

RP04

Second filing of a document previously delivered



Companies House

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of whether it was properly delivered.

A second filing of a document cannot be filed where it is information that was originally properly delivered. Form RP04 cannot be used in these circumstances.

For further information, please refer to our guidance at www.gov.uk/companieshouse



A09 *AAF6SA7T* 15/10/2021 #168
COMPANIES HOUSE

1 Company details

Company number 0 1 0 0 0 6 0 8

Company name in full Management Consulting Group PLC

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Applicable documents

This form **only** applies to the following forms:

- AP01 Appointment of director
- AP02 Appointment of corporate director
- AP03 Appointment of secretary
- AP04 Appointment of corporate secretary
- CH01 Change of director's details
- CH02 Change of corporate director's details
- CH03 Change of secretary's details
- CH04 Change of corporate secretary's details
- TM01 Termination of appointment of director
- TM02 Termination of appointment of secretary
- SH01 Return of allotment of shares
- AR01 Annual Return
- CS01 Confirmation statement (Parts 1-4 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

RP04

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3 Description of the original document

Document type ①	SH01 - Return of Allotment of Shares that, in turn, replaced the earlier form filed on 13 March 2021		① Description of the original document Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.
Date of registration of the original document	<div> <div>d</div> <div>0</div> <div>d</div> <div>4</div> </div> <div> <div>m</div> <div>0</div> <div>m</div> <div>8</div> </div> <div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> <div>y</div> <div>2</div> <div>y</div> <div>1</div> </div>		

4 Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).



SH01

Return of allotment of shares



Companies House



Go online to file this information

www.gov.uk/companieshouse

☒ **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 subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number 01000608
Company name in full Management Consulting Group PLC

→ **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 25 02 2021
To Date d d m m y y y y

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.

Currency ②	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	Non-redeemable preference	1,945,319,013	0.0023	0.0023	0.0000

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)

SH01

Return of allotment of shares

4

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
Currency table A				
GBP	Ordinary	1,516,528,424	15,165,284.24	
GBP	Non-redeemable preference	1,945,319,013	4,474,233.73	
Totals		3,461,847,437	19,639,517.97	0

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ^❶	Total aggregate amount unpaid ^❶
3,461,847,437	19,639,517.97	0

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

SH01

Return of allotment of shares

5 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	<p>A) On a show of hands every ordinary shareholder shall have one vote and on a poll every ordinary shareholder shall have one vote for every ordinary share of which they are the holder.</p> <p>B) Each ordinary shareholder is entitled to receive payment of dividends in proportion to the amount paid up on his shares. The class of non-redeemable preference shares shall have a preferential right to receive dividends in priority to the ordinary shares, until such time as dividends equal in value to the subscription value of the non-redeemable preference shares have been paid by the company.</p>
Class of share	Non-Redeemable Preference
Prescribed particulars ①	<p>A) The non-redeemable preference shares carry voting rights equivalent to those of ordinary shares (one vote per share).</p> <p>B) The non-redeemable preference shares rank pari passu amongst each other and have a preferential right to receive dividends over the rights attaching to ordinary shares until such time as dividends equal in value to the subscription value of the non-redeemable preference shares have been paid by the company. Following such occurrence, the non-redeemable preference shares will rank equally with the ordinary shares with respect to dividend entitlements.</p>
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.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director ②, Secretary, Person authorised ①, 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.

① Person authorised

Under either section 270 or 274 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Ordinary	
Prescribed particulars	<p>(C) Following a sale of all or substantially all of the assets of the company, the proceeds of such sale available for distribution, or, on a capital reduction or a return of capital (including on a liquidation or winding up) the assets of the company (insofar as they remain, following the payment of any liabilities), shall be applied as follows:</p> <p>(i) first, an amount equal to the aggregate par value of the non-redeemable preference shares minus the aggregate amount of any dividends or distributions made or paid to non-redeemable preference shareholders <i>pari passu</i> amongst non-redeemable preference shares and in priority to ordinary shares, shall first be paid to the holders of the preference shares;</p> <p>(ii) secondly, an amount equal to the aggregate par value of a non-redeemable preference share shall be paid to the holders of the ordinary shares in respect of each ordinary share they hold; and</p> <p>(iii) thirdly, any remaining balance shall be paid on a pro rata basis to the all shareholders, with the non-redeemable preference shares ranking <i>pari passu</i> with the ordinary shares for such purposes.</p> <p>D) The ordinary shares are not issued as redeemable, and are not redeemable (other than pursuant to chapter 5 of part 18 of the Companies Act 2006).</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Non-redeemable preference	
Prescribed particulars	<p>(C) Following a sale of all or substantially all of the assets of the company, the proceeds of such sale available for distribution, or, on a capital reduction or a return of capital (including on a liquidation or winding up) the assets of the company (insofar as they remain, following the payment of any liabilities), shall be applied as follows:</p> <p>(i) first, an amount equal to the aggregate par value of the non-redeemable preference shares minus the aggregate amount of any dividends or distributions made or paid to non-redeemable preference shareholders <i>pari passu</i> amongst non-redeemable preference shares and in priority to ordinary shares, shall first be paid to the holders of the preference shares;</p> <p>(ii) secondly, an amount equal to the aggregate par value of a non-redeemable preference share shall be paid to the holders of the ordinary shares in respect of each ordinary share they hold; and</p> <p>(iii) thirdly, any remaining balance shall be paid on a <i>pro rata</i> basis to the all shareholders, with the non-redeemable preference shares ranking <i>pari passu</i> with the ordinary shares for such purposes.</p> <p>D) The non-redeemable preference shares are not issued as redeemable, and are not redeemable (other than pursuant to chapter 5 of part 18 of the Companies Act 2006).</p>	

SH01

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	Simon Foster				
Company name	Baker McKenzie LLP				
Address	100 New Bridge Street				
Post town	London				
County/Region					
Postcode	E	C	4	V	6 J A
Country	United Kingdom				
DX					
Telephone	+44 (0) 207 919 1204				

**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 or email 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