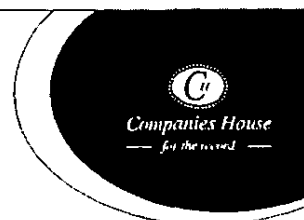


SH01

Return of allotment of shares



You can use the WebFiling service to file this form online.
Please go to 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 for**
You cannot use this
notice of shares taken
on formation of the
company for an allotment of
shares by an unlimited
company

THURSDAY



A13 09/01/2014 #206
COMPANIES HOUSE

1 Company details

Company number 02309086

Company name in full Dial Management 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 20/12/2013
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 ②	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 Shares		27,050	1 00	1 00	0
A Ordinary Shares		10	1 00	1 00	0
B Ordinary Shares		10	1 00	1 00	0

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 transfer of 27,000 ordinary shares of £1 00 each, 20 A ordinary shares of £1 00 each, 20 B ordinary shares of £1 00 each, 20 C ordinary shares of £1 00 each, 20 D ordinary shares of £1 00 each and 20 E ordinary shares of £1 00 each in the capital of Liverare Limited in accordance with the terms of the Share Purchase Agreement dated 20/12/13 and made between Michael Sparks, Catherine Sparks, Emma Grace Clark, Kate Alexandra Sparks and Melanie Dixon (1) and Dial Management Limited (2)

SH01

Return of allotment of shares

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Ordinary Shares	£1 00	£0 00	27,052	£ 27,052 00
A Ordinary Shares	£1 00	£0 00	10	£ 10 00
B Ordinary Shares	£1 00	£0 00	10	£ 10 00
C Ordinary Shares	£1 00	£0 00	10	£ 10 00
Totals			Cont	£ Cont

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

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 27,102

Total aggregate nominal value ❸ 27,102 00

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

❶ Including both the nominal value and any share premium

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

❸ Total number of issued shares in this class

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

SH01

Return of allotment of shares

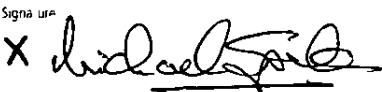
7

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	
Class of share	Ordinary Shares	
Prescribed particulars ①	Ordinary Shares with voting rights, rights to dividends, distribution and return of capital The Ordinary Shares are not redeemable	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	A Ordinary Shares	
Prescribed particulars ①	<p>A Ordinary Shares with rights to dividends, distribution and return of capital (limited to the amount paid up on such shares) The A Ordinary Shares are not redeemable</p> <p>The A Ordinary Shares shall not entitle the holders thereof to receive notice of or to attend at vote at any general meeting of the Company unless the business of the meeting involves the consideration of the winding up of the Company or the alteration of any rights attaching to the A Ordinary Shares</p>	
Class of share	B Ordinary Shares	
Prescribed particulars ①	<p>B Ordinary Shares with rights to dividends, distribution and return of capital (limited to the amount paid up on such shares) The B Ordinary Shares are not redeemable</p> <p>The B Ordinary Shares shall not entitle the holders thereof to receive notice of or to attend at vote at any general meeting of the Company unless the business of the meeting involves the consideration of the winding up of the Company or the alteration of any rights attaching to the B Ordinary Shares</p>	

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Signature

	I am signing this form on behalf of the company	
Signature	<p>Signature </p> <p>This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>	<p>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</p> <p>③ Person authorised Under either section 270 or 274 of the Companies Act 2006</p>

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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	Alex Wilby
Company name	Swinburne Maddison LLP
Address	Aykley Heads Business Centre
Post town	Durham
County/Region	Durham
Postcode	D H 1 5 T S
Country	United Kingdom
DX	60206 Durham
Telephone	0191 384 2441



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 or email 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

Shares allotted

② Currency
If currency details are not completed we will assume currency is in pound sterling

[illegible]

SH01 - continuation page

Return of allotment of shares

If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted

Details of non-cash
consideration

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valuation report (if
appropriate)

The transfer of 27,000 ordinary shares of £1 00 each, 20 A ordinary shares of £1 00 each, 20 B ordinary shares of £1 00 each, 20 C ordinary shares of £1 00 each, 20 D ordinary shares of £1 00 each and 20 E ordinary shares of £1 00 each in the capital of Liverare Limited in accordance with the terms of the Share Purchase Agreement dated and made between Michael Sparks, Catherine Sparks, Emma Grace Clark, Kate Alexandra Sparks and Melanie Dixon (1) and Dial Management Limited (2)

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

- 1 Including both the nominal value and any share premium
- 2 Total number of issued shares in this class
- 3 E.g. Number of shares issued multiplied by nominal value of each share

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)		
Class of share	C Ordinary Shares	
Prescribed particulars	<p>C Ordinary Shares with rights to dividends, distribution and return of capital (limited to the amount paid up on such shares) The C Ordinary Shares are not redeemable</p> <p>The C Ordinary Shares shall not entitle the holders thereof to receive notice of or to attend at vote at any general meeting of the Company unless the business of the meeting involves the consideration of the winding up of the Company or the alteration of any rights attaching to the C Ordinary Shares</p>	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)		
Class of share	D Ordinary Shares	
Prescribed particulars	<p>D Ordinary Shares with rights to dividends, distribution and return of capital (limited to the amount paid up on such shares) The D Ordinary Shares are not redeemable</p> <p>The D Ordinary Shares shall not entitle the holders thereof to receive notice of or to attend at vote at any general meeting of the Company unless the business of the meeting involves the consideration of the winding up of the Company or the alteration of any rights attaching to the D Ordinary Shares</p>	

SH01 - continuation page

Return of allotment of shares

7

Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	E Ordinary Shares	
Prescribed particulars	<p>E Ordinary Shares with rights to dividends, distribution and return of capital (limited to the amount paid up on such shares) The E Ordinary Shares are not redeemable</p> <p>The E Ordinary Shares shall not entitle the holders thereof to receive notice of or to attend at vote at any general meeting of the Company unless the business of the meeting involves the consideration of the winding up of the Company or the alteration of any rights attaching to the E Ordinary Shares</p>	