

**Return of Allotment of Shares**Company Name: **MERITOR HOLDINGS UK LTD.**Company Number: **10208076**

X5B5KIBN

Received for filing in Electronic Format on the: **13/07/2016****Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>15/06/2016</b>	<b>17/06/2016</b>

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>366470909</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 FIRST ALLOTMENT OF 366,470,909 ORDINARY SHARES OF £1.00 EACH IS IN EXCHANGE FOR (I) LOAN STOCK AGREEMENT (PSDI) RECEIVABLE WITH A PRINCIPLE AMOUNT OF €375,046,575 AND NO ACCRUED BUT UNPAID INTEREST OWED BY ARVIN EUROPEAN HOLDINGS (UK) LIMITED - FRENCH BRANCH, (II) 387,758 ORDINARY SHARES OF £1.00 EACH IN ARVIN EUROPEAN HOLDINGS (UK) LIMITED (COMPANY NUMBER 03864157) AND (III) 1 SHARE OF €1.00 IN ARVIN MERITOR HOLDINGS FRANCE SNC**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>307648447</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 SECOND ALLOTMENT OF 307,648,447 ORDINARY SHARES OF £1.00 EACH IS IN EXCHANGE FOR THE ASSIGNMENT TO THE COMPANY OF PROMISSORY NOTES ISSUED BY MERITOR BRAZIL HOLDINGS, LLC**

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>674119456</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>674119456</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>674119456</b>
		Total aggregate nominal value:	<b>674119456</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.