

**RE-SCAN**

096219

In accordance with  
Section 555 of the  
Companies Act 2006**SH01**

## Return of allotment of shares

**IRIS Laserform**You can use the WebFiling service to file this form online.  
Please go to [www.companieshouse.gov.uk](http://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**  
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 companyA30 15/07/2014 #92  
COMPANIES HOUSE**1 Company details**

Company number 05800796

Company name in full M2 SMILE 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 01/07/2014  
To Date 01/07/2014① 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	GBP	10862	0 10	0 10	0 00
C1 ORDINARY SHARES	GBP	1000	0 10	0 10	0 00
PREFERENCE SHARES	GBP	11869443	1 00	1 00	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 allottedContinuation page  
Please use a continuation page if  
necessaryDetails of non-cash  
consideration  
If a PLC, please attach  
valuation report (if  
appropriate)CONSIDERATION FOR B1 ORDINARY SHARES AND C1 ORDINARY SHARES IS THE WAIVER OF  
CERTAIN EMPLOYMENT RIGHTS BY THE EMPLOYEE SHAREHOLDERS PURSUANT TO  
SECTION 205A OF THE EMPLOYMENT RIGHTS ACT 1996

**SH01**

## 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 (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
A ORDINARY SHARES	0 10	0 00	400000	£ 40,000.00
B ORDINARY SHARES	0 10	0 00	400000	£ 40,000.00
B1 ORDINARY SHARES	0 10	0 00	10862	£ 1,086.20
C ORDINARY SHARES	0 10	0 00	175000	£ 17,500.00
<b>Totals</b>			<b>985862</b>	<b>£ 98,586.20</b>

**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
<b>Totals</b>				

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
<b>Totals</b>				

**6****Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital		<b>① Total aggregate nominal value</b> Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.
Total number of shares	12,881,305	
Total aggregate nominal value ①	11,970,629.20	
<b>①</b> Including both the nominal value and any share premium <b>②</b> E.g. Number of shares issued multiplied by nominal value of each share <b>③</b> 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

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

**Currency**

GBP

[illegible]

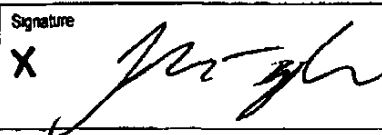
① including both the nominal value and any share premium

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

② Total number of issued shares in this class

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<b>7</b>	<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section 4</b> and <b>Section 5</b>	
Class of share	A ORDINARY	
Prescribed particulars ①	A ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU A ORDINARY SHARES CARRY RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES A ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES	
Class of share	B ORDINARY	
Prescribed particulars ①	B ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU B ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES B ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES	
Class of share	B1 ORDINARY	
Prescribed particulars ①	B1 ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU B1 ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES SUBJECT TO CAP OF £353,000, B1 ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN PRIORITY TO ALL OTHER SHARES SUBJECT ONLY TO PREFERENTIAL RIGHTS OF PREFERENCE SHARES	
<b>① Prescribed particulars of rights attached to shares</b> 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		
<b>8</b>	<b>Signature</b>	
Signature	I am signing this form on behalf of the company	
	Signature  This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	
<b>② Societas Europaea</b> 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 <b>③ Person authorised</b> 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	C ORDINARY	
Prescribed particulars	C ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU C ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES C ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	C1 ORDINARY	
Prescribed particulars	C1 ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU C1 ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES SUBJECT TO CAP OF £750,000, C1 ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN PRIORITY TO ALL OTHER SHARES SAVE FOR B1 ORDINARY SHARES AND PREFERENCE SHARES	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	D ORDINARY	
Prescribed particulars	<p>D ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU D ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES. D ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE SHARES	
Prescribed particulars	PREFERENCE SHARES CARRY VOTING RIGHTS PARI PASSU PREFERENCE SHARES CARRY A PREFERENTIAL RIGHT TO A DIVIDEND BEFORE ALL OTHER SHARES IN AN AMOUNT EQUAL TO £0.01 PER PREFERENCE SHARE PREFERENCE SHARES CARRY PREFERENTIAL RIGHT BEFORE ALL OTHER SHARES TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN AN AMOUNT EQUAL TO THE AGGREGATE NOMINAL VALUE OF THE PREFERENCE SHARES	

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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 **KASIM HUSSAIN**Company name **Wragge Lawtence Graham & Co LLP**Address **55 Colmore Row**Post town **Birmingham**Country/Region **West Midlands**Postcode **B 3 2 A S**Country **United Kingdom**DX **DX 13036 Birmingham 1**Telephone **08709031000****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 NR Belfast 1

**Further information**

For further information please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)



Companies House

**COMPANY NAME:** M2 SMILE LIMITED

**COMPANY NUMBER:** 05800796

**A second filed SH01 was registered on 03/10/2017**