



SH01

Return of allotment of shares



Companies House

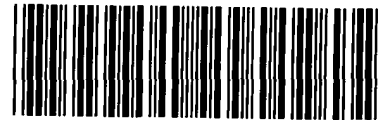


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☒ **What this form is for**  
You may use this form to give notice of shares allotted following incorporation.

☐ **What this form is NOT for**  
You cannot use this form to give notice of shares taken by subscription on formation of the company for an allotment of a new class of shares by an unlimited company.

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27/09/2019

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COMPANIES HOUSE

**1 Company details**

Company number 0 0 8 8 7 4 0 0  
Company name in full VIAVI SOLUTIONS UK LIMITED

→ **Filling 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 1 3 0 9 2 0 1 9  
To Date

**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.)

**Currency**  
If currency details are not completed we will assume currency is in pound sterling.

Currency	Class of shares (E.g. Ordinary/Preference etc.)	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
GBP	ORDINARY	1,000	1	112,666.681	Nil

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)

These shares were issued in consideration for the acquisition of shares in a third company (Aeroflex Limited).

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**Statement of capital**

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
GBP	ORDINARY	1,001,000	1,001,000	
GBP	PREFERENCE	350,000	350,000	
<b>Totals</b>		1,351,000	1,351,000	Nil
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		Total number of shares 1,351,000	Total aggregate nominal value ❶ £1,351,000	Total aggregate amount unpaid ❶ Nil

❶ Please list total aggregate values in different currencies separately.  
For example: £100 + €100 + \$10 etc.

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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 share capital tables in Section 4.

Class of share

ORDINARY

Prescribed particulars  
①

WITH REGARDS TO THE 1,000,000 ORDINARY SHARES EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU (WITH OTHER ORDINARY SHARES) TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU (WITH OTHER ORDINARY SHARES) TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Class of share

PREFERENCE

Prescribed particulars  
①

SEE SH01 CONTINUATION PAGE.

Class of share

Prescribed particulars  
①**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.

A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

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**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director, Secretary, Person authorised, 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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## Return of allotment of shares

**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	Nicholas Sullivan
Company name	Fried, Frank, Harris, Shriver & Jacobson (London) LLP
Address	41 Lothbury
Post town	
County/Region	London
Postcode	E C 2 R 7 H F
Country	United Kingdom
DX	
Telephone	020 7972 6239

**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 relevant 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

SH01 - continuation page  
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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE	
Prescribed particulars	<p>WITH REGARDS TO THE 350,000 5% NON-CUMULATIVE PREFERENCE SHARES, SUCH SHARES ARE NOT ENTITLED TO VOTE OR TO NOTICE OF A SHAREHOLDER MEETING UNLESS THE BUSINESS OF THE MEETING IS TO CONSIDER THE WINDING UP OF THE COMPANY, A REDUCTION IN CAPITAL OR ANY RESOLUTION WHICH WOULD DIRECTLY OR ADVERSELY MODIFY THE RIGHTS OR PRIVILEGES ATTACHED TO THE PREFERENCE SHARES. PREFERENCE SHARES SHALL BE ENTITLED TO A PREFERENCE OVER ORDINARY SHARES ON DECLARED DIVIDENDS, UNLESS SUCH RIGHTS ARE WAIVED. PREFERENCE SHARES MAY BE REDEEMED AT PAR FOLLOWING SIX MONTHS' NOTICE FROM THE COMPANY OR AT ANY TIME BY THE SHAREHOLDERS GIVING SIX MONTHS' NOTICE. UPON WINDING UP, HOLDERS OF PREFERENCE SHARES ARE ENTITLED TO REPAYMENT OF PAID UP CAPITAL, TOGETHER WITH ANY ARREARS OF DECLARED FIXED PAYMENT DIVIDEND, IN PRIORITY TO ANY RETURN OF CAPITAL ON ANY ORDINARY SHARES.</p>	