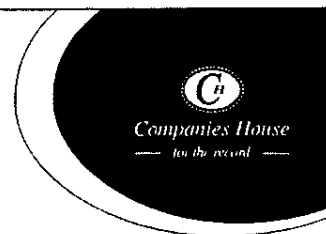


SH01

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 subse
on formation of the company
for an allotment of a new class
shares by an unlimited compan

TUESDAY



SCT 17/01/2012 #765
COMPANIES HOUSE

1 Company details

Company number S C 2 8 6 0 0 9

Company name in full HALO NURSERIES 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 1 d 1 m 0 m 1 y 2 y 0 y 1 y 2
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.

Class of shares (E.g. Ordinary/Preference etc.)	Currency ²	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
7.5% Cumulative Redeemable					
Preference Shares		250,000	£1	£1	NIL

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)

SH01

Return of allotment of shares

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	NIL	1	£ 1
7.5% Cumulative Redeemable				£
Preference Shares	£1	NIL	250,000	£ 250,000
				£
Totals			250,001	£ 250,001

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				

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				

6 Statement of capital (Totals)

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

Total number of shares

Total aggregate nominal value ④

④ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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.

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	7.5% Cumulative Redeemable Preference Shares	
Prescribed particulars	<p>The 7.5% Cumulative Redeemable Preference Shares (Preference Shares) carry the right to one vote per share if the Company has not paid any Preferred Dividend within 30 Business Days of the due date; if the Company has not redeemed any of the Preference Shares within 30 Business Days of the due date;</p> <p>if there has been proposed a resolution for the winding up of the Company, reduction in capital of the Company or a resolution varying the class rights of the Preference Shares.</p> <p>The Company shall without resolution of the Board or Company in general meeting and before application of available profits to reserve or for any other purpose pay the holders of the Preference Shares a cumulative preferential dividend at the rate of 7.5% per Preference Share which shall be paid annually on 31 March in each year, the first payment on 31 March 2012 <i>(pro rata)</i>.</p> <p>On a return of assets on liquidation, capital reduction or otherwise, the assets of the Company remaining after payment of its liabilities shall be applied first in paying to the holders £1 per Preference Share together with any arrears and accruals of Preferred Dividend.</p> <p>The Preference Shares shall, subject to the 2006 Act be redeemed as to 50,000 thereof on 31 March 2013; 50,000 thereof on 31 March 2014; 50,000 thereof on 31 March 2015, 50,000 thereof on 31 March 2016 and the remainder on 31 March 2017. The Company shall redeem all the Preference Shares then in issue immediately prior to a Sale or Listing.</p> <p>The holders of the Preference Shares may require the Company to redeem such number of the Preference Shares as is specified in a Shareholder Redemption Notice if the Company has not redeemed any of the Preference Shares within 30 Business Days of the due date or there has been proposed a resolution for the winding up of the Company, a resolution for a reduction of capital of the Company or a resolution varying any of the class rights attaching to the Preference Shares.</p>	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Ordinary Shares	
Prescribed particulars	<p>Each Ordinary Share carries one vote per share</p> <p>Once all the Preferred Dividends have been paid, any available profits remaining in any financial year that the Company determines to distribute shall be applied in paying to the holders of the Ordinary Shares a dividend on each Ordinary Share according to the amount paid up or credited as paid up on each such share.</p> <p>On a return of capital on liquidation, capital reduction or otherwise the assets of the Company remaining after payment of its liabilities shall be applied (after paying to the holders of the Preference Shares £1 per Preference Share together with a sum equal to any arrears and accruals of the Preferred Dividend calculated down to the date of the return of capital) in paying to each holder of Ordinary Shares in respect of each Ordinary Share of which he is the holder £1 per share and the balance of such assets shall be distributed amongst the holders of the Ordinary Shares pro rata.</p> <p>The Ordinary Shares are not redeemable.</p>	

SH01

Return of allotment of shares

7 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.

Class of share	7.5% Cumulative Redeemable Preference
Prescribed particulars ①	SEE CONTINUATION SHEET.
Class of share	ORDINARY
Prescribed particulars ①	SEE CONTINUATION SHEET.
Class of share	
Prescribed particulars ①	

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 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.

8 Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:

Director ☒ Secretary ☐ Person authorised ☐ 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 **KATHLEEN STEWART**

Company name **KATHLEEN STEWART W.S.**

Address **13 ALVA STREET**

Post town **EDINBURGH**

County/Region **MIDLOTHIAN**

Postcode **E H 2 4 P H**

Country **SCOTLAND**

DX

Telephone **0131 225 9181**



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