

# SH01

## Return of allotment of shares



Companies House

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Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

☒ **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 or for an allotment of a new class of  
shares by an unlimited company

SATURDAY



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27/02/2016

#498

COMPANIES HOUSE

### 1 Company details

Company number 00571334

Company name in full Philip Dennis Foodservice Limited

→ **Filing 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 26/02/2016  
To Date

**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

Class of shares (E.g. Ordinary/Preference etc.)	Currency	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
Ordinary A	£	57,656	1 00	1 00	0 00

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)

The cancellation of 57,656 Ordinary A Shares held by Elizabeth Dennis (ED) and John Preston Dennis (JD), which were fully paid up and that the amount by which the share capital was so reduced was repaid to the holders such shares by way of a mixture of cash, shares and loan notes equal to the value of the shares being cancelled, as follows - (a) the payment by Philip Dennis Foodservice (Holdings) Limited (PDFH) of £175,000 to each of ED and JD, (b) the fresh issue of 57,656 Ordinary A Shares in the Company to PDFH, (c) the appointment of ED and JD as directors of PDFH, (d) the issue of £136,500 of non-qualifying corporate bond loan notes by PDFH to each of ED and JD, and (e) the issue of 800,000 non-voting redeemable preference shares of £1 each and 100 ordinary shares of £1 each in PDFH to each of ED and JD

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**Statement of capital**

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return

**4****Statement of capital (Share capital in pound sterling (£))**

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary A	1 00	0 00	85,267	£ 85,267
Ordinary B	1 00	0 00	20,000	£ 20,000
				£
				£
<b>Totals</b>			105,267	£ 105,267

**5****Statement of capital (Share capital in other currencies)**

Please complete the table below to show any class of shares held in other currencies.  
Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

**6****Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate  
nominal value ③

③ Total aggregate nominal value  
Please list total aggregate values in  
different currencies separately. For  
example £100 + €100 + \$10 etc

① Including both the nominal value and any  
share premium

② Total number of issued shares in this class

④ E.g. Number of shares issued multiplied by  
nominal value of each share

Continuation Pages  
Please use a Statement of Capital continuation  
page if necessary

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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 statement of capital share tables in Section 4 and Section 5

**① 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 and any terms or conditions relating to redemption of these shares.

A separate table must be used for each class of share

**Continuation page**

Please use a Statement of Capital continuation page if necessary

Class of share

Ordinary A

Prescribed particulars

①

See continuation sheet

Class of share

Ordinary B

Prescribed particulars

①

See continuation sheet

Class of share

Prescribed particulars

①

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**Signature**

I am signing this form on behalf of the company

Signature

Signature

X

This form may be signed by  
Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver,  
Receiver, Receiver manager, CIC manager

**② 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

**③ 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 **Emma Thomas**Company name **OTB Eveling LLP**Address **Senate Court****Southernhay Gardens**Post town **Exeter**County/Region **Devon**Postcode **E X 1 1 N T**Country **United Kingdom**DX **122695 Exeter**Telephone **01392 823811****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 appropriate 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary A	
Prescribed particulars	<p>(a) each ordinary A share entitles the holder to receive notice, attend, speak and to one vote at any general meeting (b) the ordinary A shares and the ordinary B Shares constitute separate classes of shares and the directors may at any time declare dividends on one class of shares but not on another, and may declare dividends at different rates on different classes of share (c) each holder of ordinary A shares is entitled to participate <i>pari passu</i> in any distribution arising from a return of capital, liquidation, capital reduction or winding up of the Company with the holders of the ordinary B shares (d) the ordinary A shares are not redeemable</p>	

# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary B	
Prescribed particulars	<p>(a) each ordinary B share entitles the holder to receive notice, attend, speak at any general meeting but have no voting rights (b) the ordinary B shares and the ordinary A Shares constitute separate classes of shares and the directors may at any time declare dividends on one class of shares but not on another, and may declare dividends at different rates on different classes of share (c) each holder of ordinary B shares is entitled to participate <i>pari passu</i> in any distribution arising from a return of capital, liquidation, capital reduction or winding up of the Company with the holders of the ordinary A shares (d) the ordinary B shares are not redeemable.</p>	