

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**
You cannot use this
notice of shares tak
on formation of the
for an allotment of
shares by an unlim.

MONDAY



LD6 *L10MSZY8* 16/01/2012 #89
COMPANIES HOUSE

ase
uk

1 Company details

Company number 0 7 2 0 1 9 4 8

Company name in full LATE NIGHT DINING AT 5 HERTFORD STREET PLC

→ **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 ^①

From Date 2 1 1 2 2 0 1 1

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
B Ordinary	Pound Sterling	79992	0 01	1 00	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

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
A Ordinary	1 00	0	50000	£ 50000 00
B Ordinary	1 00	0	1646502	£ 16465 02
C Ordinary	1 00	0	12500	£ 125 00
				£
Totals			1709002	£ 66590 02

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 1709002

Total aggregate nominal value ④ £66590 02

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

③ Total number of issued shares in this class

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

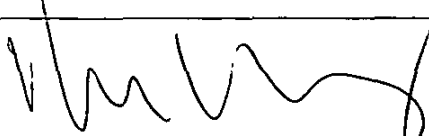
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7 Statement of capital (Prescribed particulars of rights attached to shares)

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		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
Class of share	A Ordinary	
Prescribed particulars ①	See continuation sheet	
Class of share	B Ordinary	
Prescribed particulars ①	See continuation sheet	
Class of share	C Ordinary	
Prescribed particulars ①	See continuation sheet	

8 Signature

I am signing this form on behalf of the company		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
Signature	Signature 	
This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager		

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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

Company name **Macfarlanes LLP (BRA/613860)**

Address **20 Cursitor Street**

Post town **London**

County/Region

Postcode

E C 4 A 1 L T

Country

DX

Telephone



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

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	
Prescribed particulars	<p>Voting rights On a vote on a written resolution or on a resolution on a poll taken at a meeting, each holder of A Ordinary Shares (an "A Ordinary Shareholder") has one vote in respect of each A Ordinary Share held by him</p> <p>Dividend rights Any amounts distributed by the Company in or in respect of any financial year shall be apportioned amongst the A Ordinary Shareholders in proportion to the numbers of such shares held by them respectively</p> <p>Rights on a return of capital On a return of capital on liquidation or otherwise, the surplus assets of the Company remaining after payment of its liabilities shall be applied as to 90% in favour of the A Ordinary Shareholders and C Ordinary Shareholders (in proportion to the number of A Ordinary Shares and C Ordinary Shares held by each of them as if they comprised a single class) and 10% in favour of the B Ordinary Shareholders (in proportion to the number of B Ordinary Shares held by each of them) provided that (i) in the event that the aggregate subscription price paid for B Ordinary Shares is less than £10,000,000 the entitlement of the B Ordinary Shareholders shall be reduced on a proportionate straight line basis down to 0% if the aggregate subscription price was nil with any corresponding reduction being added to the entitlement of the A Ordinary Shareholders and C Ordinary Shareholders, and ii) after the return of £100 million of such surplus assets and before any additional distribution to the A Ordinary Shareholders, B Ordinary Shareholders and C Ordinary Shareholders each Deferred Shareholder shall be entitled to receive an amount equal to the nominal value of each Deferred Share held by him On a Share Sale the net proceeds of sale shall be distributed in the order of priority set out in Article 17 4 1 and the directors shall not register any transfer of shares if the proceeds of sale are not so distributed</p> <p>Redemption The A Ordinary Shares are non-redeemable</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B Ordinary	
Prescribed particulars	<p>Voting rights Each holder of B ordinary shares (the "B Ordinary Shareholders" and the B Ordinary Shares respectively) shall have no voting rights and shall not be entitled to receive notice of, or attend, any general or other meetings of the Company and shall not be entitled to receive copies of any resolutions proposed as written resolutions unless the business of the meeting or the proposed written resolution includes a resolution varying or abrogating any of the rights or restrictions attached to the B Ordinary Shares in which case the B Ordinary Shareholders shall be entitled to receive notice of, attend and vote only on, or to agree only to, such resolution and in such circumstances</p> <p>(i) on a show of hands every B Ordinary Shareholder shall have one vote, and</p> <p>(ii) on a poll every B Ordinary Shareholder shall have one vote for every B Ordinary Share of which he is the holder, and</p> <p>(iii) on a written resolution every B Ordinary Shareholder shall have one vote for every B Ordinary Share of which he is the holder</p> <p>Dividend rights Any amounts distributed by the Company to B Ordinary Shareholders in or in respect of any financial year shall be apportioned amongst the B Ordinary Shareholders in proportion to the numbers of such shares held by them respectively</p> <p>Rights on a return of capital The surplus assets of the Company remaining after payment of its liabilities shall be applied as to 10% in favour of the B Ordinary Shareholders (in proportion to the number of B Ordinary Shares held by each of them) provided that</p> <p>(i) in the event that the aggregate subscription price paid for B Ordinary Shares is less than £10,000,000 the entitlement of the B Ordinary Shareholders shall be reduced on a proportionate straight line basis down to 0% if the aggregate subscription price was nil with any corresponding reduction being added to the entitlement of the A Ordinary Shareholders and C Ordinary Shareholders, and</p> <p>(ii) after the return of £100 million of such surplus assets and before any additional distribution to the A Ordinary Shareholders, B Ordinary Shareholders and C Ordinary Shareholders each Deferred Shareholder shall be entitled to receive an amount equal to the nominal value of each Deferred Share held by him</p> <p>Redemption The B Ordinary Shares are non-redeemable</p>	

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

Class of share	C Ordinary
Prescribed particulars	<p>Voting rights On a vote on a written resolution or on a resolution on a poll taken at a meeting, each holder of C Ordinary Shares (a "C Ordinary Shareholder") has one vote in respect of each C Ordinary Share held by him</p> <p>Dividend rights Any amounts distributed by the Company in or in respect of any financial year shall be apportioned amongst the C Ordinary Shareholders in proportion to the numbers of such shares held by them respectively</p> <p>Rights on a return of capital On a return of capital on liquidation or otherwise, the surplus assets of the Company remaining after payment of its liabilities shall be applied as to 90% in favour of the A Ordinary Shareholders and C Ordinary Shareholders (in proportion to the number of A Ordinary Shares and C Ordinary Shares held by each of them as if they comprised a single class) and 10% in favour of the B Ordinary Shareholders (in proportion to the number of B Ordinary Shares held by each of them) provided that</p> <p>(i) in the event that the aggregate subscription price paid for B Ordinary Shares is less than £10,000,000 the entitlement of the B Ordinary Shareholders shall be reduced on a proportionate straight line basis down to 0% if the aggregate subscription price was nil with any corresponding reduction being added to the entitlement of the A Ordinary Shareholders and C Ordinary Shareholders, and</p> <p>(ii) after the return of £100 million of such surplus assets and before any additional distribution to the A Ordinary Shareholders, B Ordinary Shareholders and C Ordinary Shareholders each Deferred Shareholder shall be entitled to receive an amount equal to the nominal value of each Deferred Share held by him</p> <p>On a Share Sale the net proceeds of sale shall be distributed in the order of priority set out in Article 17 4 1 and the directors shall not register any transfer of shares if the proceeds of sale are not so distributed</p> <p>Redemption The C Ordinary Shares are non-redeemab</p>