

MONDAY



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SPE

30/03/2015

#4

COMPANIES HOUSE

In accordance with
Section 555 of the
Companies Act 2006

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 subscribers
on formation of the company or
for an allotment of a new class of
shares by an unlimited company

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

1 Company details

Company number 7 1 0 9 1 0 4

Company name in full NAISMITHS 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 2 7 0 3 2 0 1 5

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 on page if necessary)

1 Currency

If currency details are not
completed we will assume currency
is in pound sterling

Class of shares (E.g. Ordinary/Preference etc.)	Currency	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
Preference	Sterling	375000	1.00	3.52	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 allotted

Continuation page
Please use a continuation page if
necessary

Details of non-cash
consideration

If a PLC, please attach
valuation report (if
appropriate)

Conversion of 880,000 A Loan Notes issued pursuant to the terms of the Variable Rate Loan Note
Instrument constituting £3,900,000 Secured Series A Loan Notes 2015 dated 22 March 2010

Conversion of 440,000 B Loan Notes issued pursuant to the terms of the Variable Rate Loan Note
Instrument constituting £440,000 Unsecured Series B Loan Notes 2015 dated 22 March 2010

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
Ordinary	0.05	0.00	10000000	£ 500000
Preference	3.52	0.00	375000	£ 375000
				£
				£
Totals			10375000	£ 875000

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
Totals			0	0

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			0	0

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

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	Ordinary	
Prescribed particulars 1	<p>Voting rights - rights to receive notice of, attend and participate in general meetings and vote on resolutions</p> <p>Dividend rights - right to participate in a distribution approved by the Ordinary Shareholders</p> <p>Capital rights - after distribution of up to £1.00 per Preference Share a right to participate in a capital distribution including on winding-up Non redeemable</p>	<p>2 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital to participate in a distribution (including on winding up) and</p> <p>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</p> <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	Preference	
Prescribed particulars 1	<p>Voting rights - not entitled to receive notice of, attend or participate in general meetings or vote on resolutions</p> <p>Dividend rights - right to participate in a distribution approved by the Ordinary Shareholders</p> <p>Capital rights - right to participate in a capital distribution (including on winding up) of up to £1.00 per Preference Share Non redeemable</p>	
Class of share		
Prescribed particulars 1		

8

Signature

	I am signing this form on behalf of the company	
Signature	<p>Signature</p> <p>X  X</p>	<p>3 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</p> <p>4 Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
	This form may be signed by Director 3 Secretary, Person authorised 4, Administrator, Administrative receiver, Receiver Receiver manager CIC manager	

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 Gateley LLP

Address One Eleven

Edmund Street

Post town Birmingham

County/Region

Postcode

B 3

2

H

J

Country

United Kingdom

DX

13033 Birmingham - 1

Telephone

0121 234 0000

**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