

**SH01**

## Return of allotment of shares

  
BDB PITMANS


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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**  
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 share by an unlimited company.



\*A8XF8YTD\*  
A05 25/01/2020 #137  
COMPANIES HOUSE

**1 Company details**

Company number	1	2	1	2	1	0	2	4
Company name in full	Benham Holdings 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 ①**

From Date	d	2	d	3	m	0	m	1	y	2	y	0	y	2	y	0
To Date	d		d		m		m		y		y		y		y	

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
£	Preference	700000	1.00	1.00	0.00

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)

### Return of allotment of shares

4

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 table B****Currency table C**

<b>Totals</b>				

	Total number of shares	Total aggregate nominal value <sup>①</sup>	Total aggregate amount unpaid <sup>①</sup>
Totals (including continuation pages)	700,200	£700,200	0.00

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

SH01

Return of allotment of shares

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.

**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

Please see attached continuation pages.

Class of share

Prescribed particulars

1

Class of share

Prescribed particulars

1

6

**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director 2, Secretary, Person authorised 3, 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.

SH01

Return of allotment of shares



### 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 199984.0001

Company name BDB Pitmans LLP

Address Grosvenor House

Grosvenor Square

Post town Southampton

County/Region Hampshire

Postcode S O 1 5 2 B E

Country

DX

Telephone 023 8083 7782



### 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)

## Statement of capital

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	
£	A ordinary	20	20.00		
	B ordinary	120	120.00		
	C ordinary	60	60.00		
	Preference	700000	700,000.00		
Totals		700200	700,200.00		0.00

SH01 - continuation page  
Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A ordinary shares	
Prescribed particulars	<p><b>Voting rights.</b> On a resolution to be passed by the shareholders of the company, the holders of A ordinary shares shall have one vote on a show of hands at a general meeting or, when voting on a poll or written resolution, one vote per A ordinary share held.</p> <p><b>Dividend rights.</b> Any available profits which the company may determine to distribute as a dividend shall be distributed as follows: (i) first, in paying to the holder(s) of the preference shares, a fixed, cumulative preferential dividend at an annual rate of 1% of the issue price of the preferred share on 30 June of each financial year (the <b>Preferred Dividend</b>); and (ii) thereafter, in distributing the balance of among the holders of the A ordinary, B ordinary and C ordinary shares (the <b>Equity Shares</b>) as the directors (with the approval of the majority of the members) determine, such that a dividend may be declared on one or several classes of Equity Share to the exclusion of any other class or classes of Equity Shares and that dividends of different rates may be declared on the respective classes of Equity Shares.</p> <p><b>Capital rights.</b> On a return of assets on liquidation or otherwise (other than a redemption or purchase of Shares) the assets of the Company remaining after the payment of its liabilities shall be applied (to the extent that the Company is lawfully able to do so) in the following order of priority: (i) first, to the extent not already paid, in paying to the holder(s) of preference shares any arrears of the Preferred Dividend; and (ii) thereafter to the holders of the Equity Shares pro rata to the number of Equity Shares held as if they constituted one class of share. The Preference Shares shall have no other rights to participate in a return of assets of the Company.</p> <p><b>Redemption rights.</b> The A ordinary shares are not redeemable or liable to be redeemed at the option of the company or the shareholder.</p>	

SH01 - continuation page  
Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B ordinary shares	
Prescribed particulars	<p><b>Voting rights.</b> On a resolution to be passed by the shareholders of the company, the holders of B ordinary shares shall have one vote on a show of hands at a general meeting or, when voting on a poll or written resolution, one vote per B ordinary share held.</p> <p><b>Dividend rights.</b> Any available profits which the company may determine to distribute as a dividend shall be distributed as follows: (i) first, in paying to the holder(s) of the preference shares, a fixed, cumulative preferential dividend at an annual rate of 1% of the issue price of the preferred share on 30 June of each financial year (the <b>Preferred Dividend</b>); and (ii) thereafter, in distributing the balance of among the holders of the A ordinary, B ordinary and C ordinary shares (the <b>Equity Shares</b>) as the directors (with the approval of the majority of the members) determine, such that a dividend may be declared on one or several classes of Equity Share to the exclusion of any other class or classes of Equity Shares and that dividends of different rates may be declared on the respective classes of Equity Shares.</p> <p><b>Capital rights.</b> On a return of assets on liquidation or otherwise (other than a redemption or purchase of Shares) the assets of the Company remaining after the payment of its liabilities shall be applied (to the extent that the Company is lawfully able to do so) in the following order of priority: (i) first, to the extent not already paid, in paying to the holder(s) of preference shares any arrears of the Preferred Dividend; and (ii) thereafter to the holders of the Equity Shares pro rata to the number of Equity Shares held as if they constituted one class of share. The Preference Shares shall have no other rights to participate in a return of assets of the Company.</p> <p><b>Redemption rights.</b> The B ordinary shares are not redeemable or liable to be redeemed at the option of the company or the shareholder.</p>	

SH01 - continuation page  
Return of allotment of shares

5

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

Class of share	C ordinary shares
Prescribed particulars	<p><b>Voting rights.</b> On a resolution to be passed by the shareholders of the company, the holders of C ordinary shares shall have one vote on a show of hands at a general meeting or, when voting on a poll or written resolution, one vote per C ordinary share held.</p> <p><b>Dividend rights.</b> Any available profits which the company may determine to distribute as a dividend shall be distributed as follows: (i) first, in paying to the holder(s) of the preference shares, a fixed, cumulative preferential dividend at an annual rate of 1% of the issue price of the preferred share on 30 June of each financial year (the <b>Preferred Dividend</b>); and (ii) thereafter, in distributing the balance of among the holders of the A ordinary, B ordinary and C ordinary shares (the <b>Equity Shares</b>) as the directors (with the approval of the majority of the members) determine, such that a dividend may be declared on one or several classes of Equity Share to the exclusion of any other class or classes of Equity Shares and that dividends of different rates may be declared on the respective classes of Equity Shares.</p> <p><b>Capital rights.</b> On a return of assets on liquidation or otherwise (other than a redemption or purchase of Shares) the assets of the Company remaining after the payment of its liabilities shall be applied (to the extent that the Company is lawfully able to do so) in the following order of priority: (i) first, to the extent not already paid, in paying to the holder(s) of preference shares any arrears of the Preferred Dividend; and (ii) thereafter to the holders of the Equity Shares pro rata to the number of Equity Shares held as if they constituted one class of share. The Preference Shares shall have no other rights to participate in a return of assets of the Company.</p> <p><b>Redemption rights.</b> The C ordinary shares are not redeemable or liable to be redeemed at the option of the company or the shareholder.</p>



SH01 - continuation page  
Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Preference shares	
Prescribed particulars	<p><b>Voting rights.</b> The preference shares carry no right to attend, speak or vote at any general meeting of the Company or on any written resolution of the Company.</p> <p><b>Dividend rights.</b> Any available profits which the company may determine to distribute as a dividend shall be distributed as follows: (i) first, in paying to the holder(s) of the preference shares, a fixed, cumulative preferential dividend at an annual rate of 1% of the issue price of the preferred share on 30 June of each financial year (the <b>Preferred Dividend</b>); and (ii) thereafter, in distributing the balance of among the holders of the A ordinary, B ordinary and C ordinary shares (the <b>Equity Shares</b>) as the directors (with the approval of the majority of the members) determine, such that a dividend may be declared on one or several classes of Equity Share to the exclusion of any other class or classes of Equity Shares and that dividends of different rates may be declared on the respective classes of Equity Shares.</p> <p><b>Capital rights.</b> On a return of assets on liquidation or otherwise (other than a redemption or purchase of Shares) the assets of the Company remaining after the payment of its liabilities shall be applied (to the extent that the Company is lawfully able to do so) in the following order of priority: (i) first, to the extent not already paid, in paying to the holder(s) of preference shares any arrears of the Preferred Dividend; and (ii) thereafter to the holders of the Equity Shares pro rata to the number of Equity Shares held as if they constituted one class of share. The Preference Shares shall have no other rights to participate in a return of assets of the Company.</p> <p><b>Redemption rights.</b> The preference shares are not redeemable or liable to be redeemed at the option of the company or the shareholder.</p>	