



SH01

Return of allotment of shares



Companies House



Go online to file this information
www.gov.uk/companieshouse

What this form is for
You may use this form to give notice of shares allotted following incorporation.

What this form is NOT for
You cannot use this form to give notice of shares taken by subscription on formation of the company, for an allotment of a new class of shares by an unlimited company.



A9EN7KSJ
A17 29/09/2020 #281
COMPANIES HOUSE

1 Company details

Company number	0	8	8	0	4	4	1	1
Company name in full	REVOLUT LTD							

→ Filling in this form
Please complete in typescript or in bold black capitals.
All fields are mandatory unless specified or indicated by *

2 Allotment dates

From Date	d	1	d	7	m	0	m	8	y	2	y	0	y	0
To Date	d	1	d	0	m	0	m	9	y	2	y	0	y	0

① Allotment date
If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

② Currency
If currency details are not completed we will assume currency is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	ORDINARY	144	0.0000001	0.03	0
GBP	ORDINARY	8,383	0.0000001	0.10	0
GBP	ORDINARY	11,521	0.0000001	0.50	0

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.
If a PLC, please attach valuation report (if appropriate)

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4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
	SEE CONTINUATION PAGES			
Totals				0

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	42,761,965	£4.2761965	0

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share

SEE CONTINUATION PAGES

Prescribed particulars

❶

Class of share

SEE CONTINUATION PAGES

Prescribed particulars

❶

Class of share

SEE CONTINUATION PAGES

Prescribed particulars

❶

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

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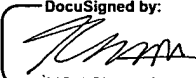
Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

 96D27FD529BF4D1...

X

This form may be signed by:
 Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver Receiver manager CIC manager

❷ **Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

❸ **Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

CATHERINE HARGREAVES

Company name

REVOLUT LTD

Address

7 WESTFERRY CIRCUS

CANARY WHARF

Post town

LONDON

County/Region

Postcode

E 1 4 4 H D

Country

ENGLAND

DX

Telephone

**Checklist**

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and number match the information held on the public Register.
- You have shown the date(s) of allotment in section 2.
- You have completed all appropriate share details in section 3.
- You have completed the relevant sections of the statement of capital.
- You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

In accordance with Section 555 of the Companies Act 2006.

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium	
GBP	ORDINARY	13,791,232	£1.3791232		
GBP	ORDINARY A	18,051,576	£1.8051576		
GBP	ORDINARY D	6,085,463	£0.6085463		
GBP	ORDINARY E	4,833,694	£0.4833694		
Totals		42,761,965	£4.2761965		0

In accordance with
Section 555 of the
Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share

ORINDARY 0.0000001

Prescribed particulars

Voting: Subject to the articles and the following provisions of this article, on a show of hands every Shareholder present in person or (if a corporation) present by a representative duly authorised in accordance with the Act who is not also himself a Shareholder entitled to vote, shall have one vote, and on a poll every Shareholder shall have one vote for every Share of which he is the holder (in the case of holders of Ordinary Series Shares, as though the Ordinary Series Shares of such holder had been fully converted into Ordinary Shares in accordance with the articles).

Dividends: All Shares shall rank pari passu in respect of dividends and dividends shall be paid to the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).

Distribution: On a return of capital, on a liquidation, reduction of capital or otherwise (including following an Asset Sale), the surplus assets of the Company remaining after payment of its liabilities (including the sale costs on an Asset Sale) ("Net Proceeds") shall be distributed (to the extent the Company is lawfully permitted to do so) amongst the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of the Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).

Redemption: Not redeemable.

In accordance with
Section 555 of the
Companies Act 2006.

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Return of allotment of shares

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Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY A 0.0000001	
Prescribed particulars	<p>Voting: Subject to the articles and the following provisions of this article, on a show of hands every Shareholder present in person or (if a corporation) present by a representative duly authorised in accordance with the Act who is not also himself a Shareholder entitled to vote, shall have one vote, and on a poll every Shareholder shall have one vote for every Share of which he is the holder (in the case of holders of Ordinary Series Shares, as though the Ordinary Series Shares of such holder had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Dividends: All Shares shall rank pari passu in respect of dividends and dividends shall be paid to the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Distribution: On a return of capital, on a liquidation, reduction of capital or otherwise (including following an Asset Sale), the surplus assets of the Company remaining after payment of its liabilities (including the sale costs on an Asset Sale) ("Net Proceeds") shall be distributed (to the extent the Company is lawfully permitted to do so) amongst the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of the Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Redemption: Not redeemable.</p>	

In accordance with
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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY D 0.0000001	
Prescribed particulars	<p>Voting: Subject to the articles and the following provisions of this article, on a show of hands every Shareholder present in person or (if a corporation) present by a representative duly authorised in accordance with the Act who is not also himself a Shareholder entitled to vote, shall have one vote, and on a poll every Shareholder shall have one vote for every Share of which he is the holder (in the case of holders of Ordinary Series Shares, as though the Ordinary Series Shares of such holder had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Dividends: All Shares shall rank pari passu in respect of dividends and dividends shall be paid to the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Distribution: On a return of capital, on a liquidation, reduction of capital or otherwise (including following an Asset Sale), the surplus assets of the Company remaining after payment of its liabilities (including the sale costs on an Asset Sale) ("Net Proceeds") shall be distributed (to the extent the Company is lawfully permitted to do so) amongst the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of the Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Redemption: Not redeemable.</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY E 0.0000001	
Prescribed particulars	<p>Voting: Subject to the articles and the following provisions of this article, on a show of hands every Shareholder present in person or (if a corporation) present by a representative duly authorised in accordance with the Act who is not also himself a Shareholder entitled to vote, shall have one vote, and on a poll every Shareholder shall have one vote for every Share of which he is the holder (in the case of holders of Ordinary Series Shares, as though the Ordinary Series Shares of such holder had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Dividends: All Shares shall rank pari passu in respect of dividends and dividends shall be paid to the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Distribution: On a return of capital, on a liquidation, reduction of capital or otherwise (including following an Asset Sale), the surplus assets of the Company remaining after payment of its liabilities (including the sale costs on an Asset Sale) ("Net Proceeds") shall be distributed (to the extent the Company is lawfully permitted to do so) amongst the Shareholders pro rata according to the number of Shares held by each Shareholder respectively (in the case of the Ordinary Series Shares, as though they had been fully converted into Ordinary Shares in accordance with the articles).</p> <p>Redemption: Not redeemable.</p>	