



# SH01

## Return of allotment of shares



Companies House



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

SATURDAY



\*A7YXJRGB\*  
 A04 09/02/2019 #384  
 COMPANIES HOUSE

### 1 Company details

|                      |                   |   |   |   |   |   |   |   |
|----------------------|-------------------|---|---|---|---|---|---|---|
| Company number       | 1                 | 0 | 6 | 6 | 6 | 8 | 4 | 4 |
| Company name in full | CFC Group 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 | <sup>d</sup> 0 | <sup>d</sup> 8 | <sup>m</sup> 0 | <sup>m</sup> 2 | <sup>y</sup> 2 | <sup>y</sup> 0 | <sup>y</sup> 1 | <sup>y</sup> 9 |
| To Date   | <sup>d</sup>   | <sup>d</sup>   | <sup>m</sup>   | <sup>m</sup>   | <sup>y</sup>   | <sup>y</sup>   | <sup>y</sup>   | <sup>y</sup>   |

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        | C Ordinary                                      | 10,960                    | 0.01                        | 2.50  | 0  |
| GBP        | E Ordinary                                      | 6,730                     | 0.01                        | 1.00  | 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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**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<br>Complete a separate table for each currency | Class of shares<br>E.g. Ordinary/Preference etc. | Number of shares | Aggregate nominal value<br>(£, €, \$, etc)<br>Number of shares issued multiplied by nominal value | Total aggregate amount unpaid, if any (£, €, \$, etc)<br>Including both the nominal value and any share premium |
|---|--|------------------|---|---|
| <b>Currency table A</b>                                 |  |                  |   |   |
| GBP   | A Ordinary                                       | 390,436          | 3,904.36  |   |
| GBP   | B Ordinary                                       | 188,431          | 1,884.31  |   |
| GBP   | C Ordinary                                       | 192,016          | 1,920.16  |   |
| <b>Totals</b>   |  | 770,883          | 7,708.83  | 0   |

| <b>Currency table B</b> |  |  |  |  |
|-------------------------|--|--|--|--|
|                         |  |  |  |  |
|                         |  |  |  |  |
|                         |  |  |  |  |
| <b>Totals</b>           |  |  |  |  |

| <b>Currency table C</b> |  |  |  |  |
|-------------------------|--|--|--|--|
|                         |  |  |  |  |
|                         |  |  |  |  |
|                         |  |  |  |  |
| <b>Totals</b>           |  |  |  |  |

| Totals (including continuation pages) | Total number of shares | Total aggregate nominal value ❶ | Total aggregate amount unpaid ❶ |
|---------------------------------------|------------------------|---------------------------------|---------------------------------|
|                                       | 148,808,483            | 13,754.1334                     | 0                               |

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

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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.

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

A Ordinary Shares

Prescribed particulars  
①

The holders of the A Ordinary Shares carry the right in aggregate (divided pro rata to the number of A Ordinary Shares held by them respectively) to 51% of the voting rights.

The holders of the A Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.

Class of share

B Ordinary Shares

Prescribed particulars  
①

The holders of the B Ordinary Shares carry the right in aggregate (divided pro rata to the number of B Ordinary Shares held by them respectively) to 19% of the voting rights.

The holders of the B Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.

Class of share

C Ordinary Shares

Prescribed particulars  
①

Non-voting

The holders of the C Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.

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**Signature**

I am signing this form on behalf of the company.

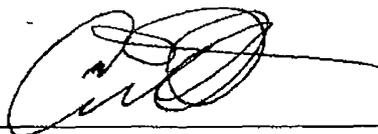
② Societas Europaea

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.

Signature

Signature

X



X

This form may be signed by:

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

③ 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 Jenny Bowe

Company name Proskauer Rose (UK) LLP

Address 110 Bishopsgate

Post town London

County/Region

Postcode EC2N 4AY

Country

DX

Telephone +44 (0) 207 280 2089

 **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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



# SH01 - continuation page

## Return of allotment of shares

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

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Statement of capital

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

| Currency<br>Complete a separate table for each currency | Class of shares<br>E.g. Ordinary/Preference etc. | Number of shares | Aggregate nominal value<br>(£, €, \$, etc)<br>Number of shares issued multiplied by nominal value | Total aggregate amount unpaid, if any (£, €, \$, etc)<br>Including both the nominal value and any share premium |
|---|--|------------------|---|---|
| GBP   | D Ordinary                                       | 5,772            | 4,213.56  |   |
| GBP   | E Ordinary                                       | 121,712          | 1,217.12  |   |
| GBP   | F Ordinary                                       | 41,862           | 418.62  |   |
| GBP   | G Ordinary                                       | 4,814            | 48.14   |   |
| GBP   | P1 Preference                                    | 146,728,455      | 146.728455  |   |
| GBP   | P2 Preference                                    | 1,134,985        | 1.134985  |   |
|   |  |                  |   |   |
|   |  |                  |   |   |
|   |  |                  |   |   |
|   |  |                  |   |   |
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|   |  |                  |   |   |
|   |  |                  |   |   |
|   |  |                  |   |   |
|   |  |                  |   |   |
| <b>Totals</b>   |  | 148,037,600      | 6,045.30344   |   |

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

| Class of share         |  |
|------------------------|--|
| Prescribed particulars | <p><b>D Ordinary Shares</b><br/>The holders of the D Ordinary Shares carry the right in aggregate (divided pro rata to the number of D Ordinary Shares held by them respectively) to 30% of the voting rights.<br/>The holders of the D Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.</p> <p><b>E Ordinary Shares</b><br/>The holders of E Ordinary Shares do not participate in any distributions until aggregate distributions received by the lead investor amounting to at least 3x the aggregate subscription price of the shares purchased by the lead investor, with catchup rights. After catchup, the holders of E Ordinary Shares participate pro rata with all other ordinary shares in all distributions to the ordinary shares.</p> <p><b>F Ordinary Shares</b><br/>Non-voting.<br/>The holders of the F Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.</p> <p><b>G Ordinary Shares</b><br/>Non-voting.<br/>The holders of the G Ordinary Shares participate pro rata (with all other ordinary shares eligible to participate in such distribution) in all distributions to the ordinary shares.</p> <p><b>P1 Preference Shares</b><br/>Non-voting. Redeemable.<br/>The P1 Preference Shares carry a preferred dividend of 12% compounding annually (may be reduced as low as LIBOR plus 2% per annum if the holder becomes an "Intermediate Leaver" (as defined in the articles of association) or as low as nil if the holder becomes a "Bad Leaver" (as defined in the articles of association)). The holders of the P1 Preference Shares participate pro rata with the P2 Preference Shares in all distributions to the P1 and/or P2 Preference Shares.</p> <p><b>P2 Preference Shares</b><br/>Non-voting. Redeemable.<br/>The P2 Preference Shares carry a preferred dividend of 12% compounding annually (may be reduced as low as LIBOR plus 2% per annum if the holder becomes an "Intermediate Leaver" (as defined in the articles of association) or as low as nil if the holder becomes a "Bad Leaver" (as defined in the articles of association)). The holders of the P2 Preference Shares participate pro rata with the P1 Preference Shares in all distributions to the P1 and/or P2 Preference Shares.</p> |