

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

MONDAY



A42

04/04/2011

COMPANIES HOUSE

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

→ 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 d1 m0 m2 y2 y0 y1 y1
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) |
|--|------------|------------------------------|--------------------------------|---|--|
| B ORDINARY SHARES | | 1343199 | 0 01 | 1 00 | 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

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 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 SHARES | 0 25 | 0 75 | 50000 | £ 50,000 00 |
| B ORDINARY SHARES | 1 00 | 0 00 | 1343199 | £ 13,431 99 |
| | | | | £ |
| | | | | £ |
| Totals | | | 1393199 | £ 63,431 99 |

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 | ① 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

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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 statement of capital share tables in **Section 4** and **Section 5**

Class of share

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 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

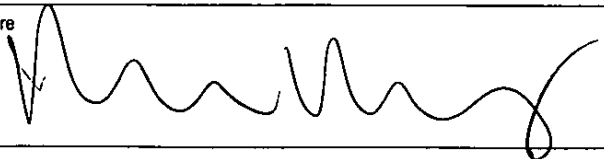
8

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

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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 MACS REF NHAB/613860

Company name Macfarlanes LLP

Address 20 Cursitor Street

Post town

County/Region London

Postcode E C 4 A 1 L T

Country UK

DX 138 Chancery Lane

Telephone +44 (0)20 7831 9222



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 SHARES | |
| Prescribed particulars | <p>VOTING RIGHTS</p> <p>On a vote</p> <p>(i) on a show of hands, every holder of A ordinary shares (the "A Ordinary Shareholders" and the "A Ordinary Shares" respectively) shall have one vote; and</p> <p>(ii) on a poll, every A Ordinary Shareholder shall have one vote for every A Ordinary Share of which he is the holder, and</p> <p>(iii) on a written resolution every A Ordinary Shareholder shall have one vote for every A Ordinary Share of which he is the holder</p> <p>DIVIDEND RIGHTS</p> <p>Any amounts distributed by the Company to A Ordinary Shareholders 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</p> <p>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) 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 holder of deferred shares (the "Deferred Shares") in the capital of the Company shall be entitled to receive an amount equal to the nominal value of each Deferred Share held by him</p> <p>REDEMPTION</p> <p>The A Ordinary Shares are non-redeemable</p> | |

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

| | |
|------------------------|---|
| Class of share | B ORDINARY SHARES |
| Prescribed particulars | <p>VOTING RIGHTS</p> <p>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>(1) on a show of hands every B Ordinary Shareholder shall have one vote, and</p> <p>(11) 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>(111) 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</p> <p>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</p> <p>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>(1) 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> |

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

| | | |
|------------------------|---|--|
| Class of share | B ORDINARY SHARES (CONT) | |
| Prescribed particulars | <p>(11) 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> | |