

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 NOT for**
You cannot use this form to give
notice of shares taken on
formation of the company or
for an allotment of shares by an unlimited company

WEDNESDAY



A1EV0640
A22 08/08/2012 #223
COMPANIES HOUSE

ise
uk

1 Company details

Company number 2 6 5 2 9 2 2

Company name in full Atraverda 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 ①

From Date d0 d2 m0 m7 y2 y0 y1 y2
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

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
B1 Ordinary Shares	Sterling	28181216	0.0000001	0.00	0.00000001
B1 Ordinary Shares	Sterling	76416665	0.0000001	0.00857	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 76,416,665 B1 Preferred Shares listed above were issued pursuant to
the conversion of existing Loan Notes valued at £655,000

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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
B Ordinary Shares	0.01	0.01	69489347	£ 698,493.47
A Ordinary Shares	0.01	0.01	57569545	£ 575,695.45
Ordinary Shares	0.01	0.01	16420099	£ 164,200.99
(Continued on form SH02_C1)				£
Totals			143478991	£ 1,438,389.91

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
Totals					

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
Totals					

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital		① Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc
Total number of shares		
Total aggregate nominal value ①		

① Including both the nominal value and any share premium

③ E.g. Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

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		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ol style="list-style-type: none"> particulars of any voting rights, including rights that arise only in certain circumstances, particulars of any rights, as respects dividends, to participate in a distribution, particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and 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	Ordinary	
Prescribed particulars 1	<ul style="list-style-type: none"> - 1 vote per share - Deferred rights on a return of capital (ranking behind all other preferential payments on the other classes of shares) but ranks equally with all classes of share after all preferential payments made - These shares shall be entitled to dividends only if the holders of the A Ordinary Shares and the B Ordinary Shares agree to one being paid in writing and only if there are sufficient profits available after payment of the fixed dividend to the holders of the A Ordinary Shares and the B Ordinary Shares 	
Class of share	A Ordinary	
Prescribed particulars 1	<ul style="list-style-type: none"> - 1 vote per share - Deferred rights on a return of capital (ranking equally with the B Ordinary Shares but behind the B1 Preferred Shares preferential payment and ahead of all other classes of shares in respect of its preferential payments) Ranks equally with all classes of share after all preferential payments made - Shares to be redeemed on or before 31 December 2015 - These shares can be converted into Ordinary Shares at any point - These shares are entitled to a dividend in the sum of 0 764 pence per share in the event that there are sufficient profits available for distribution 	
Class of share	B Ordinary	
Prescribed particulars 1	<ul style="list-style-type: none"> - 1 vote per share - Deferred rights on a return of capital (ranking equally with the A Ordinary Shares but behind the B1 Preferred Shares preferential payment and ahead of all other classes of shares in respect of its preferential payments) Ranks equally with all classes of share after all preferential payments made - Shares to be redeemed on or before 31 December 2015 - These shares can be converted into Ordinary Shares at any point - These shares are entitled to a dividend in the sum of 1 2 pence per share in the event that there are sufficient profits available for distribution 	

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Signature

I am signing this form on behalf of the company		<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>
Signature	<p>Signature</p> <p>X <i>Ernst & Young LLP</i> X</p> <p>This form may be signed by Director 2, Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>	

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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 **Richard Franklin**Company name **Eversheds LLP**Address **1 Callaghan Square**Post town **Cardiff**

County/Region

Postcode

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Country

DX **DX 33016 Cardiff**Telephone **0845 497 9797****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 enquires@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B1 Ordinary Shares	
Prescribed particulars	<ul style="list-style-type: none"> - 1 vote per share - Deferred rights on a return of capital (ranking ahead of all other classes of shares in respect of its preferential payments, but then ranking equally thereafter). Ranks equally with all classes of share after all preferential payments made. - Shares to be redeemed on or before 31 December 2015 - These shares can be converted into Ordinary Shares at any point - These shares are entitled to a dividend ranking equally with all other shareholders only after all preferred dividends have been paid and provided that a majority of the holders of A Ordinary, B Ordinary and B1 Preferred Ordinary Shares have agreed to a dividend being paid and there are sufficient reserves available. 	

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

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