

SH01

Return of allotment of shares

BLUEPRINT

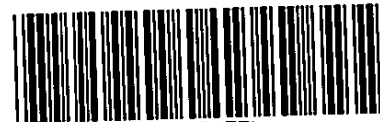
OneWorld

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

TUESDAY



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A21

08/10/2013

#33

COMPANIES HOUSE

1 Company details

Company number 05562373

Company name in full Fairfield Energy 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

From Date 02/10/2013
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.

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
"A" Preference	USD	43,752	0.01	0.05333	0.00
"B" Preference	USD	3,750,234	0.01	0.05333	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.

Details of non-cash
consideration

If a PLC, please attach
valuation report (if
appropriate)

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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
				£
				£
				£
				£
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	\$ (US Dollar)			
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
See continuation pages				
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 98,020,330

Total aggregate nominal value ④ US\$980,203.30

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.

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

③ Total number of issued shares in this class.

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

- ❶ Including both the nominal value and any share premium.
- ❷ Total number of issued shares in this class.
- ❸ E.g. Number of shares Issued multiplied by nominal value of each share

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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	See continuation pages
Prescribed particulars ①	
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

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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

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	US\$0 01 "A" Preference Shares	
Prescribed particulars	<p>a Rights to vote if present or represented by proxy or duly authorised representative (and on a poll to have as many votes as shares)</p> <p>b . Rights to participate in dividends pari passu with the other shareholders on the basis of the number of shares held (as if all share classes constituted one class treating preference shares on as-converted basis)</p> <p>c Rights to receive money distributable to shareholders upon a liquidation subject to (i) the subordinated preference certificates holders' rights and (ii) the outstanding interest holders' rights.</p> <p>d . Not redeemable</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	US\$0.01 "B" Preference Shares	
Prescribed particulars	<p>a Rights to vote if present or represented by proxy or duly authorised representative (and on a poll to have as many votes as shares)</p> <p>b . Rights to participate in dividends pari passu with the other shareholders on the basis of the number of shares held (as if all share classes constituted one class treating preference shares on as-converted basis)</p> <p>c . Rights to receive money distributable to shareholders upon a liquidation subject to (i) the subordinated preference certificates holders' rights and (ii) the outstanding interest holders' rights.</p> <p>d Not redeemable</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	US\$0 01 "Founder" Ordinary Shares	
Prescribed particulars	<p>a Rights to vote if present or represented by proxy or duly authorised representative (and on a poll to have as many votes as shares).</p> <p>b Rights to participate in dividends pari passu with the other shareholders on the basis of the number of shares held (as if all share classes constituted one class treating preference shares on as-converted basis).</p> <p>c Rights to receive money distributable to shareholders upon a liquidation subject to (i) the subordinated preference certificates holders' rights and (ii) the outstanding interest holders' rights</p> <p>d Not redeemable</p>	


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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	US\$0.01 Incentive Ordinary Shares	
Prescribed particulars	<p>a By default the Incentive Ordinary Shares are "unvested", but become "vested" subject to "dollar vesting" and "time vesting". "Dollar vesting" occurs on receipt by the company of future subscriptions from the shareholders, and "time vesting" occurs by the lapse of time</p> <p>b If shares vested, rights to vote if present or represented by proxy or duly authorised representative (and on a poll to have as many votes as shares), if unvested, no rights to vote at or attend any general meeting</p> <p>c If vested, rights to participate in dividends <i>pari passu</i> with other shareholders on the basis of the number of shares held (as if all share classes constituted one class treating preference shares on as-converted basis), if unvested, no rights to receive any dividend or other distribution.</p> <p>d Once vested, not redeemable. If unvested, the company may elect to purchase immediately before the earliest of liquidation, listing or sale (of the company) or five years after "time vesting" of the Incentive Ordinary Share in question commences</p> <p>e Whether vested or unvested, rights to receive money distributable upon a liquidation subject to (i) the subordinated preference certificates holders' rights and (ii) the outstanding interest holders' rights.</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	
Company name	Equiniti David Venus Limited
Address	Thames House
	Portsmouth Road
Post town	Esher
County/Region	Surrey
Postcode	K T 1 0 9 A D
Country	
DX	
Telephone	

	Checklist
We may return the forms completed incorrectly or with information missing.	
Please make sure you have remembered the following:	
<input type="checkbox"/> The company name and number match the information held on the public Register.	
<input type="checkbox"/> You have shown the date(s) of allotment in section 2	
<input type="checkbox"/> You have completed all appropriate share details in section 3.	
<input type="checkbox"/> You have completed the appropriate sections of the Statement of Capital.	
<input type="checkbox"/> 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	