RP04

Second filing of a document previously delivered

Companies House

What this form is for
You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

What this form is NOT for
You cannot use this form to file a second filing of a document delivered under the Corr the Companies Order 1986 reg delivered.

A second filing cannot be filed information th properly delive used in these c

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

THURSDAY

A6FFUAVN
A24 21/09/2017 #107
COMPANIES HOUSE

1 Company details

Company number	0 8 1 5 9 2 8 1
Company name in full	FOREST HOLIDAYS GROUP LIMITED

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Applicable documents

This form **only** applies to the following forms:

AP01	Appointment of director
AP02	Appointment of corporate director
AP03	Appointment of secretary
AP04	Appointment of corporate secretary
CH01	Change of director's details
CH02	Change of corporate director's details
CH03	Change of secretary's details
CH04	Change of corporate secretary's details
TM01	Termination of appointment of director
TM02	Termination of appointment of secretary
SH01	Return of allotment of shares
AR01	Annual Return
CS01	Confirmation statement (Parts 1-4 only)
PSC01	Notice of individual person with significant control (PSC)
PSC02	Notice of relevant legal entity (RLE) with significant control
PSC03	Notice of other registrable person (ORP) with significant control
PSC04	Change of details of individual person with significant control (PSC)
PSC05	Change of details of relevant legal entity (RLE) with significant control
PSC06	Change of details of other registrable person (ORP) with significant control
PSC07	Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
PSC08	Notification of PSC statements
PSC09	Update to PSC statements

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3 Description of the original document

Document type ❶ FORM SH01

Date of registration of the original document d2 d9 m1 m0 y2 y0 y1 y6

❶ **Description of the original document**
Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.

4 Section 243 or 790ZF Exemption ❷

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

❷ If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

RP04
Second filing of a document previously delivered

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	COSEC/CED
Company name	GOWLING WLG (UK) LLP
Address	TWO SNOWHILL,
Post town	BIRMINGHAM
County/Region	WEST MIDLANDS
Postcode	B 4 6 W R
Country	UNITED KINGDOM
DX	
Telephone	0121 393 0198

Checklist

We may return 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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'

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.

Section 243 or 790ZF exemption
If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.

Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email 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

This form has been provided free of charge by Companies House.

In accordance with Section 555 of the Companies Act 2006.

SH01

Return of allotment of shares

laserform

Go online to file this information
www.gov.uk/companieshouse

✓ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

✗ **What this**
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1 Company details

Company number	0 8 1 5 9 2 8 1
Company name in full	FOREST HOLIDAYS GROUP 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 ❶

From Date	d1 d4	m0 m9	y2 y0 y1 y6
To Date	d d	m m	y y y y

❶ **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.)

❷ **Currency**
If currency details are not completed we will assume currency is in pound sterling.

Currency ❷	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	275	1.00	4.46	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)

SH01
Return of allotment of shares

4 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
Currency table A				
GBP	ORDINARY	45653	45,653.00	
	A ORDINARY	119750	23,950.00	
	B ORDINARY	40000	8,000.00	
	Totals	205403	77,603.00	0
Currency table B				
	Totals			
Currency table C				
	Totals			
		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	Totals (including continuation pages)	223,653	95,853	0

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

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

4

Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	E ORDINARY	18250	18,250.00	
	Totals	18250	18,250.00	0

SH01
Return of allotment of shares

5 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	ORDINARY SHARES
Prescribed particulars ❶	SEE CONTINUATION SHEET
Class of share	A ORDINARY SHARES
Prescribed particulars ❶	SEE CONTINUATION SHEET
Class of share	B ORDINARY SHARES
Prescribed particulars ❶	SEE CONTINUATION SHEET

❶ **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.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature

X X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ **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.

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006.

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	E ORDINARY SHARES
Prescribed particulars	SEE CONTINUATION SHEET

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	ORDINARY SHARES
Prescribed particulars	<u>Dividends</u> The company may not distribute any profits in respect of any financial year unless the prior consent or approval in writing of the holders of not less than one half of the total number of A ordinary shares for the relevant time being in issue to such distribution shall have been obtained. Subject thereto, any profits which the company may determine to distribute in respect of any financial year shall be applied amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares (in proportion to the numbers of such shares held by them and pari passu as if the same constituted one class of share). <u>Capital</u> The ordinary shares have the right to a return of capital to an amount equal to the issue price (inclusive of any premium) paid for such shares after the A ordinary shareholders, B ordinary shareholders and E ordinary shareholders have been paid. After any payment to the ordinary shareholders on a return of capital of an amount equal to the issue price (inclusive of any premium) paid for such shares, the balance of such assets shall be distributed amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares in proportion to the number of ordinary shares, A ordinary shares and B ordinary shares held by them (pari passu as if the same constituted one class of share). <u>Voting</u> The holders of the ordinary shares are entitled to receive notice of and to attend, speak and vote at all general meetings of the company and to vote on written resolutions and on a poll or written resolution to exercise one vote per share. <u>Redemption</u> The ordinary shares are not liable to be redeemed

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	A ORDINARY SHARES
Prescribed particulars	<u>Dividends</u> The company may not distribute any profits in respect of any financial year unless the prior consent or approval in writing of the holders of not less than one half of the total number of A ordinary shares for the relevant time being in issue to such distribution shall have been obtained. Subject thereto, any profits which the company may determine to distribute in respect of any financial year shall be applied amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares (in proportion to the numbers of such shares held by them and pari passu as if the same constituted one class of share). <u>Capital</u> The ordinary shares have the right to a return of capital (pari passu with the B ordinary shares as if the same constituted one class of share) to an amount equal to the issue price (inclusive of any premium) paid for such shares after the A ordinary shareholders, B ordinary shareholders and E ordinary shareholders have been paid. After any payment to the ordinary shareholders on a return of capital of an amount equal to the issue price (inclusive of any premium) paid for such shares, the balance of such assets shall be distributed amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares in proportion to the number of ordinary shares, A ordinary shares and B ordinary shares held by them (pari passu as if the same constituted one class of share). <u>Voting</u> The holders of the A ordinary shares are entitled to receive notice of and to attend, speak and vote at all general meetings of the company and to vote on written resolutions and on a poll or written resolution to exercise one vote per share provided that for so long as an LDC entity (as defined in the articles of association of the company) shall be the legal or beneficial owner of A ordinary shares, such A ordinary shares so held by LDC entities shall not together confer more than 49.9% of the total voting rights of all shares at any time (subject always to the provisions of the articles and the shareholders' agreement). <u>Redemption</u> The A ordinary shares are not liable to be redeemed

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	B ORDINARY SHARES
Prescribed particulars	<u>Dividends</u> The company may not distribute any profits in respect of any financial year unless the prior consent or approval in writing of the holders of not less than one half of the total number of a ordinary shares for the relevant time being in issue to such distribution shall have been obtained. Subject thereto, any profits which the company may determine to distribute in respect of any financial year shall be applied amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares (in proportion to the numbers of such shares held by them and pari passu as if the same constituted one class of share). <u>Capital</u> The B ordinary shares have the right to a return of capital (pari passu with the A ordinary shares as if the same constituted one class of share) for an amount equal to the issue price (inclusive of any premium) paid for such shares. After any payment to the ordinary shareholders on a return of capital of an amount equal to the issue price (inclusive of any premium) paid for such shares, the balance of such assets shall be distributed amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares in proportion to the number of ordinary shares, A ordinary shares and B ordinary shares held by them (pari passu as if the same constituted one class of share). <u>Voting</u> The holders of the B ordinary shares are entitled to receive notice of and to attend, speak and vote at all general meetings of the company and to vote on written resolutions and on a poll or written resolution to exercise one vote per share provided that for so long as the Forestry Commissioners ("FC") shall be the legal and/or beneficial owner of B ordinary shares, such B ordinary shares so held by FC shall confer 20% of the total voting rights of all shares at any time (subject always to the provisions of the articles and the shareholders' agreement). <u>Redemption</u> The B ordinary shares are not liable to be redeemed

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	E ORDINARY SHARES
Prescribed particulars	<u>Dividends</u> The company may not distribute any profits in respect of any financial year unless the prior consent or approval in writing of the holders of not less than one half of the total number of a ordinary shares for the relevant time being in issue to such distribution shall have been obtained. Subject thereto, any profits which the company may determine to distribute in respect of any financial year shall be applied amongst the holders of the ordinary shares, A ordinary shares and B ordinary shares (in proportion to the numbers of such shares held by them and pari passu as if the same constituted one class of share). The E ordinary shares shall confer on the holders of them the right to receive a preferred dividend equal to libor from time to time (expressed as a percentage) multiplied by the nominal value of those shares, such dividend accruing daily and which shall be paid on the same date as any dividend declared to the holders of the ordinary shares, A ordinary shares and B ordinary shares is paid. The amount which shall be paid will be equal to the amount of the dividend accrued (i) in respect of the first payment of such dividend, from the date of adoption of the articles up to and excluding the date of payment and (ii) in respect of any other payment, from the date of the previous payment up to, but excluding, the date of that payment. <u>Capital</u> The E ordinary shares have the right to a return of capital to an amount equal to the issue price (inclusive of any premium) paid for such shares and any unpaid dividends payable in accordance with the articles after the A ordinary shareholders and B ordinary shareholders have been paid. <u>Voting</u> The holders of the E ordinary shares are entitled to receive notice of and to attend, speak and vote at all general meetings of the company and to vote on written resolutions and on a poll or written resolution to exercise one vote per share. <u>Redemption</u> The E ordinary shares are not liable to be redeemed

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 COSEC/CBD

Company name Gowling WLG (UK) LLP

Address Two Snowhill

Post town Birmingham

County/Region West Midlands

Postcode B 4 6 W R

Country United Kingdom

DX DX 312501 Birmingham 86

Telephone 03709031000

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

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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 or email enquiries@companieshouse.gov.uk

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