

SH01

Return of allotment of shares



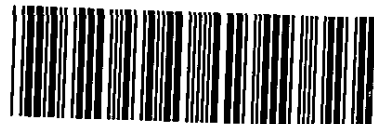
Companies House

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 g
notice of shares taken by sub-
on formation of the company
for an allotment of a new cla
shares by an unlimited comp.

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COMPANIES HOUSE

1 Company details

Company number 0 2 8 9 2 5 5 9

Company name in full Frontier Developments plc

→ **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 ¹

From Date d 0 d 7 m 0 m 5 y 2 y 0 y 1 y 4

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
Ordinary		2,001,573	£0.005	5,090,000	

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)

Acquisition of intellectual property rights from Professional Practice Automation LLP. Valuation
report for the purposes of Section 593(1) of the Companies Act 2006 attached

27/5/14

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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	14,158,142		33,354,897	£ 166,774
				£
				£
				£
Totals			33,354,897	£ 166,774

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

Total number of shares	
Total aggregate nominal value ④	

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

③ Total number of issued shares in this class

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

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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	
Prescribed particulars ①	One vote for every share held Equal participation with other ordinary shareholders in dividends declared and distributions Shares are not redeemable except by cancellation	
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

① Prescribed particulars of rights attached to shares

The particulars are

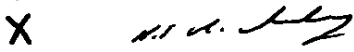
- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder 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

8 Signature

	I am signing this form on behalf of the company	
Signature	<div>Signature</div> <div>  </div> <div>COMPANY SECRETARY</div>	X
	This form may be signed by Director ②, Secretary, Person authorised ③, 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	Neil Armstrong
Company name	Frontier Developments plc
Address	
306 Science Park	
Milton Road	
Post town	
Cambridge	
County/Region	
Postcode	C B 4 0 W G
Country	
DX	
Telephone	01223 349300



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



Our Ref MJT/SK

Frontier Developments Plc
306 Science Park
Cambridge
CB4 0WG

2892559

Grant Thornton UK LLP
30 Finsbury Square
London EC2P 2YU

T +44 (0)20 7383 5100
F +44 (0)20 7184 4301
www.grantthornton.co.uk

Independent accountants' report to Frontier Developments Plc ("the Company") for the purposes of section 593(1) of the Companies Act 2006

We report on the value of the Consideration for the allotment of 2,001,573 ordinary shares in the Company to Professional Practice Automation LLP of certain Intellectual Property rights acquired by the Company. The ordinary shares of the Company having a nominal value of £0.005 each, to be issued at a premium of £2.538 pence per share. The par value of the Ordinary Shares and the share premium are to be treated as fully paid up and in total will amount to £5,090,000.

The consideration for the allotment is the acquisition (the "Acquisition") of the Intellectual Property Assignment (the IP Assignment) set out in the Agreement 1 June 2008 between Frontier Developments Plc (Frontier or the Company) (incorporated under the laws of England and Wales, company number 2892559) and David Braben.

Basis of opinion

The IP Assignment has been valued by Grant Thornton UK LLP on 15 April 2014 using the market based and income based methods of valuation and in our opinion it is reasonable to accept such a valuation.

Opinion

In our opinion, the method of valuation of the Consideration is reasonable in all the circumstances. There appears to have been no material change in the value of the Consideration since the valuation was made. On the basis of the valuation, in our opinion, the value of the proportion of that Consideration attributable to the Ordinary Shares to be allotted is not less than £5,090,000 (being the total amount to be treated as paid up on the Ordinary Shares allotted together with the share premium).

This report is provided solely for the purposes of section 593(1) of the Companies Act 2006.

Grant Thornton UK LLP

Grant Thornton UK LLP
Registered Auditors
Chartered Accountants
London

24 April 2014



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22/05/2014
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Chartered Accountants
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A list of members is available from our registered office.

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