

SH01

Return of allotment of shares



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 subscrip-
tion on formation of the company or
for an allotment of a new class of
shares by an unlimited company

SA WEDNESDAY



PSWBSFUP 661
16/12/2009
PC5 COMPANIES HOUSE
PU9XZFJM 414
05/12/2009
PC2 COMPANIES HOUSE

1 Company details

Company number 0 6 8 1 4 9 5 8

Company name in full APF Leisure 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 d 0 3 m 1 2 y 2 0 0 9
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)	Amount (if any) unpaid (including share premium)
A Ordinary	£	200	1.00	5,000.00	
B Ordinary	£	799	1.00	799.00	

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)

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 the 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	£25.00	£0.00	200	£ 200.00
B Ordinary	£1.00	£0.00	800	£ 800.00
				£
				£
Totals				£ 1,000.00

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 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.	④ Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.
Total number of shares		
Total aggregate nominal value ④		

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.

Continuation Pages
Please use a Statement of Capital continuation page if necessary.

SH01

Return of allotment of shares

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

A Ordinary Shares

Prescribed particulars

1

Article 8 of the Articles of Association:

8. Whenever the capital of the Company is divided into different classes of shares the special rights attached to any class may be varied or abrogated either whilst the Company is going concern or during or in contemplation of a winding up, only with the consent in writing of the holders of more than 50% of the issued shares of that class.

8.1 Without prejudice to the generality of this Article, the special rights attached to the A Shares shall be deemed to be varied: -

8.1.1 by any alteration to the memorandum and articles of

Class of share

B Ordinary Shares

Prescribed particulars

1

Article 8 of the Articles of Association:

8. Whenever the capital of the Company is divided into different classes of shares the special rights attached to any class may be varied or abrogated either whilst the Company is going concern or during or in contemplation of a winding up, only with the consent in writing of the holders of more than 50% of the issued shares of that class.

Article 39 of the Articles of Association:

39. In the event that any B Shares shall become the subject of a Compulsory Transfer Notice, then until such time as such B Shares are registered in the name of the purchaser(s), the holder of such B Shares shall not be entitled to count in the quorum or vote at any general meeting of the Company. If all of the B Shares shall become the subject of a Compulsory Transfer Notice, the quorum at any general meeting of the Company in respect of which this article applies shall be one person present in person or by proxy.

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 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.

SH01

Return of allotment of shares



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

Geldards LLP

Address

Post town

County/Region

Postcode

D E 2 4 8 Q R

Country

DX 11509 Derby 1

Telephone 01332 331631



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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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

SH01 - continuation page

Return of allotment of shares

7

Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	A Ordinary Shares	
Prescribed particulars	<p>CONT...</p> <p>association; or</p> <p>8.1.2 by any allotment or grant of any option or other right to subscribe for shares or any variation of the rights attached to any of the shares for the time being in the capital of the Company or of any of its subsidiaries; or</p> <p>8.1.3 by the disposal of the undertaking of the Company or of any of its subsidiaries or any substantial part thereof or by the disposal of any share in the capital of any subsidiary of the Company; or</p> <p>8.1.4 by the acquisition of any interest in any share in the capital of any company by the Company or any of its subsidiaries; or</p> <p>8.1.5 by the application by way of capitalisation of any sum in or towards paying up any share or loan capital of the Company; or</p> <p>8.1.6 by the redemption of any of the Company's shares (otherwise than pursuant to these Articles) or by the entering into of a contract by the Company to purchase any of its shares; or</p> <p>8.1.7 by the appointment or removal of auditors to the Company; or,</p> <p>8.1.8 by any alteration of the Company's accounting reference date; or</p> <p>8.1.9 by the calling of a meeting of the Company to effect or approve any matter which would by virtue of this Article be a variation of the class rights of the B Shares.</p> <p>8.2 The Company wishes to increase its authorised share capital for the purpose of issuing more shares and allotting such shares</p> <p>38. In the event that any A Shares shall become the subject of a Compulsory Transfer Notice, then until such time as such A Shares are registered in the name of the purchaser(s), the holder of such A Shares shall not be entitled to count in the quorum or vote at any general meeting of the Company. If all of the A Shares shall become the subject of a Compulsory Transfer Notice, the quorum at any general meeting of the Company in respect of which this article applies shall be one person present in person or by proxy.</p>	