

**Return of Allotment of Shares**Company Name: **LIVANOVA PLC**Company Number: **09451374**Received for filing in Electronic Format on the: **07/12/2017**

X6KRMF9K

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 03/11/2017 | 01/12/2017 |

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 915 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 19.67 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-------------|
| Class of Shares: | ORDINARY | Number allotted | 1265 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.7 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-------------|
| Class of Shares: | ORDINARY | Number allotted | 1181 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 43.9 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 444 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 32.42 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 156 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.58 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 200 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.45 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 500 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 18.53 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 510 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 19.58 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 973 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 32.39 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 156 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.53 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 2206 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 32.28 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-------------|
| Class of Shares: | ORDINARY | Number allotted | 1850 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.4 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 119 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 32.25 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 100 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.22 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 1204 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 32.04 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-------------|
| Class of Shares: | ORDINARY | Number allotted | 2510 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 39.1 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 1239 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 43.24 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 893 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 38.93 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------|-------------|
| Class of Shares: | ORDINARY | Number allotted | 1233 |
|-------------------------|-----------------|-----------------|-------------|

| | | | |
|-----------|------------|-----------------------------|--------------|
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 43.04 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 29 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 10.99 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 200 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 19.19 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 1298 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 23.98 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 2267 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 24.11 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|------------------|----------|--------------------------|----------|
| Class of Shares: | ORDINARY | Number allotted | 48278620 |
| Currency: | GBP | Aggregate nominal value: | 48278620 |

Prescribed particulars

A) EACH HOLDER OF AN ORDINARY SHARE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH IT IS A HOLDER B) THE HOLDERS OF ORDINARY SHARES SHALL, IN RESPECT OF THE ORDINARY SHARES HELD BY THEM, BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT,GENERAL MEETINGS OF THE COMPANY. C) THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS ON THE ORDINARY SHARES EACH ORDINARY SHARE SHALL RANK EQUALLY WITH ALL OTHER ORDINARY SHARES IN THE CAPITAL OF THE COMPANY FOR ANY DIVIDEND AND SHALL RECEIVE ITS PRO RATA PORTION OF ANY DIVIDEND ROUNDED TO THE NEAREST WHOLE NUMBER. D) ON A RETURN OF CAPITAL ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG MEMBERS SHALL, AFTER PAYING ANY SHARES WHICH RANK IN PRIORITY, BE DISTRIBUTED TO EACH HOLDER OF ANY ORDINARY SHARE PRO RATA TO ITS SHAREHOLDING ROUNDED TO THE NEXT WHOLE NUMBER. E) THE ORDINARY SHARES ARE NOT REDEEMABLE

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|-----------------|
| Currency: | GBP | Total number of shares: | 48278620 |
| | | Total aggregate nominal value: | 48278620 |
| | | Total aggregate amount unpaid: | 0 |

Authorisation

Authenticated

This form was authorised by one of the following:

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