



SH01

Return of allotment of shares



Companies House



Go online to file this information
www.gov.uk/companieshouse

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

SATURDAY



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01/02/2020

#213

COMPANIES HOUSE

1 Company details

Company number 06254182

Company name in full SEROCOR HOLDINGS 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 ①

From Date 3 1 0 1 2 0 2 0
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.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	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
GBP	E ORDINARY	270,478	£0.01	£0.01	0
GBP	E ORDINARY	27,000	£0.01	£0.0787	0

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

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	See continuation page			
Totals		16,229,344	£162,293.44	£45,800

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		16,229,344	£162,293.44	£45,800

❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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5 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 share capital tables in Section 4.

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.

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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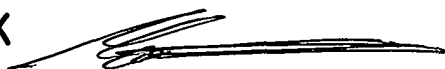
Signature

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 ③, 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.

③ 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

JW

Company name

GELDARDS LLP

Address

DUMFRIES HOUSE

Post town

CARDIFF

County/Region

Postcode

C

F

1

0

3

Z

F

Country

WALES

DX

Telephone

02920 386523



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 relevant 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	
Prescribed particulars	<p>Voting Rights The A ordinary shares have attached to them full voting rights. On a show of hands, each member has one vote. On a poll, each member has one vote in respect of each share held.</p> <p>Dividend Rights The A ordinary shares (together with the B, C and D ordinary shares) have attached to them dividend rights in proportion to the number of shares held, ranking in priority to the E ordinary shares.</p> <p>Capital distribution rights On a return of assets on liquidation or capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the company available for distribution amongst its members after payment of its liabilities shall be applied in the following manner and order of priority:</p> <p>(a) first, in paying to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constituted one class of share) in proportion to the number of shares held by each of them respectively an aggregate amount equal to the Exit PBT Multiple (as defined in the Articles) multiplied by the Threshold PBT (as defined in the Articles);</p> <p>(b) second, in paying:</p> <p>(i) to the holders of the D ordinary shares an aggregate amount equal to 10% of the product of multiplying the Exit PBT Multiple (as defined in the Articles) by an amount equal to the Exit PBT (as defined in the Articles) minus the Threshold PBT; and</p> <p>(ii) to the holders of the E ordinary shares an aggregate amount equal to the E Shares Percentage (as defined in the Articles) of 15% of the product of multiplying the Exit PBT Multiple by an amount equal to the Exit PBT minus the Threshold PBT (as defined in the Articles);</p> <p>(c) third, in paying to the holders of any deferred shares the sum of £1 in aggregate; and</p> <p>(d) fourth, in paying the balance to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constitute one class of share).</p> <p>Redemption rights The A ordinary shares have attached to them no rights of redemption.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary	
Prescribed particulars	<p>Voting Rights The B ordinary shares have attached to them full voting rights save for having no right to vote on the appointment or removal of a director appointed by the holders of A ordinary shares pursuant to article 13 of the company's articles of association (the "Articles"). On a show of hands, each member has one vote. On a poll, each member has one vote in respect of each share held.</p> <p>Dividend Rights The B ordinary shares (together with the A, C and D ordinary shares) have attached to them dividend rights in proportion to the number of shares held, ranking in priority to the E ordinary shares.</p> <p>Capital distribution rights On a return of assets on liquidation or capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the company available for distribution amongst its members after payment of its liabilities shall be applied in the following manner and order of priority:</p> <p>(a) first, in paying to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constituted one class of share) in proportion to the number of shares held by each of them respectively an aggregate amount equal to the Exit PBT Multiple (as defined in the Articles) multiplied by the Threshold PBT (as defined in the Articles);</p> <p>(b) second, in paying:</p> <p>(i) to the holders of the D ordinary shares an aggregate amount equal to 10% of the product of multiplying the Exit PBT Multiple (as defined in the Articles) by an amount equal to the Exit PBT (as defined in the Articles) minus the Threshold PBT; and</p> <p>(ii) to the holders of the E ordinary shares an aggregate amount equal to the E Shares Percentage (as defined in the Articles) of 15% of the product of multiplying the Exit PBT Multiple by an amount equal to the Exit PBT minus the Threshold PBT (as defined in the Articles);</p> <p>(c) third, in paying to the holders of any deferred shares the sum of £1 in aggregate; and</p> <p>(d) fourth, in paying the balance to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constitute</p> <p>Redemption rights The B ordinary shares have attached to them no rights of redemption.</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C Ordinary	
Prescribed particulars	<p>Voting Rights The C ordinary shares have attached to them full voting rights save for having no right to vote on the appointment or removal of a director appointed by the holders of A ordinary shares pursuant to article 13 of the company's articles of association (the "Articles"). On a show of hands, each member has one vote. On a poll, each member has one vote in respect of each share held.</p> <p>Dividend Rights The C ordinary shares (together with the A, B and D ordinary shares) have attached to them dividend rights in proportion to the number of shares held, ranking in priority to the E ordinary shares.</p> <p>Capital distribution rights On a return of assets on liquidation or capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the company available for distribution amongst its members after payment of its liabilities shall be applied in the following manner and order of priority:</p> <p>(a) first, in paying to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constituted one class of share) in proportion to the number of shares held by each of them respectively an aggregate amount equal to the Exit PBT Multiple (as defined in the Articles) multiplied by the Threshold PBT (as defined in the Articles);</p> <p>(b) second, in paying:</p> <p>(i) to the holders of the D ordinary shares an aggregate amount equal to 10% of the product of multiplying the Exit PBT Multiple (as defined in the Articles) by an amount equal to the Exit PBT (as defined in the Articles) minus the Threshold PBT; and</p> <p>(ii) to the holders of the E ordinary shares an aggregate amount equal to the E Shares Percentage (as defined in the Articles) of 15% of the product of multiplying the Exit PBT Multiple by an amount equal to the Exit PBT minus the Threshold PBT (as defined in the Articles);</p> <p>(c) third, in paying to the holders of any deferred shares the sum of £1 in aggregate; and</p> <p>(d) fourth, in paying the balance to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constitute</p> <p>Redemption rights The C ordinary shares have attached to them no rights of redemption.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	D Ordinary	
Prescribed particulars	<p>Voting Rights The D ordinary shares have attached to them full voting rights save for having no right to vote on the appointment or removal of a director appointed by the holders of A ordinary shares pursuant to article 13 of the company's articles of association (the "Articles"). On a show of hands, each member has one vote. On a poll, each member has one vote in respect of each share held.</p> <p>Dividend Rights The D ordinary shares (together with the A, B and C ordinary shares) have attached to them dividend rights in proportion to the number of shares held, ranking in priority to the E ordinary shares.</p> <p>Capital distribution rights On a return of assets on liquidation or capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the company available for distribution amongst its members after payment of its liabilities shall be applied in the following manner and order of priority:</p> <p>(a) first, in paying to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constituted one class of share) in proportion to the number of shares held by each of them respectively an aggregate amount equal to the Exit PBT Multiple (as defined in the Articles) multiplied by the Threshold PBT (as defined in the Articles);</p> <p>(b) second, in paying:</p> <p>(i) to the holders of the D ordinary shares an aggregate amount equal to 10% of the product of multiplying the Exit PBT Multiple (as defined in the Articles) by an amount equal to the Exit PBT (as defined in the Articles) minus the Threshold PBT; and</p> <p>(ii) to the holders of the E ordinary shares an aggregate amount equal to the E Shares Percentage (as defined in the Articles) of 15% of the product of multiplying the Exit PBT Multiple by an amount equal to the Exit PBT minus the Threshold PBT (as defined in the Articles);</p> <p>(c) third, in paying to the holders of any deferred shares the sum of £1 in aggregate; and</p> <p>(d) fourth, in paying the balance to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constitute</p> <p>Redemption rights The D ordinary shares have attached to them no rights of redemption.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	E Ordinary	
Prescribed particulars	<p>Voting Rights The E ordinary shares have attached to them full voting rights save for having no right to vote on the appointment or removal of a director appointed by the holders of A ordinary shares pursuant to article 13 of the company's articles of association (the "Articles"). On a show of hands, each member has one vote. On a poll, each member has one vote in respect of each share held.</p> <p>Dividend Rights The E ordinary shares have attached to them dividend rights which rank behind the A, B, C and D ordinary shares in terms of priority as per article 35.1(a)(ii) of the Articles in proportion to the number of shares held.</p> <p>Capital distribution rights On a return of assets on liquidation or capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the company available for distribution amongst its members after payment of its liabilities shall be applied in the following manner and order of priority:</p> <p>(a) first, in paying to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constituted one class of share) in proportion to the number of shares held by each of them respectively an aggregate amount equal to the Exit PBT Multiple (as defined in the Articles) multiplied by the Threshold PBT (as defined in the Articles);</p> <p>(b) second, in paying:</p> <p>(i) to the holders of the D ordinary shares an aggregate amount equal to 10% of the product of multiplying the Exit PBT Multiple (as defined in the Articles) by an amount equal to the Exit PBT (as defined in the Articles) minus the Threshold PBT; and</p> <p>(ii) to the holders of the E ordinary shares an aggregate amount equal to the E Shares Percentage (as defined in the Articles) of 15% of the product of multiplying the Exit PBT Multiple by an amount equal to the Exit PBT minus the Threshold PBT (as defined in the Articles);</p> <p>(c) third, in paying to the holders of any deferred shares the sum of £1 in aggregate; and</p> <p>(d) fourth, in paying the balance to the holders of the A ordinary shares, the B ordinary shares and the C ordinary shares (pari passu as if they constitute</p> <p>Redemption rights The E ordinary shares have attached to them no rights of redemption.</p>	

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A ORDINARY	10,200,000	£102,000.00	
GBP	B ORDINARY	4,882,616	£48,826.16	
GBP	C ORDINARY	749,250	£7,492.50	
GBP	D ORDINARY	100,000	£1,000.00	
GBP	E ORDINARY	297,478	£2,974.78	
Totals		16,229,344	£162,293.44	£45,800