

SH01

Return of allotment of shares



Companies House



Go online to file this information
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☒ **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
notice of shares taken
on formation of the
company for an allotment of
shares by an unlimited
company.

SATURDAY



A16 *A7BNNJ22* 04/08/2018 #376
COMPANIES HOUSE

1 Company details

Company number 08994981

Company name in full PFP ENERGY 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

From Date 31 07 2018
To Date 31 07 2018

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 ②	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	A ORDINARY	24,390	0.001	0.001	0
GBP	B ORDINARY	11,111	0.001	0.001	0
GBP	A PREFERENCE	35,644	0.001	0.001	0

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
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Currency table A

GBP	ORDINARY	100,000	100	
GBP	A PREFERENCE	136,045	136.045	
GBP	A ORDINARY	24,390	24.39	
Totals		SEE CONT.PAGE	SEE CONT.PAGE	SEE CONT.PAGE

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation
pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
271,546	271.546	0

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

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

[illegible]

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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

Prescribed particulars
①

SEE CONTINUATION PAGES.

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.

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

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Signature

I am signing this form on behalf of the company.

Signature

Signature

This form may be signed by:
 Director ②, Secretary, Person authorised ②, 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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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY
Prescribed particulars	<p>Voting - The Ordinary Shares shall confer on each holder of Ordinary Shares the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Dividends - Any Available Profits which the Board (in its absolute discretion), with Investor Director Consent, may determine to distribute in respect of any Financial Year, will be distributed to the holders of Equity Shares, <i>pari passu</i> (as if the relevant Equity Shares constituted one class of shares) pro rata to their respective holdings of such Equity Shares subject to the following in relation to the Employee Shares:</p> <p>(a) the A Ordinary Shareholders shall be entitled to an amount equal to such distribution multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(b) the B Ordinary Shareholders, shall be entitled to an amount equal to such distribution multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Distribution - On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p> <p>(a) first in paying to each of the A Preference Shareholders, in priority to any other classes of Shares, an amount per share held equal to the Preference Amount (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Preference Amount, the remaining surplus assets shall be distributed to the A Preference Shareholders pro rata to their respective holdings of A Preference Shares);</p> <p>(b) second in paying to the holders of the Deferred Shares, if any, a total of £1.00 for the entire class of Deferred Shares (which payment shall be deemed satisfied by payment to any one holder of Deferred Shares);</p> <p>(c) the balance of the surplus assets (if any) shall be distributed among the holders of Equity Shares pro rata (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held, subject to the following in relation to the Employee Shares:</p> <p>(d) the A Ordinary Shareholders shall be entitled to an amount equal to such balance of surplus assets multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(e) the B Ordinary Shareholders, shall be entitled to an amount equal to such balance of surplus assets multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Redemption - The Ordinary Shares are not redeemable.</p>

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A PREFERENCE	
Prescribed particulars	<p>Voting - The A Preference Shares shall confer on each holder of A Preference Shares the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Dividends - Any Available Profits which the Board (In its absolute discretion), with Investor Director Consent, may determine to distribute in respect of any Financial Year, will be distributed to the holders of Equity Shares, <i>pari passu</i> (as if the relevant Equity Shares constituted one class of shares) pro rata to their respective holdings of such Equity Shares subject to the following in relation to the Employee Shares:</p> <p>(a) the A Ordinary Shareholders shall be entitled to an amount equal to such distribution multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(b) the B Ordinary Shareholders, shall be entitled to an amount equal to such distribution multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Distribution - On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p> <p>(a) first in paying to each of the A Preference Shareholders, in priority to any other classes of Shares, an amount per share held equal to the Preference Amount (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Preference Amount, the remaining surplus assets shall be distributed to the A Preference Shareholders pro rata to their respective holdings of A Preference Shares);</p> <p>(b) second in paying to the holders of the Deferred Shares, if any, a total of £1.00 for the entire class of Deferred Shares (which payment shall be deemed satisfied by payment to any one holder of Deferred Shares);</p> <p>(c) the balance of the surplus assets (if any) shall be distributed among the holders of Equity Shares pro rata (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held, subject to the following in relation to the Employee Shares:</p> <p>(d) the A Ordinary Shareholders shall be entitled to an amount equal to such balance of surplus assets multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(e) the B Ordinary Shareholders, shall be entitled to an amount equal to such balance of surplus assets multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Redemption - The A Preference Shares are not redeemable.</p>	

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

Class of share	A ORDINARY	
Prescribed particulars	<p>Voting - The Employee Shares shall not confer on holders of Employee Shares any rights to receive notice of and to attend, speak and vote at all general meetings of the Company or to receive and vote on proposed written resolutions of the Company.</p> <p>Dividends - Any Available Profits which the Board (in its absolute discretion), with Investor Director Consent, may determine to distribute in respect of any Financial Year, will be distributed to the holders of Equity Shares, <i>pari passu</i> (as if the relevant Equity Shares constituted one class of shares) <i>pro rata</i> to their respective holdings of such Equity Shares subject to the following in relation to the Employee Shares:</p> <p>(a) the A Ordinary Shareholders shall be entitled to an amount equal to such distribution multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares <i>pro rata</i> to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(b) the B Ordinary Shareholders, shall be entitled to an amount equal to such distribution multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares <i>pro rata</i> to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Distribution - On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p> <p>(a) first in paying to each of the A Preference Shareholders, in priority to any other classes of Shares, an amount per share held equal to the Preference Amount (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Preference Amount, the remaining surplus assets shall be distributed to the A Preference Shareholders <i>pro rata</i> to their respective holdings of A Preference Shares);</p> <p>(b) second in paying to the holders of the Deferred Shares, if any, a total of £1.00 for the entire class of Deferred Shares (which payment shall be deemed satisfied by payment to any one holder of Deferred Shares);</p> <p>(c) the balance of the surplus assets (if any) shall be distributed among the holders of Equity Shares <i>pro rata</i> (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held, subject to the following in relation to the Employee Shares:</p> <p>(d) the A Ordinary Shareholders shall be entitled to an amount equal to such balance of surplus assets multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares <i>pro rata</i> to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(e) the B Ordinary Shareholders, shall be entitled to an amount equal to such balance of surplus assets multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares <i>pro rata</i> to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Redemption - The A Ordinary Shares are not redeemable.</p>	

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Class of share	B ORDINARY
Prescribed particulars	<p>Voting - The Employee Shares shall not confer on holders of Employee Shares any rights to receive notice of and to attend, speak and vote at all general meetings of the Company or to receive and vote on proposed written resolutions of the Company.</p> <p>Dividends - Any Available Profits which the Board (in its absolute discretion), with Investor Director Consent, may determine to distribute in respect of any Financial Year, will be distributed to the holders of Equity Shares, <i>pari passu</i> (as if the relevant Equity Shares constituted one class of shares) pro rata to their respective holdings of such Equity Shares subject to the following in relation to the Employee Shares:</p> <p>(a) the A Ordinary Shareholders shall be entitled to an amount equal to such distribution multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(b) the B Ordinary Shareholders, shall be entitled to an amount equal to such distribution multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Distribution - On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p> <p>(a) first in paying to each of the A Preference Shareholders, in priority to any other classes of Shares, an amount per share held equal to the Preference Amount (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Preference Amount, the remaining surplus assets shall be distributed to the A Preference Shareholders pro rata to their respective holdings of A Preference Shares);</p> <p>(b) second in paying to the holders of the Deferred Shares, if any, a total of £1.00 for the entire class of Deferred Shares (which payment shall be deemed satisfied by payment to any one holder of Deferred Shares);</p> <p>(c) the balance of the surplus assets (if any) shall be distributed among the holders of Equity Shares pro rata (as if the Equity Shares constituted one and the same class) to the number of Equity Shares held, subject to the following in relation to the Employee Shares:</p> <p>(d) the A Ordinary Shareholders shall be entitled to an amount equal to such balance of surplus assets multiplied by the A Ordinary Shareholder Proportion (to be distributed amongst the holders of the A Ordinary Shares pro rata to their respective holdings of A Ordinary Shares SAVE THAT any A Ordinary Shares that are Unvested shall not participate for this purpose); and</p> <p>(e) the B Ordinary Shareholders, shall be entitled to an amount equal to such balance of surplus assets multiplied by the B Ordinary Shareholder Proportion (to be distributed amongst the holders of the B Ordinary Shares pro rata to their respective holdings of B Ordinary Shares SAVE THAT any B Ordinary Shares that are Unvested shall not participate for this purpose).</p> <p>Redemption - The B Ordinary Shares are not redeemable.</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 **C.HARGREAVES**

Company name **JAG SHAW BAKER**

Address **BERNERS HOUSE**

47-48 BERNERS STREET

Post town **LONDON**

County/Region

Postcode **W 1 T 3 N F**

Country

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 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