

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 NOT for**
You cannot use this form to give
notice of shares taken by a company
on formation of the company or
for an allotment of a new class of
shares by an unlimited company.

SATURDAY



A13 *A54KTIGQ* #312
09/04/2016
COMPANIES HOUSE

1 Company details

Company number
Company name in full

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

From Date
To Date

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.)

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

Class of shares (E.g. Ordinary/Preference etc.)	Currency	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	Sterling	1349100	£0.50	£1.00	
Ordinary	Sterling	20500	£0.50	£0.975609756	

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

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	£1.00		2639102	£ 1319551
Ordinary	£0.975609756		2224248	£ 1112124
A Ordinary	£0.01		250	£ 2.5
				£
Totals			4863600	£ 2431677.5

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			0	

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			0	0

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital.

③ Total aggregate nominal value:
Please list total aggregate values in
different currencies separately. For
example: £100 + €100 + \$10 etc.

Total number of shares 4,863,600

Total aggregate
nominal value ④ £2,431,677.5

① Including both the nominal value and any
share premium.

② E.g. Number of shares issued multiplied by
nominal value of each share.

③ Total number of issued shares in this class.

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

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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 statement of capital share tables in Section 4 and Section 5.

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.

Class of share	Ordinary Shares
Prescribed particulars ①	VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON WINDING UP - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.
Class of share	A Ordinary Shares
Prescribed particulars ①	SEE CONTINUATION PAGE
Class of share	
Prescribed particulars ①	

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Signature

I am signing this form on behalf of the company.

① 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.

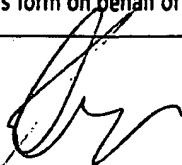
② Person authorised

Under either section 270 or 274 of the Companies Act 2006.

Signature

Signature

X



X

This form may be signed by:

Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

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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

Company name Michelmores LLP - Exeter

Address Woodwater House

Pynes Hill

Post town EXETER

County/Region Devon

Postcode

E X 2 5 W R

Country England

DX 135608 Exeter 16

Telephone +44(0)1392 688688



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

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 - continuation page

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY A SHARES	
Prescribed particulars	<p>VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD.</p> <p>DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED.</p> <p>DISTRIBUTION RIGHTS ON WINDING UP - ON A WINDING UP THE ASSETS OF THE COMPANY WILL BE DISTRIBUTED AS FOLLOWS:</p> <p>FIRSTLY IN PAYING THE AMOUNT OF ANY ARREARS OF DIVIDEND OWING TO THE HOLDERS OF THE EQUITY SHARES, TO BE CALCULATED UP TO AND INCLUDING THE DATE OF COMMENCEMENT OF THE WINDING UP (IN THE CASE OF A WINDING UP) OR THE RETURN OF CAPITAL (IN ANY OTHER CASE).</p> <p>SECONDLY IN PAYING TO THE HOLDERS OF A SHARES THE AMOUNT PAID UP OR CREDITED AS PAID UP ON EACH SUCH SHARE.</p> <p>THIRDLY IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES AND THE DEFERRED SHARES THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY SHARE PREMIUM THAT MAY BE PAYABLE ON EACH SUCH ORDINARY SHARE AND DEFERRED SHARE) ON EACH SUCH SHARE.</p> <p>FOURTHLY IN PAYING TO THE HOLDERS OF THE EQUITY SHARES PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARES IN THE CAPITAL OF THE COMPANY THE BALANCE OF ANY AMOUNT AVAILABLE FOR DISTRIBUTION SAVE IN RESPECT OF ANY EXCESS ON AN EXIT DATE WHICH SHALL BE DIVIDED INTO TWO AMOUNTS:</p> <p>1) ONE OF WHICH SHALL BE EQUAL TO 75% OF ANY SUCH EXCESS DIVIDED BETWEEN AND PAID TO THE HOLDERS OF ORDINARY SHARES IN PROPORTION TO THEIR HOLDINGS OF ORDINARY SHARES</p> <p>2) THE OTHER OF WHICH SHALL BE EQUAL TO 25% OF ANY SUCH EXCESS DIVIDED BETWEEN AND PAID TO THE HOLDERS OF A SHARES AS FOLLOWS:</p> <p>A) AS TO 10% OF THE 25% OF SUCH EXCESS TO ENTERPRISE INVESTMENT PARTNERS B) AS TO 90% OF THE 25% OF SUCH EXCESS TO DUCALIAN.</p> <p>REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.</p>	