In accordance with Section 555 of the Companies Act 2006.

Paperclip only

SH01

Return of allotment of shares

laserform

WEDNESDAY

R83KSQMI
RP 17/04/2019 #66
COMPANIES HOUSE

Go online to file this information
www.gov.uk/companieshouse

✓ **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 subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company.

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

1 Company details

Company number	0 9 7 1 0 5 7 2
Company name in full	120 MARINE PARADE 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 ❶

From Date	d2 d3 m0 m5 y2 y0 y1 y7
To Date	d2 d3 m0 m5 y2 y0 y1 y7

❶ **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.)

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

Currency ❷	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
£	B ORDINARY	1	1.00	1.00	
£	C ORDINARY	1	1.00	1.00	

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)

4 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
Currency table A				
£	A ORDINARY	1	1.00	
£	B ORDINARY	2	2.00	
£	C ORDINARY	1	1.00	
	Totals	4	4.00	0
Currency table B				
	Totals	0	0.00	0
Currency table C				
	Totals	0	0.00	0
		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	Totals (including continuation pages)	4	£4.00	0

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

5 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	A ORDINARY
Prescribed particulars ❶	SEE PRESCRIBED PARTICULARS CONTINUATION SHEET.
Class of share	B ORDINARY
Prescribed particulars ❶	SEE PRESCRIBED PARTICULARS CONTINUATION SHEET.
Class of share	C ORDINARY
Prescribed particulars ❶	SEE PRESCRIBED PARTICULARS CONTINUATION SHEET.

❶ **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.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X [signature] X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ **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.

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006.

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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	RMSP/38146.1
Company name	Goodman Derrick LLP
Address	10 St Bride Street
Post town	
County/Region	London
Postcode	E C 4 A 4 A D
Country	United Kingdom
DX	122 Chancery Lane
Telephone	+44 (0)20 7404 0606

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

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

Class of share	C Ordinary
Prescribed particulars	THE C SHARES AND THE A SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECIEVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECIEVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN ANY DIVIDENDS OF THE COMPANY AND ANY SUCH DIVIDENDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES IN EQUAL PROPORTIONS. ON A WINDING UP OR OTHER REPAYMENT OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("**SURPLUS ASSETS**") SHALL BE APPLIED AS FOLLOWS:- A) A TOTAL OF £425,000 OF THE SURPLUS ASSETS SHALL BE PAID TO THE HOLDER OF THE A SHARE; B) 27.88% OF THE SURPLUS ASSETS WILL BE SPLIT 50% TO THE HOLDER OF THE A SHARE AND 50% TO THE B SHARE; AND C) 72.12% OF THE SURPLUS ASSETS WILL BE SPLIT: I) EITHER 55% TO THE HOLDER OF THE C SHARE OR SUCH AMOUNT REQUIRED TO GIVE THE HOLDER OF THE C SHARE 15% PER ANNUM RETURN ON THE PRIORITY RETURN (CAPPED AT 72.12% OF THE SURPLUS ASSETS), WHICHEVER GIVES THE HOLDER OF THE C SHARE THE HIGHER RETURN; AND II) THE BALANCE TO THE HOLDER OF THE B SHARES. THE SHARES ARE NON-REDEEMABLE.

In accordance with Section 555 of the Companies Act 2006.

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

Class of share: B Ordinary

Prescribed particulars:

THE A SHARES AND THE C SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECIEVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECIEVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY.

THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN ANY DIVIDENDS OF THE COMPANY AND ANY SUCH DIVIDENDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES IN EQUAL PROPORTIONS.

ON A WINDING UP OR OTHER REPAYMENT OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("**SURPLUS ASSETS**") SHALL BE APPLIED AS FOLLOWS:-

A) A TOTAL OF £425,000 OF THE SURPLUS ASSETS SHALL BE PAID TO THE HOLDER OF THE A SHARE;

B) 27.88% OF THE SURPLUS ASSETS WILL BE SPLIT 50% TO THE HOLDER OF THE A SHARE AND 50% TO THE B SHARE; AND

C) 72.12% OF THE SURPLUS ASSETS WILL BE SPLIT:

   I) EITHER 55% TO THE HOLDER OF THE C SHARE OR SUCH AMOUNT REQUIRED TO GIVE THE HOLDER OF THE C SHARE 15% PER ANNUM RETURN ON THE PRIORITY RETURN (CAPPED AT 72.12% OF THE SURPLUS ASSETS), WHICHEVER GIVES THE HOLDER OF THE C SHARE THE HIGHER RETURN; AND

   II) THE BALANCE TO THE HOLDER OF THE B SHARES.

THE SHARES ARE NON-REDEEMABLE.

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

Class of share	A Ordinary
Prescribed particulars	THE A SHARES AND THE C SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECIEVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECIEVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN ANY DIVIDENDS OF THE COMPANY AND ANY SUCH DIVIDENDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES IN EQUAL PROPORTIONS. ON A WINDING UP OR OTHER REPAYMENT OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("**SURPLUS ASSETS**") SHALL BE APPLIED AS FOLLOWS:- A) A TOTAL OF £425,000 OF THE SURPLUS ASSETS SHALL BE PAID TO THE HOLDER OF THE A SHARE; B) 27.88% OF THE SURPLUS ASSETS WILL BE SPLIT 50% TO THE HOLDER OF THE A SHARE AND 50% TO THE B SHARE; AND C) 72.12% OF THE SURPLUS ASSETS WILL BE SPLIT: I) EITHER 55% TO THE HOLDER OF THE C SHARE OR SUCH AMOUNT REQUIRED TO GIVE THE HOLDER OF THE C SHARE 15% PER ANNUM RETURN ON THE PRIORITY RETURN (CAPPED AT 72.12% OF THE SURPLUS ASSETS), WHICHEVER GIVES THE HOLDER OF THE C SHARE THE HIGHER RETURN; AND II) THE BALANCE TO THE HOLDER OF THE B SHARES. THE SHARES ARE NON-REDEEMABLE.