



Companies House

**RE-SCAN**

**SH01** (ef)

**Return of Allotment of Shares**

Company Name **FOREST HOLIDAYS GROUP LIMITED**

Company Number **08159281**



X3FHRCOX

Received for filing in Electronic Format on the **01/09/2014**

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**18/08/2014**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>5128</b>
<b>Currency</b>	<b>GBP</b>	Nominal value of each share	<b>1</b>
		Amount paid	<b>4.46</b>
		Amount unpaid	<b>0.0</b>

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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Class of Shares:	ORDINARY	Number allotted	37750
Currency	GBP	Aggregate nominal value	37750
		Amount paid per share	1
		Amount unpaid per share	0

### Prescribed particulars

**DIVIDENDS 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). CAPITAL 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). VOTING 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.**

Class of Shares:	ORDINARY	Number allotted	7628
Currency	GBP	Aggregate nominal value	7628
		Amount paid per share	4.46
		Amount unpaid per share	0

Prescribed particulars

**DIVIDENDS 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). CAPITAL 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). VOTING 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.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	<b>Number allotted</b>	<b>119750</b>
	<b>A</b>	<b>Aggregate nominal value</b>	<b>23950</b>
<b>Currency</b>	<b>GBP</b>	<b>Amount paid per share</b>	<b>1</b>
		<b>Amount unpaid per share</b>	<b>0</b>

Prescribed particulars

**DIVIDENDS 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). CAPITAL 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). VOTING 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).

Class of Shares:	ORDINARY	Number allotted	40000
	B	Aggregate nominal value	8000
Currency	GBP	Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

DIVIDENDS 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). CAPITAL 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). VOTING 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).

Class of Shares:	E	Number allotted	22400
	ORDINARY	Aggregate nominal value	22400
	SHARES	Amount paid per share	1
Currency	GBP	Amount unpaid per share	0

Prescribed particulars

DIVIDENDS 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. CAPITAL 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. VOTING 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.

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## Statement of Capital (Totals)

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Currency	GBP	Total number of shares	227528
		Total aggregate nominal value	99728

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### Authorisation

Authenticated

This form was authorised by one of the following

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver  
Manager, CIC Manager



**Companies House**

**COMPANY NAME:        FOREST HOLIDAYS GROUP LIMITED**

**COMPANY NUMBER:    08159281**

**A second filed SH01 was registered on 24/09/2014**