARTICIPATING IN THE EXIT EVENT.

3. VOTING: 3.1 ON A SHOW OF HANDS OR ON A POLL TAKEN AT A MEETING EVERY HOLDER OF A2 SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. THE SAME VOTING RIGHTS AS APPLY ON A SHOW OF HANDS SHALL APPLY ON A VOTE ON A WRITTEN RESOLUTION.

4. REDEMPTION: 4.1 OTHER THAN AS PROVIDED FOR BY THE COMPANIES ACT 2006 (AS AMENDED FROM TIME TO TIME) NONE OF THE A2 SHARES ARE REDEEMABLE.

Class of Shares:	B	Number allotted	853826
	ORDINARY	Aggregate nominal value:	683060.8
	SHARES		

Currency: **GBP**

Prescribed particulars

B ORDINARY SHARES 1. INCOME DISTRIBUTIONS: 1.1 PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE B SHARES) WITHOUT ANY PRIORITY BEING GIVEN TO ANY CLASS OF VOTING SHARES SAVE THAT: 1.1.1 THE B SHARES SHALL BE ENTITLED TO RECEIVE ON EACH B SHARE AN AMOUNT EQUAL TO 80 PER CENT. OF THE AMOUNT PAYABLE BY WAY OF DISTRIBUTION ON EACH A SHARE OTHER THAN FOLLOWING THE OCCURRENCE OF A B SHARE EVENT OR AN EXIT EVENT, IN WHICH EVENT THE B SHARES SHALL RECEIVE AN IDENTICAL AMOUNT PER B SHARE AS A SHARES RECEIVE PER SHARE. 1.1.2 THE C SHARES HAVE NO RIGHT TO ANY INCOME DISTRIBUTION OR DIVIDEND. 2. CAPITAL DISTRIBUTIONS: 2.1 UPON A DISTRIBUTION EVENT, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS, AS AT THE DATE ON WHICH THE DISTRIBUTION EVENT TAKES PLACE, AS FOLLOWS: 2.1.1 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN NEITHER A B SHARE EVENT NOR AN EXIT EVENT HAS OCCURRED, THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE B SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NOMINAL VALUE OF THE VOTING SHARES HELD BY EACH SHAREHOLDER (SAVE THAT FOR THE PURPOSE OF THIS PARAGRAPH ONLY EACH A4 SHARE IN ISSUE SHALL BE TREATED AS HAVING A NOMINAL VALUE OF £1 NOTWITHSTANDING ITS ACTUAL NOMINAL VALUE IS £0.01); (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.2 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN A B SHARE EVENT HAS OCCURRED (BUT AN EXIT EVENT HAS NOT), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE B SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES IN ISSUE; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.3 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED FOR AN EQUITY VALUE OF LESS THAN £20,000,000 (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE B SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES (WHICH INCLUDES THE B SHARES) PARTICIPATING IN THE EXIT EVENT; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.4 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), FOR AN EQUITY VALUE OF MORE THAN £20,000,000, THE EXIT PROCEEDS SHALL BE DISTRIBUTED

AMONGST THE HOLDERS OF THE EQUITY SHARES (WHICH INCLUDES THE B SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF EQUITY SHARES PARTICIPATING IN THE EXIT EVENT. 3. VOTING: 3.1 ON A SHOW OF HANDS OR ON A POLL TAKEN AT A MEETING EVERY HOLDER OF B SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE 0.8 VOTES PER B SHARE (ROUNDED DOWN TO THE NEAREST WHOLE NUMBER OF VOTES FOR EACH HOLDER OF B SHARES) PRIOR TO EITHER A B SHARE EVENT OR AN EXIT EVENT OCCURRING AND ONE VOTE PER B SHARE AFTER THE FIRST TO OCCUR OF A B SHARE EVENT OR AN EXIT EVENT. THE SAME VOTING RIGHTS AS APPLY ON A SHOW OF HANDS SHALL APPLY ON A VOTE ON A WRITTEN RESOLUTION. 4. REDEMPTION: 4.1 OTHER THAN AS PROVIDED FOR BY THE COMPANIES ACT 2006 (AS AMENDED FROM TIME TO TIME) NONE OF THE B SHARES ARE REDEEMABLE.

Class of Shares:	C	Number allotted	37500
	ORDINARY	Aggregate nominal value:	375
	SHARES		

Currency: GBP

Prescribed particulars

C ORDINARY SHARES 1. INCOME DISTRIBUTIONS: THE C SHARES HAVE NO RIGHT TO ANY INCOME DISTRIBUTION OR DIVIDEND. 2. CAPITAL DISTRIBUTIONS: 2.1 ON A DISTRIBUTION EVENT, HOLDERS OF C SHARES HAVE THE FOLLOWING RIGHTS IN RESPECT OF THE EXIT PROCEEDS (WHEN AVAILABLE): 2.1.1 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN NEITHER A B SHARE EVENT NOR AN EXIT EVENT HAS OCCURRED, NO EXIT PROCEEDS SHALL BE DISTRIBUTED IN RESPECT OF THE C SHARES; 2.1.2 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN A B SHARE EVENT HAS OCCURRED (BUT AN EXIT EVENT HAS NOT), NO EXIT PROCEEDS SHALL BE DISTRIBUTED IN RESPECT OF THE C SHARES; 2.1.3 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED FOR AN EQUITY VALUE OF LESS THAN £20,000,000 (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), NO EXIT PROCEEDS SHALL BE DISTRIBUTED IN RESPECT OF THE C SHARES; 2.1.4 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), FOR AN EQUITY VALUE OF MORE THAN £20,000,000, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (WHICH INCLUDES THE C SHARES)

PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF EQUITY SHARES PARTICIPATING IN THE EXIT EVENT. 3. VOTING: 3.1 SUBJECT TO PARAGRAPHS 3.2 AND 3.3 BELOW, C SHARES ARE NON-VOTING. 3.2 IF THE BUSINESS OF ANY GENERAL MEETING INCLUDES A RESOLUTION FOR THE WINDING-UP OF THE COMPANY, OR FOR THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT, OR A REDUCTION IN THE CAPITAL OF THE COMPANY AND/OR A RESOLUTION ADVERSELY ALTERING, VARYING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND/OR PRIVILEGES ATTACHING TO THE C SHARES OR THERE IS ANY WRITTEN RESOLUTION IN RESPECT OF THE SAME, THEN THE HOLDERS OF C SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND AND VOTE AT ANY SUCH GENERAL MEETINGS OF THE COMPANY OR IN RESPECT OF ANY SUCH WRITTEN RESOLUTION BUT ONLY ON ANY SUCH RESOLUTION. 3.3 ON ANY MATTER ON WHICH THE HOLDERS OF THE C SHARES ARE ENTITLED TO VOTE (WHETHER A CLASS MEETING OR OTHERWISE) THEN ON A SHOW OF HANDS EVERY HOLDER OF C SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL AND ON A WRITTEN RESOLUTION EVERY HOLDER OF C SHARES SHALL HAVE ONE VOTE FOR EVERY C SHARE OF WHICH HE IS THE HOLDER. 4. REDEMPTION: 4.1 OTHER THAN AS PROVIDED FOR BY THE COMPANIES ACT 2006 (AS AMENDED FROM TIME TO TIME) NONE OF THE C SHARES ARE REDEEMABLE.

Class of Shares:	A4	Number allotted	75000
	ORDINARY	Aggregate nominal value:	750
	SHARES		

Currency: **GBP**

Prescribed particulars

1. INCOME DISTRIBUTIONS: 1.1 PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A4 SHARES) WITHOUT ANY PRIORITY BEING GIVEN TO ANY CLASS OF VOTING SHARES SAVE THAT: 1.1.1 THE B SHARES SHALL BE ENTITLED TO RECEIVE ON EACH B SHARE AN AMOUNT EQUAL TO 80 PER CENT. OF THE AMOUNT PAYABLE BY WAY OF DISTRIBUTION ON EACH A SHARE OTHER THAN FOLLOWING THE OCCURRENCE OF A B SHARE EVENT OR AN EXIT EVENT, IN WHICH EVENT THE B SHARES SHALL RECEIVE AN IDENTICAL AMOUNT PER B SHARE AS A SHARES RECEIVE PER SHARE. 1.1.2 THE C SHARES HAVE NO RIGHT TO ANY INCOME DISTRIBUTION OR DIVIDEND. 2. CAPITAL DISTRIBUTIONS: 2.1 UPON A DISTRIBUTION

EVENT, THE EXIT PROCEEDS (WHEN AVAILABLE) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS, AS AT THE DATE ON WHICH THE DISTRIBUTION EVENT TAKES PLACE, AS FOLLOWS: 2.1.1 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN NEITHER A B SHARE EVENT NOR AN EXIT EVENT HAS OCCURRED, THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A4 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NOMINAL VALUE OF THE VOTING SHARES HELD BY EACH SHAREHOLDER (SAVE THAT FOR THE PURPOSE OF THIS PARAGRAPH ONLY EACH A4 SHARE IN ISSUE SHALL BE TREATED AS HAVING A NOMINAL VALUE OF £1 NOTWITHSTANDING ITS ACTUAL NOMINAL VALUE IS £0.01); (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.2 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN A B SHARE EVENT HAS OCCURRED (BUT AN EXIT EVENT HAS NOT), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A4 SHARES) ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES IN ISSUE; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.3 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED FOR AN EQUITY VALUE OF LESS THAN £20,000,000 (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), THE EXIT PROCEEDS SHALL: (A) BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (WHICH INCLUDES THE A4 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF VOTING SHARES PARTICIPATING IN THE EXIT EVENT; (B) NOT BE DISTRIBUTED TO THE HOLDERS OF C SHARES; 2.1.4 IF THE DISTRIBUTION EVENT IS OCCURRING AT A TIME WHEN AN EXIT EVENT HAS OCCURRED (AND WHETHER OR NOT A B SHARE EVENT HAS PREVIOUSLY OCCURRED), FOR AN EQUITY VALUE OF MORE THAN £20,000,000, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (WHICH INCLUDES THE A4 SHARES) PARTICIPATING IN THE EXIT EVENT ON A PARI PASSU BASIS AND PRO RATA IN RELATION TO THE NUMBER OF EQUITY SHARES PARTICIPATING IN THE EXIT EVENT. 3. VOTING: ON A SHOW OF HANDS OR ON A POLL TAKEN AT A MEETING EVERY HOLDER OF A4 SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE (NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE) SHALL HAVE ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. THE SAME VOTING RIGHTS AS APPLY ON A SHOW OF HANDS SHALL APPLY ON A VOTE ON A WRITTEN RESOLUTION. 4. REDEMPTION: 4.1 OTHER THAN AS PROVIDED FOR BY THE COMPANIES ACT 2006 (AS AMENDED FROM TIME TO TIME) NONE OF THE A4 SHARES ARE REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	8433265
		Total aggregate nominal value:	8151124.8
		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.