



SH01

Return of allotment of shares



Companies House



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

THURSDAY



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20/06/2019

#284

COMPANIES HOUSE

1 Company details

Company number 0 6 2 8 6 7 9 9

Company name in full Ten Health & Fitness 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 d1 d8 m0 m6 y2 y0 y1 y9

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
	A Ordinary Shares	5,089	0.10	£235.803	
	Preference Shares	1,600,000	1.00	£1	

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				
£	A Ordinary Shares	5089	508.90	
£	B Ordinary Shares	10,131	1,013.10	
£	Preference Shares	1,600,000	1,600,000	
Totals		1,615,220	1,601,522	0
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares 1,615,220	Total aggregate nominal value ❶ 1,601,522	Total aggregate amount unpaid ❶ 0

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

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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 share capital tables in **Section 4**.

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.

Class of share

A Ordinary Shares

Prescribed particulars

EACH A SHARE CARRIES ONE VOTE.
THE A SHARES RANK FOR DIVIDENDS BEHIND THE PREFERENCE SHARES AND DEFERRED SHARES THE BALANCE OF ANY DIVIDENDS SHALL BE SHARED AMONGST THE HOLDERS OF THE AA, B AND C ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS).
ON A SALE ALL PROCEEDS, AFTER THE HOLDERS OF THE PREFERENCE SHARES HAVE RECEIVED THE FIXED RETURN PAYABLE TO THEM AND A SUM EQUAL TO THE ISSUE PRICE

Class of share

B Ordinary Shares

Prescribed particulars

EACH B SHARE CARRIES ONE VOTE.
THE B SHARES RANK FOR DIVIDENDS BEHIND THE PREFERENCE SHARES AND DEFERRED SHARES THE BALANCE OF ANY DIVIDENDS SHALL BE SHARED AMONGST THE HOLDERS OF THE AA, B AND C ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS).
ON A SALE ALL PROCEEDS, AFTER THE HOLDERS OF THE PREFERENCE SHARES HAVE RECEIVED THE FIXED RETURN PAYABLE TO THEM AND A SUM EQUAL TO THE ISSUE PRICE

Class of share

Preference Shares

Prescribed particulars

THE PREFERENCE SHARES SHALL HAVE NO RIGHT TO VOTE.
ON A SALE THE HOLDER OF PREFERENCE SHARES WILL BE ENTITLED TO FIRSTLY RECEIVE ALL UNPAID PREFERENCE DIVIDENDS CALCULATED AS AT THE DATE OF THE SALE, SECONDLY AN AMOUNT EQUAL TO 30% OF THE ISSUE PRICE PAID ON EACH PREFERENCE SHARE AND THIRDLY AN AMOUNT EQUAL TO THE ISSUE PRICE PAID ON EACH PREFERENCE SHARE BUT WILL NOT RECEIVE ANY FURTHER RETURN.

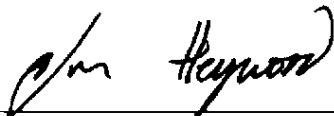
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Signature

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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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>OF EACH PREFERENCE SHARE, WILL BE SPLIT BETWEEN THE A, AA, B AND C SHARES PRO RATA. PROVIDED THAT IF THE AMOUNT IS LESS THAN THE ISSUE PRICE OF THE AA ORDINARY SHARES AND A ORDINARY SHARES THE REMAINING BALANCE OF THE SALE PROCEEDS SHALL FIRST BE USED TO PAY TO EACH HOLDER OF AN AA ORDINARY SHARE OR AN A ORDINARY SHARE THE ISSUE PRICE OF EACH AA ORDINARY SHARE AND A ORDINARY SHARE. THE REMAINING BALANCE OF THE SALE PROCEEDS THEREAFTER SHALL, BE DISTRIBUTED AMONGST THE HOLDERS OF THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) PRO RATA. C ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE IN AGGREGATE 12.7% OF ANY SUM DISTRIBUTED. THESE SHARES ARE NOT REDEEMABLE.</p> <p>ON A WINDING UP OR CAPITAL REDUCTION ALL PROCEEDS, AFTER THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A SUM EQUAL TO THE ISSUE PRICE OF EACH DEFERRED SHARE, WILL BE SPLIT BETWEEN THE PREFERENCE, A, AA, B AND C SHARES PRO RATA SAVE THAT PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE AND C ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE IN AGGREGATE 12.7% OF ANY SUM DISTRIBUTED.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary Shares	
Prescribed particulars	<p>OF EACH PREFERENCE SHARE, WILL BE SPLIT BETWEEN THE A, AA, B AND C SHARES PRO RATA. PROVIDED THAT IF THE AMOUNT IS LESS THAN THE ISSUE PRICE OF THE AA ORDINARY SHARES AND A ORDINARY SHARES THE REMAINING BALANCE OF THE SALE PROCEEDS SHALL FIRST BE USED TO PAY TO EACH HOLDER OF AN AA ORDINARY SHARE OR AN A ORDINARY SHARE THE ISSUE PRICE OF EACH AA ORDINARY SHARE AND A ORDINARY SHARE. THE REMAINING BALANCE OF THE SALE PROCEEDS THEREAFTER SHALL, BE DISTRIBUTED AMONGST THE HOLDERS OF THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) PRO RATA. C ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE IN AGGREGATE 12.7% OF ANY SUM DISTRIBUTED. THESE SHARES ARE NOT REDEEMABLE.</p> <p>ON A WINDING UP OR CAPITAL REDUCTION ALL PROCEEDS, AFTER THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A SUM EQUAL TO THE ISSUE PRICE OF EACH DEFERRED SHARE, WILL BE SPLIT BETWEEN THE PREFERENCE, A, AA, B AND C SHARES PRO RATA SAVE THAT PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE AND C ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE IN AGGREGATE 12.7% OF ANY SUM DISTRIBUTED.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Preference Shares	
Prescribed particulars	<p>ON A WINDING UP OR CAPITAL REDUCTION ALL PROCEEDS, AFTER THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A SUM EQUAL TO THE ISSUE PRICE OF EACH DEFERRED SHARE, WILL BE SPLIT BETWEEN THE PREFERENCE, A, AA, B AND C SHARES PRO RATA SAVE THAT PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE AND C ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE IN AGGREGATE 12.7% OF ANY SUM DISTRIBUTED. THESE SHARES ARE 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	Alison Chivers									
Company name	Trowers & Hamlins LLP									
Address	3 Bunhill Row									
Post town	London									
County/Region										
Postcode	E	C	I	Y		8	Y	Z		
Country	United Kingdom									
DX	DX 774 London City									
Telephone	020 7423 8597									

**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



Companies House

COMPANY NAME: TEN HEALTH & FITNESS LIMITED
COMPANY NUMBER: 06286799

A second filed SH01 was registered on 16/08/2019.