

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 Companies Act 1985 regardless of when delivered

A second filing of a document cannot be filed where it contains information that was not properly delivered. Form RP04 must be used in these circumstances

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



A37 17/09/2014 #73
COMPANIES HOUSE

WEDNESDAY

1 Company details

Company number 08159281

Company name in full FOREST HOLIDAYS GROUP LIMITED

→ Filing in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2 Description of the original document

Document type 1 FORM SH01 - RETURN OF ALLOTMENT OF SHARES

Date of registration of the original document 02/09/2014

1 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

3 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

4 Section 243 Exemption²

If you are applying for, or have been granted, exemption under section 243 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

² If you are currently in the process of applying for or have been granted a Section 243 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 CEO
Company name	WINNAGE LAWRENCE GRAMM + CO LLP
Address	11TH FLOOR, TWO SLOAN MILL, BIRMINGHAM
Post town	
County/Region	WEST MIDLANDS
Postcode	B4 6WR
Country	ENGLAND
DX	
Telephone	

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 exemption

If you are applying for or have been granted a section 243 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.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

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 for**
You cannot use this form to give
notice of shares allotted following
formation of the company or for an allotment of
shares by an unlimited company

WED

A37

A3GLTXVV
17/09/2014
COMPANIES HOUSE

#74

1 Company details

Company number 08159281

Company name in full Forest Holidays Group Limited

→ 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 d1 d2 m o y2 y0 y1 y4
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

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
Ordinary Shares	GBP	5128	1.00	4.46	0.00
E ordinary shares	GBP	4500 +150	1.00	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.

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

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
Ordinary shares	1.00	0.00	37750	£ 37,750.00
Ordinary shares	4.46	0.00	7628	£ 7,628.00
A ordinary shares	0.20	0.00	119750	£ 23,950.00
B ordinary shares	0.20	0.00	40000	£ 8,000.00
Totals			205128	£ 77,328.00

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency

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
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 227,878

Total aggregate nominal value ④ £100,078

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.

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

③ Total number of issued shares in this class.

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

<p>① Including both the nominal value and any share premium.</p> <p>② Total number of issued shares in this class</p>	<p>③ E.g. Number of shares issued multiplied by nominal value of each share.</p>
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SH01

Return of allotment of shares

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**.

Class of share

Please see continuation sheets

Prescribed particulars

1

Please see continuation sheets

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

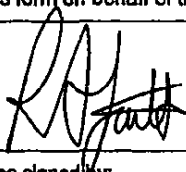
8**Signature**

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.

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY SHARES	
Prescribed particulars	<p>DIVIDENDS</p> <p>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.</p> <p>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).</p> <p>CAPITAL</p> <p>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</p> <p>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)</p> <p>VOTING</p> <p>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.</p>	

SH01 - continuation page
Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY SHARES	
Prescribed particulars	<p>DIVIDENDS</p> <p>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.</p> <p>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).</p> <p>CAPITAL</p> <p>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.</p> <p>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).</p> <p>VOTING</p> <p>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)</p>	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B ORDINARY SHARES	
Prescribed particulars	DIVIDENDS	
	<p>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.</p>	
	<p>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).</p>	
	CAPITAL	
	<p>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.</p>	
	<p>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)</p>	
	VOTING	
	<p>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).</p>	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	E ORDINARY SHARES	
Prescribed particulars	DIVIDENDS	
	<p>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.</p>	
	<p>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).</p>	
	<p>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</p>	
	CAPITAL	
	<p>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.</p>	
	VOTING	
	<p>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</p>	

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 **Kasim Hussain**Company name **Wragge Lawrence Graham & Co LLP**Address **Two Snowhill**Post town **Birmingham**County/Region **West Midlands**Postcode

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Country **United Kingdom**DX **DX 312501 Birmingham 86**Telephone **08709031000****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**

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