

# SH01

## Return of allotment of shares

**BLUEPRINT**

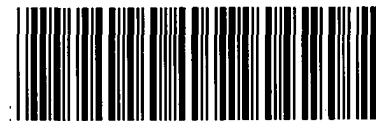
OneWorld

**2**

Go online to file this information  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

☒ **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 sub-  
scription on formation of the company  
for an allotment of a new class of  
shares by an unlimited company.

TUESDAY  
SA

A09 \*A6HQ7LN5\* 24/10/2017 #299  
COMPANIES HOUSE  
A13 \*A6F32BV4\* 16/09/2017 #139  
COMPANIES HOUSE

### 1 Company details

Company number 0 7 5 0 3 6 6 6

Company name in full Nutmeg Saving and Investment 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 <sup>1</sup>

From Date d 2 d 1 m 0 m 7 y 2 y 0 y 1 y 7  
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 <sup>2</sup>	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
GBP	Ordinary	63,500	0.001	0.38	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)

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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
<b>Currency table A</b>				
GBP	See attached schedule			
<b>Totals</b>		11,506,556	£11,506.556	£0.00
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		11,506,556	£11,506.556	£0.00

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

## Statement of capital

**Complete a separate table for each currency.**

CHFP010 (FF)  
06/16 Version 6.0

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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**.

Class of share

B Preferred Ordinary

Prescribed particulars

①

See attached schedule

Class of share

C Preferred Ordinary

Prescribed particulars

①

See attached schedule

Class of share

D Preferred Ordinary

Prescribed particulars

①

See attached schedule

**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.

A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

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**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X

**For and on behalf of Taylor  
Wessing secretaries Limited**

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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## Return of allotment of shares

### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B Preferred Ordinary	
Prescribed particulars	<p>The Shares have attached to them full voting rights. No dividend shall be paid without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</p>	

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## Return of allotment of shares

### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C Preferred Ordinary	
Prescribed particulars	<p>The Shares have attached to them full voting rights. No dividend shall be paid without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</p>	

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## Return of allotment of shares

### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	D Preferred Ordinary	
Prescribed particulars	<p>The Shares have attached to them full voting rights. No dividend shall be paid without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</p>	

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### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Non-Voting Ordinary	
Prescribed particulars	<p>The Non-Voting Ordinary shares have a right to attend and speak but not to vote at general meetings nor vote on a written resolution. No dividend shall be paid on any share without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</p>	



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### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Ordinary	
Prescribed particulars	<p>The Shares have attached to them full voting rights. No dividend shall be paid without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</p>	

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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Preferred Ordinary	
Prescribed particulars	<p>The Shares have attached to them full voting rights. No dividend shall be paid without Investor Consent. Subject to Investor Consent, any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of shares pro rata according to the number of shares held by each of them. On a Capital Distribution event or a Share Sale, the Exit Proceeds shall be distributed among the shareholders as at the date on which the Capital Distribution event or completion of the Share Sale takes place as follows: (1) to the Aggregate Preferred Ordinary Shareholders an amount equal to the greater of (a) the subscription amount paid for the Shares plus any arrear or accruals of dividend due or declared on such Shares but unpaid; or (b) the amount they would have received for the Aggregate Preferred Ordinary Shares had they been converted to Ordinary Shares and the Exit Proceeds had been distributed amongst the shareholders pro rata to the number of shares held by them respectively; and (2) thereafter the balance of the Exit Proceeds (if any) shall be distributed to each of the Ordinary shareholders and Non-Voting Ordinary shareholders pro-rata to the number of shares held by them respectively.</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

Company name

Taylor Wessing LLP

Address

5 New Street Square

Post town

London

County/Region

Postcode

E

C

4

A

3

T

W

Country

United Kingdom

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 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)