

**Return of Allotment of Shares**Company Name: **CH & CO CATERING GROUP (HOLDINGS) LIMITED**Company Number: **09504990**Received for filing in Electronic Format on the: **27/06/2018**

X790M14O

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
22/06/2018

| | | | |
|-------------------------|-------------------|-----------------------------|--------------|
| Class of Shares: | C ORDINARY | Number allotted | 596 |
| Currency: | GBP | Nominal value of each share | 0.001 |
| | | Amount paid: | 5.8 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|-------------------------|-----------------|--------------------------|---------------|
| Class of Shares: | A | Number allotted | 386000 |
| | ORDINARY | Aggregate nominal value: | 386 |

Currency: **GBP**

Prescribed particulars

INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL THE LOAN NOTES HAVE BEEN REPAID IN FULL UNLESS A MAJORITY OF THE HOLDERS OF EACH CLASS OF SUCH LOAN NOTES OTHERWISE AGREES IN WRITING AND UNLESS INVESTOR APPROVAL 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 EQUITY SHARES (BEING THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES) EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BELONG TO AND BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. IN THE EVENT OF A SALE (AS DEFINED IN THE INVESTMENT AGREEMENT), THE EQUITY PROCEEDS OF SUCH SALE SHALL, SUBJECT TO ARTICLE 7 OF THE COMPANY'S ARTICLES OF ASSOCIATION, BE DISTRIBUTED BETWEEN THE SELLING SHAREHOLDERS IN THE MANNER SET OUT IN ARTICLE 4.2.1 AS IF THE SAME CONSTITUTED A LIQUIDATION OF THE COMPANY. VOTING SUBJECT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY THE EQUITY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THE A ORDINARY SHARES CONFER ENHANCED VOTING AND OTHER RIGHTS IN THE EVENT OF CERTAIN DEFAULT SITUATIONS.

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| Class of Shares: | B | Number allotted | 482879 |
| | ORDINARY | Aggregate nominal value: | 482.879 |

Currency: **GBP**

Prescribed particulars

INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL THE LOAN NOTES HAVE BEEN REPAID IN

FULL UNLESS A MAJORITY OF THE HOLDERS OF EACH CLASS OF SUCH LOAN NOTES OTHERWISE AGREES IN WRITING AND UNLESS INVESTOR APPROVAL 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 EQUITY SHARES (BEING THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES) EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BELONG TO AND BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. IN THE EVENT OF A SALE (AS DEFINED IN THE INVESTMENT AGREEMENT), THE EQUITY PROCEEDS OF SUCH SALE SHALL, SUBJECT TO ARTICLE 7 OF THE COMPANY'S ARTICLES OF ASSOCIATION, BE DISTRIBUTED BETWEEN THE SELLING SHAREHOLDERS IN THE MANNER SET OUT IN ARTICLE 4.2.1 AS IF THE SAME CONSTITUTED A LIQUIDATION OF THE COMPANY. VOTING SUBJECT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY THE EQUITY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THE A ORDINARY SHARES CONFER ENHANCED VOTING AND OTHER RIGHTS IN THE EVENT OF CERTAIN DEFAULT SITUATIONS.

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| Class of Shares: | C | Number allotted | 130164 |
| | ORDINARY | Aggregate nominal value: | 130.164 |
| Currency: | GBP | | |

Prescribed particulars

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| Class of Shares: | D | Number allotted | 6 |
| | ORDINARY | Aggregate nominal value: | 0.006 |
| Currency: | GBP | | |

Prescribed particulars

INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL THE LOAN NOTES HAVE BEEN REPAYED IN FULL UNLESS A MAJORITY OF THE HOLDERS OF EACH CLASS OF SUCH LOAN NOTES OTHERWISE AGREES IN WRITING AND UNLESS INVESTOR APPROVAL 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 EQUITY SHARES (BEING THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES) EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BELONG TO AND BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES EQUALLY AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES. IN THE EVENT OF A SALE (AS DEFINED IN THE INVESTMENT AGREEMENT), THE EQUITY PROCEEDS OF SUCH SALE SHALL, SUBJECT TO ARTICLE 7 OF THE COMPANY'S ARTICLES OF ASSOCIATION, BE DISTRIBUTED BETWEEN THE SELLING SHAREHOLDERS IN THE MANNER SET OUT IN ARTICLE 4.2.1 AS IF THE SAME CONSTITUTED A LIQUIDATION OF THE COMPANY. VOTING SUBJECT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY THE EQUITY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. THE A ORDINARY

**SHARES CONFER ENHANCED VOTING AND OTHER RIGHTS IN THE EVENT OF CERTAIN
DEFAULT SITUATIONS.**

Statement of Capital (Totals)

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|-----------|------------|--------------------------------|----------------|
| Currency: | GBP | Total number of shares: | 999049 |
| | | Total aggregate nominal value: | 999.049 |
| | | Total aggregate amount unpaid: | 0 |

Authorisation

Authenticated

This form was authorised by one of the following:

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