

**Return of Allotment of Shares**Company Name: **AES UK Holdings Ltd**Company Number: **03387045**Received for filing in Electronic Format on the: **23/07/2014**

X3CR73NE

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**22/07/2014**

**Class of Shares: ORDINARY****Currency: GBP**

Number allotted

**1**

Nominal value of each share

**1**

Amount paid:

**5813658.0**

Amount unpaid:

**0.0**

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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|                         |                 |                          |                |
|-------------------------|-----------------|--------------------------|----------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>8689266</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>8301389</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>8126243</b> |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>5813658</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>3969416</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>          |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>          |
|                         |                 | Amount paid per share    | <b>3840259.31</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>          |

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>3800000</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>1892745</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>1344188</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>1109991</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>1061470</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>1046890</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

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**FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>922000</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>814505</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b> |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b> |

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|-------------------------|---------------|
| Amount paid per share   | <b>655000</b> |
| Amount unpaid per share | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>653450</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>650000</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>645140</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>645135</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>571000</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>492462</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>263035</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>262593</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |               |
|-------------------------|-----------------|--------------------------|---------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>261157</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY**

**FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |               |
|-------------------------|-----------------|--------------------------|---------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>260389</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |               |
|-------------------------|-----------------|--------------------------|---------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>      |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>      |
|                         |                 | Amount paid per share    | <b>253655</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>      |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |          |
|-------------------------|-----------------|--------------------------|----------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b> |
| <b>Currency:</b>        | <b>GBP</b>      | Aggregate nominal value: | <b>1</b> |

|                         |               |
|-------------------------|---------------|
| Amount paid per share   | <b>104771</b> |
| Amount unpaid per share | <b>0</b>      |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |                |
|-------------------------|-----------------|--------------------------|----------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>1</b>       |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>1</b>       |
|                         |                 | Amount paid per share    | <b>10196.9</b> |
|                         |                 | Amount unpaid per share  | <b>0</b>       |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.**

|                         |                 |                          |                 |
|-------------------------|-----------------|--------------------------|-----------------|
| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>18001510</b> |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>18001510</b> |
|                         |                 | Amount paid per share    | <b>1</b>        |
|                         |                 | Amount unpaid per share  | <b>0</b>        |

Prescribed particulars

**VOTING RIGHTS: SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN**

THE ARTICLES OF ASSOCIATION. DIVIDEND RIGHTS: EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION. DISTRIBUTION RIGHTS ON A WINDING UP: EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP AS MORE PARTICULARLY DESCRIBED IN THE ARTICLES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.

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## Statement of Capital (Totals)

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|           |            |                                |                 |
|-----------|------------|--------------------------------|-----------------|
| Currency: | <b>GBP</b> | Total number of shares:        | <b>18001538</b> |
|           |            | Total aggregate nominal value: | <b>18001538</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.