

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 sub
on formation of the company
for an allotment of a new cla
shares by an unlimited compa

WEDNESDAY



A3DP00BT

A17

06/08/2014

#198

COMPANIES HOUSE

1 Company details

Company number 0 5 5 6 2 3 7 3

Company name in full Fairfield Energy 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 ①

From Date d 1 d 8 m 0 m 6 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

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 Shares	USD	10,967	0 01	0.05333	0.00
"B" Preference Shares	USD	1,864,149	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 107,661,489

Total aggregate nominal value ④ US\$1,042,819 395

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

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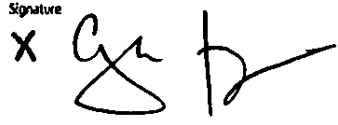
7

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.		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
Class of share	See continuation pages	
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

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Signature

I am signing this form on behalf of the company.		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 Person authorised Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature 	
This form may be signed by: Director ②, Secretary, Person authorised ①, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.		

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

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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 <i>pari passu</i> 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\$0 001 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 pari passu 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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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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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 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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Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	US\$0 001 Super Incentive 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 No rights to receive any dividend or other distribution whether of capital or income.</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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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 **Equinliti David Venus Limited**

Address **Thames House**

Portsmouth Road

Post town **Esher**

County/Region **Surrey**

Postcode

K	T	1	0	9	A	D
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Country

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