

Return of Allotment of Shares

Company Name: **MERITOR HOLDINGS UK LTD.**

Company Number: **10208076**



Received for filing in Electronic Format on the: **29/07/2016**

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## Shares Allotted (including bonus shares)

Date or period during which shares are allotted                      From  
**12/07/2016**

<b>Class of Shares:</b> <b>ORDINARY</b>	Number allotted	<b>79096740</b>
<b>Currency:</b> <b>GBP</b>	Nominal value of each share	<b>1</b>
	Amount paid:	<b>1</b>
	Amount unpaid:	<b>0</b>

Non-cash consideration

**THE ALLOTMENT OF 79,096,740 ORDINARY SHARES OF £1.00 EACH IS IN EXCHANGE FOR THE ASSIGNMENT OF PROMISSORY NOTES ISSUED BY MERITOR BRAZIL HOLDINGS, LLC WITH PRINCIPAL AMOUNTS OF £36,894,644 AND €50,000,000**

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>753216196</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>753216196</b>

Prescribed particulars

**THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>753216196</b>
		Total aggregate nominal value:	<b>753216196</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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