

# STATED CAPITAL

for the year ended 30 September 2019

	GROUP		COMPANY	
	2019 EUR	2018 EUR	2019 EUR	2018 EUR
<b>Authorised<sup>1,2</sup></b>				
832 790 136 (2018: 919 321 650) ordinary shares of no par value				
<b>Issued<sup>1,2</sup></b>				
457 790 136 (2018: 455 969 410) ordinary shares of no par value at an average of approximately EUR 0,318 (2018: EUR 1,317) per share <sup>3</sup>	<b>145 801 666</b>	600 703 936	<b>145 801 666</b>	600 703 936

<sup>1</sup> The company's shares have been consolidated on a 1 for 20 basis, effective from 18 December 2018. The comparative period's shares have been restated for this share consolidation.

<sup>2</sup> The company has only one class of shares in issue. Accordingly, there are no special rights, preferences, or restrictions attached to any of the authorised or issued shares.

<sup>3</sup> No transaction costs were recognised as a deduction from equity in the current year (2018: EUR 0,02 million).

## Transfers from stated capital to non-distributable reserve, repayments of capital, share consolidation and share cancellation

- Shareholders authorised the transfer of EUR 400 million from stated capital to non-distributable reserve at a general meeting of the company held on 2 August 2018.
- On 21 September 2018, the company's board authorised a return of capital of EUR 300 million from non-distributable reserve, paid to shareholders on 8 October 2018. The returns of capital were funded primarily by selling listed securities' investments and utilisation of internal cash resources.
- Shareholders authorised the transfer of EUR 450 million from stated capital to non-distributable reserve at a general meeting of the company held on 26 November 2018.
- On 27 November 2018, the company's board authorised a return of capital of EUR 300 million from non-distributable reserve, paid to shareholders on 10 December 2018. The returns of capital were funded primarily by selling listed securities' investments and utilisation of internal cash resources.
- The company's shares have been consolidated on a 1 for 20 basis, effective from 18 December 2018.
- The company cancelled 16 615 159 treasury shares on or about 24 January 2019.

## Reconciliation of movement in issued shares during the year<sup>1</sup>

	GROUP		COMPANY	
	2019 Shares	2018 Shares <sup>1</sup>	2019 Shares	2018 Shares <sup>1</sup>
Balance at the beginning of the year	<b>455 969 410</b>	466 108 797	<b>474 405 295</b>	466 108 797
Shares issued by way of scrip distribution:				
20 December 2017	–	6 475 772	–	6 475 772
Incentive shares issued to The Greenbay Share Trust on 14 December 2017 <sup>2</sup>	–	–	–	1 820 726
Cancelled or acquired during the year <sup>3,4</sup>	–	(16 615 159)	<b>(16 615 159)</b>	–
Incentive shares released from The Greenbay Share Trust on 31 January 2019 <sup>5</sup>	<b>1 820 726</b>	–	–	–
<b>Balance at the end of the year</b>	<b>457 790 136</b>	455 969 410	<b>457 790 136</b>	474 405 295

<sup>1</sup> Shares have been restated to post-consolidation equivalents where relevant.

Treasury shares at 30 September 2018:<sup>1</sup>

<sup>2</sup> The group held 1 820 726 treasury shares in The Greenbay Share Trust.

<sup>3</sup> The group held 16 615 159 treasury shares in Lighthouse One Limited. The treasury shares were acquired between 12 June 2018 and 28 September 2018, excluding regulatory closed periods.

<sup>4</sup> The company received an in specie dividend from Lighthouse One Limited and cancelled 16 615 159 treasury shares on or about 24 January 2019.

<sup>5</sup> The Greenbay Share Trust released and transferred 1 820 726 Incentive shares to participants on or about 31 January 2019.

## Treasury shares

	GROUP	
	2019 EUR	2018 EUR
Opening balance	<b>(17 378 683)</b>	–
Shares cancelled/repurchased during the year	<b>4 944 161</b>	(26 778 785)
Consolidation of The Greenbay Share Trust	<b>(44 547)</b>	(2 258 199)
Return of capital distribution	<b>11 658 301</b>	11 658 301
Distribution paid – final 2018: cash (paid 7 January 2019)	<b>820 768</b>	–
<b>Closing balance</b>	<b>–</b>	(17 378 683)