

**Return of Allotment of Shares**Company Name: **IH HOLDINGS INTERNATIONAL LIMITED**Company Number: **09553031**Received for filing in Electronic Format on the: **19/09/2019**

X8ECHQ9N

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
13/09/2019

Class of Shares:	ORDINARY	Number allotted	2297104
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.01
		Amount unpaid:	0

Non-cash consideration

THE ISSUE OF ONE ORDINARY SHARE OF USD\$1.00 IN THE CAPITAL OF IHJ HOLDINGS LIMITED, A PRIVATE LIMITED COMPANY INCORPORATED UNDER THE LAWS OF JERSEY.

Statement of Capital (Share Capital)

Class of Shares:	F	Number allotted	9673195
	ORDINARY	Aggregate nominal value:	96731.95
	SHARES		

Currency: **USD**

Prescribed particulars

VOTING RIGHTS - THE F ORDINARY SHARES CONFER ON EACH HOLDER OF F ORDINARY SHARES THE RIGHT TO VOTE. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - THE HOLDERS OF F ORDINARY SHARES HAVE A RIGHT TO DIVIDENCE IN ACCORDANCE WITH ARTICLE 4.2. DISTRIBUTION RIGHTS ON A WINDING UP - IN THE EVENT THAT THERE ARE SURPLUS ASSETS OF THE COMPANY AFTER PAYMENT OF THE COMPANY'S LIABILITIES AND PAYMENTS OF DISTRIBUTIONS TO THE HOLDERS OF THE SERIES A SHARES AND THE HOLDERS OF DEFERRED SHARES, THE HOLDERS OF F ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT PER SHARE PURSUANT TO ARTICLE 5 ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT PER SHARE PURSUANT TO ARTICLE 5 IN PRIORITY TO THE HOLDERS OF THE HOLDERS OF SERIES B SHARES AND THE HOLDERS OF ORDINARY SHARES. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	INCENTIVE	Number allotted	2596627
	SHARES	Aggregate nominal value:	25966.27

Currency: **USD**

Prescribed particulars

(A) THE INCENTIVE SHARES DO NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) THE HOLDERS OF SHARES ARE ENTITLED TO DIVIDENDS ON A PAN PASSU BASIS WITH THE HOLDERS OF SERIES A SHARES AND SERIES B SHARES (ON AN AS CONVERTED BASIS) AND ORDINARY SHARES; (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), IN THE EVENT THAT THERE ARE SURPLUS ASSETS OF THE COMPANY AFTER PAYMENT OF

THE COMPANYS LIABILITIES AND PAYMENTS OF DISTRIBUTIONS TO THE HOLDERS OF SERIES A AND AL SHARES, SERIES B AND BL SHARES AND ORDINARY SHARES (TO THE EXTENT ENTITLED), THE HOLDERS OF THE INCENTIVE SHARES SHALL BE ENTITLED TO A DISTRIBUTION PROVIDED THAT THE SURPLUS ASSETS ARE IN AGGREGATE ABOVE A CERTAIN AMOUNT; AND (D) THE INCENTIVE SHARES ARE NONREDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	17667284
	SHARES	Aggregate nominal value:	176672.84
Currency:	USD		

Prescribed particulars

VOTING RIGHTS – THE ORDINARY SHARES CONFER ON EACH HOLDER OF ORDINARY SHARES THE RIGHT TO VOTE. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS – THE HOLDERS OF ORDINARY SHARES HAVE A RIGHT TO DIVIDENDS WHICH IS PARI PASSU TO HOLDERS OF SERIES A SHARES. DISTRIBUTION RIGHTS ON A WINDING UP – THE HOLDERS OF ORDINARY SHARES WILL BE ENTITLED TO THE BALANCE OF THE SURPLUS ASSETS PURSUANT TO ARTICLE 5 AFTER THE SERIES A SHAREHOLDERS HAVE RECEIVED A PREFERENCE AMOUNT AND AFTER A PAYMENT OF \$1.00 HAS BEEN PAID TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY). REDEEMABLE SHARES – THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	355770
	A	Aggregate nominal value:	3557.7
	SHARES		
Currency:	USD		

Prescribed particulars

VOTING RIGHTS – THE SERIES A SHARES CONFER ON EACH HOLDER OF SERIES A SHARES THE RIGHT TO VOTE. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS – THE HOLDERS OF SERIES A SHARES HAVE A RIGHT TO DIVIDENDS WHICH IS PARI PASSU TO HOLDERS OF ORDINARY SHARES. DISTRIBUTION RIGHTS ON A WINDING UP – THE HOLDERS OF SERIES A SHARES SHALL BE ENTITLED TO AN AMOUNT PER SHARE PURSUANT TO ARTICLE 5 IN PRIORITY TO THE HOLDERS OF DEFERRED SHARES (IF ANY)

AND HOLDERS OF ORDINARY SHARES. REDEEMABLE SHARES – THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	10688279
	A1	Aggregate nominal value:	106882.79
	SHARES		

Currency: **USD**

Prescribed particulars

VOTING RIGHTS - THE SERIES AL SHARES CONFER ON EACH HOLDER OF A SERIES AL SHARE THE RIGHT TO VOTE. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - HOLDERS HAVE A RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF 5% OF THE NOMINAL VALUE PER SHARE WHICH SHALL BE PAID ON AN EXIT OR, IF EARLIER A LIQUIDATION TOGETHER WITH THE RIGHT TO DIVIDENDS ON AN AS CONVERTED PRO-RATA BASIS WITH ALL OTHER EQUITY SHAREHOLDERS (BEING ALL SHARES OTHER THAN DEFERRED SHARES). DISTRIBUTION RIGHTS ON A WINDING UP - THE HOLDERS OF SERIES AL SHARE SHALL BE ENTITLED TO AN AMOUNT PER SHARE PURSUANT TO ARTICLE 5 IN PRIORITY TO THE HOLDERS OF DEFERRED SHARES (IF ANY), HOLDERS OF ORDINARY SHARES AND INCENTIVE SHARES. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	2648601
	B	Aggregate nominal value:	26486.01
	PREFERRED		
	SHARES		

Currency: **USD**

Prescribed particulars

(A) THE SERIES B SHARES DO NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) THE HOLDERS OF SERIES B SHARES ARE ENTITLED TO DIVIDENDS ON A PARI PASSU BASIS WITH THE HOLDERS OF SERIES A SHARES (ON AN AS CONVERTED BASIS) AND ORDINARY SHARES; (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER

THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), IN THE EVENT THAT THERE ARE SURPLUS ASSETS OF THE COMPANY AFTER PAYMENT OF THE COMPANYS LIABILITIES AND PAYMENTS OF DISTRIBUTIONS TO THE HOLDERS OF SERIES A SHARES AND ORDINARY SHARES (TO THE EXTENT THEY ARE ENTITLED), THE HOLDERS OF THE SERIES B SHARES SHALL BE ENTITLED TO A DISTRIBUTION PROVIDED THAT THE SURPLUS ASSETS ARE IN AGGREGATE ABOVE A CERTAIN AMOUNT; AND (D) THE SERIES B SHARES ARE NONREDEEMABLE.

Class of Shares:	SERIES	Number allotted	867609
	B1	Aggregate nominal value:	8676.09
	PREFERRED		
	SHARES		
Currency:	USD		

Prescribed particulars

VOTING RIGHTS - THE SERIES BI SHARES CONFER ON EACH HOLDER THE RIGHT TO VOTE. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS -HOLDERS HAVE A RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF 5% OF THE NOMINAL VALUE WHICH SHALL BE PAID ON AN EXIT OR, IF EARLIER, A LIQUIDATION TOGETHER WITH A RIGHT TO DIVIDENDS ON AN AS CONVERTED PRO-RATA BASIS WITH ALL OTHER EQUITY SHARES (BEING ALL SHARES OTHER THAN DEFERRED SHARES). DISTRIBUTION RIGHTS ON A WINDING UP - THE HOLDERS OF SERIES 81 SHARE SHALL BE ENTITLED TO AN AMOUNT PER SHARE PURSUANT TO ARTICLE 5 IN PRIORITY TO THE HOLDERS OF DEFERRED SHARES (IF ANY), AND HOLDERS OF ORDINARY SHARES AND INCENTIVE SHARES. THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	USD	Total number of shares:	44497365
		Total aggregate nominal value:	444973.65
		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.