

SH01

BLUEPRINT

2000

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 by subscrip
on formation of the company or for
allotment of a new class of shares
an unlimited company

TH
FRIDAY



A4G83000
A16 18/09/2015 #345
COMPANIES HOUSE
A4ENK7Y8
A29 27/08/2015 #225
COMPANIES HOUSE

1 Company details

Company number 2 9 8 2 6 9 6
Company name in full Cavendish Kinetics 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 d 3 d 1 m 07 y 2 y 0 y 1 y 5
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 (Eg 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 |
|---|------------|------------------------------|--------------------------------|---|---|
| Series F Preferred | GBP | 18,041,750 | 0 01 | US\$ 0.281 | 0 00 |
| Series F Preferred | GBP | 94,040,095 | 0 01 | US\$ 0 33 | 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)

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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 (Eg 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 |
|---|--------------------------------|--|--------------------|---------------------------|
| See attached schedule | | | | £ |
| | | | | £ |
| | | | | £ |
| | | | | £ |
| Totals | | | | £ |

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 (Eg 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 (Eg 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 | |
| Total aggregate nominal value ❶ | |

❶ 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

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Return of allotment of shares

Statement of capital

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

| Currency | Pounds Sterling | | | |
|--|-----------------------------------|---|--------------------|---------------------------|
| Class of shares (Eg 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 ❶ |
| Ordinary | 0 01 | 0 00 | ✓ 23,586,005 | £235,860 05 |
| Ordinary | 0 0225 | 0 00 | ✓ 2,350,017 | £23,500.17 |
| Ordinary | 0 02326 | 0 00 | ✓ 21,178 | £211.78 |
| Ordinary | 0 0252 | 0 00 | ✓ 2,027,972 | £20,279.72 |
| Ordinary | 0.038 | 0 00 | ✓ 157,763 | £1,577.63 |
| Ordinary | 0.041 | 0 00 | ✓ 44,254 | £442.54 |
| Ordinary | 0 06156 | 0 00 | ✓ 6,949 | £69.49 |
| Ordinary | 0.25 | 0 00 | ✓ 56,000 | £560.00 |
| Ordinary | 0.38 | 0 00 | ✓ 190,407 | £1,904.07 |
| Ordinary | 1.59 | 0 00 | ✓ 94,371 | £943.71 |
| Ordinary | 2.50 | 0 00 | ✓ 150,000 | £1,500 00 |
| Ordinary | 12 937 | 0 00 | 345,946 | £3,459.46 |
| Series A Preferred | 0 23 | 0 00 | 775,696 | £7,756.96 |
| Series A Preferred | 0.264 | 0 00 | 19,362,235 | £193,622.35 |
| Series A Preferred | 0 29 | 0 00 | ✓ 7,744,896 | £77,448.96 |
| Series B Preferred | 0.123 | 0 00 | ✓ 44,820,617 | £448,206.17 |
| Series B-1 Preferred | 0.135 | 0 00 | ✓ 16,613,105 | £166,131.05 |
| Series B-1 Preferred | 0 14 | 0 00 | ✓ 29,529,432 | £295,294.32 |
| Series C Preferred | 0 14 | 0.00 | ✓ 91,549,941 | £915,499.41 |
| Series D Preferred | 0.3307 | 0 00 | ✓ 37,818,060 | £378,180 60 |
| Series E Preferred | 0 33071 | 0 00 | ✓ 20,226,178 | £202,261 78 |
| Series F Preferred | 0 281 | 0 00 | ✓ 18,041,750 | £180,417 50 |
| Series F Preferred | 0.33 | 0 00 | ✓ 94,040,095 | £940,400 95 |
| | | | | |
| | | | | |
| Totals | | | 409,552,867 | £4,095,528 67 |

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

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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 | |
| Class of share | £0 01 Ordinary | |
| Prescribed particulars ① | The Ordinary shares have full voting rights Equal dividend rights with the other shares following a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution for the preferred share holders Capital distribution (including on winding up) rights of (following the priority payments to all the other share classes) any remaining surplus assets available distributed among all the shareholders according to the number of shares they hold They do not confer rights of redemption | <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 | £0 01 Series A Preferred | |
| Prescribed particulars ① | See attached schedule | |
| Class of share | £0 01 Series B Preferred | |
| Prescribed particulars ① | See attached schedule | |

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Signature

| | | |
|-----------|--|---|
| | I am signing this form on behalf of the company | |
| Signature | <p>Signature</p> <p>X  X</p> <p>For and on behalf of Taylor Wessing secretaries Limited</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> |
| | This form may be signed by Director ④ Secretary, Person authorised ⑤ Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager | |

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Return of allotment of shares

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

| | | |
|------------------------|--|--|
| Class of share | £0.01 Series A Preferred | |
| Prescribed particulars | <p>The A Preferred shares have full voting rights. Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution. Capital distribution (including on winding up) rights of, following the payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference, the Series B-1 Liquidation Preference and the Series B Liquidation Preference, the Original Purchase Price in respect of each Series A Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series A Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Ordinary Shareholders. If upon a liquidation event, the assets to be distributed among the Series A Preferred Shareholders (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference, the Series B-1 Liquidation Preference and the Series B Liquidation Preference) are insufficient to permit the payment to such Series A Preferred Shareholders of the full Series A Liquidation Preference for their Series A Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference, the Series B-1 Liquidation Preference and the Series B Liquidation Preference) shall be distributed with equal priority and pro rata among the Series A Preferred Shareholders in proportion to the aggregate Series A Liquidation Preference each such Series A Preferred Shareholder is otherwise entitled to receive. They do confer rights of redemption.</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|---|--|
| Class of share | £0.01 Series B Preferred | |
| Prescribed particulars | <p>The B Preferred shares have full voting rights. Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution. Capital distribution (including on winding up) rights of, following the payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference and the Series B-1 Liquidation Preference, the original purchase price in respect of each Series B Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series B Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Ordinary Shareholders. If upon a liquidation event, the assets to be distributed among the Series B Preferred Shareholders (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference and the Series B-1 Liquidation Preference) are insufficient to permit the payment to such Series B Preferred Shareholders of the full Series B Liquidation Preference for their Series B Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference, the Series C Liquidation Preference and the Series B-1 Liquidation Preference) shall be distributed with equal priority and pro rata among the Series B Preferred Shareholders in proportion to the aggregate Series B Liquidation Preference each such Series B Preferred Shareholder is otherwise entitled to receive. They do confer rights of redemption.</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|--|--|
| Class of share | £0 01 Series B-1 Preferred | |
| Prescribed particulars | <p>The B-1 Preferred shares have full voting rights Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution. Capital distribution (including on winding up) rights of, following the payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference and the Series C Liquidation Preference, the original purchase price in respect of each Series B-1 Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series B-1 Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Series B Preferred Shareholders, Series A Preferred Shareholders or the Ordinary Shareholders If upon a liquidation event, the assets to be distributed among the Series B-1 Preferred Shareholders (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference and the Series C Liquidation Preference) are insufficient to permit the payment to such Series B-1 Preferred Shareholders of the full Series B-1 Liquidation Preference for their Series B-1 Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference, the Series D Liquidation Preference and the Series C Liquidation Preference) shall be distributed with equal priority and pro rata among the Series B-1 Preferred Shareholders in proportion to the aggregate Series B-1 Liquidation Preference each such Series B-1 Preferred Shareholder is otherwise entitled to receive They do confer rights of redemption</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|---|--|
| Class of share | £0.01 Series C Preferred | |
| Prescribed particulars | <p>The shares have attached to them full voting rights Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution Capital distribution (including on winding up) rights of, following the payment of the Series F Liquidation Preference, the Series E Liquidation Preference and the Series D Liquidation Preference, the Series C Preferred Shareholders, the original purchase price in respect of each Series C Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series C Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Series B-1 Preferred Shareholders, Series B Preferred Shareholders, Series A Preferred Shareholders or the Ordinary Shareholders If upon a liquidation event, the assets to be distributed among the Series C Preferred Shareholders (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference and the Series D Liquidation Preference) are insufficient to permit the payment to such Series C Preferred Shareholders of the full Series C Liquidation Preference for their Series C Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference, the Series E Liquidation Preference and the Series D Liquidation Preference) shall be distributed with equal priority and pro rata among the Series C Preferred Shareholders in proportion to the aggregate Series C Liquidation Preference each such Series C Preferred Shareholder is otherwise entitled to receive They do not confer any rights of redemption</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|---|--|
| Class of share | £0 01 Series D Preferred | |
| Prescribed particulars | <p>The D Preferred shares have full voting rights</p> <p>Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution</p> <p>Capital distribution (including on winding up) rights of, following the payment of the Series F Liquidation Preference and the Series E Liquidation Preference, the original purchase price in respect of each Series D Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series D Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Series C Preferred Shareholders, Series B-1 Preferred Shareholders, Series B Preferred Shareholders, Series A Preferred Shareholders or the Ordinary Shareholders</p> <p>If upon a liquidation event, the assets to be distributed among the Series D Preferred Shareholders (after payment of the Series F Liquidation Preference and the Series E Liquidation Preference) are insufficient to permit the payment to such Series D Preferred Shareholders of the full Series D Liquidation Preference for their Series D Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference and the Series E Liquidation Preference) shall be distributed with equal priority and pro rata among the Series D Preferred Shareholders in proportion to the aggregate Series D Liquidation Preference</p> <p>each such Series D Preferred Shareholder is otherwise entitled to receive the original purchase price in respect of each Series D share held plus an amount equal to all declared and unpaid dividend</p> <p>Any additional remaining surplus assets available after the priority payments shall be distributed among all the shareholders according to the number of shares they hold</p> <p>They do confer rights of redemption</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|---|--|
| Class of share | £0 01 Series E Preferred | |
| Prescribed particulars | <p>The E Preferred shares have full voting rights. Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution. Capital distribution (including on winding up) rights (following the payment of the Series F Liquidation Preference) of the original purchase price in respect of each Series E Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series E Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Series D Preferred Shareholders, Series C Preferred Shareholders, Series B-1 Preferred Shareholders, the Series B Preferred Shareholders, the Series A Preferred Shareholders or the Ordinary Shareholders. If upon a liquidation event, the assets to be distributed among the Series E Preferred Shareholders (after payment of the Series F Liquidation Preference) are insufficient to permit the payment to such Series E Preferred Shareholders of the full Series E Liquidation Preference for their Series E Preferred Shares, then the entire assets of the Company legally available for distribution (after payment of the Series F Liquidation Preference) shall be distributed with equal priority and pro rata among the Series E Preferred Shareholders in proportion to the aggregate Series E Liquidation Preference each such Series E Preferred Shareholder is otherwise entitled to receive. They do confer rights of redemption.</p> | |

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Return of allotment of shares

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

| | | |
|------------------------|--|--|
| Class of share | £0 01 Series F Preferred | |
| Prescribed particulars | <p>The F Preferred shares have full voting rights. Dividend rights of a priority payment of an annual dividend of 8% of the applicable original purchase price out of any profits available for distribution Capital distribution (including on winding up) rights of a priority payment of the original purchase price in respect of each Series F Preferred Share held plus an amount equal to all declared and unpaid dividends thereon (the "Series F Liquidation Preference"), if any, to the date that payment is made, before any payment shall be made or any assets distributed to the Series E Preferred Shareholders, Series D Preferred Shareholders, Series C Preferred Shareholders, Series B-1 Preferred Shareholders, the Series B Preferred Shareholders, the Series A Preferred Shareholders or the Ordinary Shareholders. If upon a liquidation event, the assets to be distributed among the Series F Preferred Shareholders are insufficient to permit the payment to such Series F Preferred Shareholders of the full Series F Liquidation Preference for their Series F Preferred Shares, then the entire assets of the Company legally available for distribution shall be distributed with equal priority and pro rata among the Series F Preferred Shareholders in proportion to the aggregate Series F Liquidation Preference each such Series F Preferred Shareholder is otherwise entitled to receive They do confer rights of redemption</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

Company name

Taylor Wessing LLP

Address

5 New Street Square

Post town

London

County/Region

Postcode

E C 4 A 3 T W

Country

United Kingdom

DX

Telephone



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