

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 give
notice of shares taken
on formation of the company
for an allotment of a new
share by an unlimited company



A30 13/05/2014 #65
COMPANIES HOUSE
LD4 06/05/2014 #29
COMPANIES HOUSE

1 Company details

Company number 05938669

Company name in full ARISTA INSURANCE 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 07/04/2014
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
(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 C		26,250	£0.10	£0.1714	

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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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
SEE CONTINUATION SHEET				£
				£
				£
				£
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 (E g 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 (E g 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 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

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

Class of share	
Prescribed particulars ①	SEE CONTINUATION SHEET
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

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 filled 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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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	JAMES GREENFIELD
Company name	CANOPIUS HOLDINGS UK LIMITED
Address	GALLERY 9, ONE LIME STREET
Post town	LONDON
County/Region	
Postcode	E C 3 M 7 H A
Country	UK
DX	
Telephone	020 7337 3959



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

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

[illegible]

Totals	11,603,098	£5,785,441 30
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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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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY A	
Prescribed particulars	<p>Each Ordinary A share is entitled to one vote in any circumstances</p> <p>Each Ordinary A share is entitled pari passu with each other Ordinary A share, each Ordinary B share and each Ordinary C share, to dividend payments</p> <p>On a return of capital on liquidation or otherwise (except on a conversion, redemption or purchase by the Company of any shares), the Ordinary A shareholders are entitled to receive our of the surplus assets of the Company remaining after payment of its liabilities, pari passu with the holders of the Ordinary B shares and pro rata to the numbers of such shares held by each of them at the date of distribution, 75% of the amount of the balance of such surplus assets (if any) after distribution amongst the holders of the Preference Shares of an amount equal to £13,130,176 plus an amount calculated at 8 per cent per annum on £5,139,035 in respect of the period from 1 July 2013 to (and including) the date of the return of assets (such amount to accrue on a daily basis and to be compounded on 30 June each year)</p> <p>The Ordinary A shares are not redeemable or liable to be redeemed at the option of the company or shareholder</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B	
Prescribed particulars	<p>Each Ordinary B share is entitled to one vote in any circumstances</p> <p>Each Ordinary B share is entitled pari passu with each other Ordinary B share, each Ordinary A share and each Ordinary C share, to dividend payments</p> <p>On a return of capital on liquidation or otherwise (except on a conversion, redemption or purchase by the Company of any shares), the Ordinary B shareholders are entitled to receive out of the surplus assets of the Company remaining after payment of its liabilities, pari passu with the holders of the Ordinary A shares and pro rata to the numbers of such shares held by each of them at the date of distribution, 75% of the amount of the balance of such surplus assets (if any) after distribution amongst the holders of the Preference Shares of an amount equal to £13,130,176 plus an amount calculated at 8 per cent per annum on £54,139,035 in respect of the period of 1 July 2013 to (and including) the date of the return of assets (such amount to accrue on a daily basis and to be compounded on 30 June each year)</p> <p>The Ordinary B shares are not redeemable or liable to be redeemed at the option of the company or the shareholder</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY C	
Prescribed particulars	<p>Each Ordinary C share is entitled to one vote in any circumstances</p> <p>Each Ordinary C share is entitled pari passu with each other Ordinary C share, each Ordinary A share and each Ordinary B share, to dividend payments</p> <p>On a return of capital on liquidation or otherwise (except on a conversion, redemption or purchase by the Company of any shares), the Ordinary C shareholders (other than any Ordinary C shareholders who are the holders of Ordinary A shares or Ordinary B shares) are entitled to receive out for the surplus assets of the Company remaining after payment of its liabilities, pari passu and pro rata to the numbers of such shares held by each of them at the date of distribution, 25% of the amount of the balance of such surplus assets (if any) after distribution amongst the holders of the Preference Shares of an amount equal to £13,130,176 plus an amount calculated at 8 per cent per annum on £5,139,035 in respect of the period from 1 July 2013 to (and including) the date of return of assets (such amount to accrue on a daily basis and to be compounded on 30 June each year)</p> <p>The Ordinary C shares are not redeemable or liable to be redeemed at the option of the company or the shareholder</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	CLASS 1 PREFERENCE	
Prescribed particulars	<p>The Preference Shares do not carry any right to receive any dividend payments</p> <p>The Preference Shareholders are not entitled to attend or vote at any general meeting unless the business of the meeting includes consideration of a resolution to wind up the Company or variation of any of the special rights attached to the Preference Shares</p> <p>On a return of capital on liquidation or otherwise (except on a conversion, redemption or purchase by the Company of any shares), the Preference Shareholders are entitled to receive out of the surplus assets of the Company remaining after payment of its liabilities, pari passu and pro rata to the numbers of such shares held by each of them at the date of the distribution, an amount equal to £13,130,176 plus an amount calculated at 8 per cent per annum on £5,139,035 in respect of the period from 1 July 2013 to (and including) the date of the return of assets, such amount to accrue on a daily basis and to be compounded on 30 June each year</p> <p>The Preference Shares may be redeemed at the option of the Company on not less than 30 days' notice. There shall be paid on the redemption of each Preference Share an amount equal to £2 55498863113 plus an amount calculated at 8 per cent per annum on £1 in respect of the period from 1 July 2013 to the date of redemption, such amount to accrue on a daily basis and to be compounded on 30 June each year</p> <p>Preference Shareholders have the option to convert their Preference Shares into A Ordinary Shares at the rate of £1 00 in nominal amount of A Ordinary Shares of each £1 00 in nominal amount of Preference Shares by completing a notice in a form prescribed by the Board and delivering the certificate and conversion notice to the registered office of the Company (marked for the attention of the Secretary) at any time during the four weeks ending on June 2050</p>	