

# SH01

## Return of allotment of shares



Companies House



Go online to file this information  
[www.gov.uk/companieshouse](http://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 for**  
You cannot use this form to give notice of shares allotted on formation of the company or for an allotment of shares by an unlimited company.

THURSDAY



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17/08/2017

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COMPANIES HOUSE

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### 1 Company details

Company number

Company name in full

→ **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

To Date

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	B ORDINARY	656,250	0.00005	0.01	0
GBP	C ORDINARY	49,343,750	0.000001	0.01	0
GBP	D ORDINARY	900,000	0.000001	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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## Return of allotment of shares

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### 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
<b>Currency table A</b>				
GBP	ORDINARY	5,250,000	£262.50	
GBP	B ORDINARY	656,250	£32.81	
GBP	C ORDINARY	49,343,750	£49.34	
<b>Totals</b>		SEE CONT.PAGE	SEE CONT.PAGE	SEE CONT.PAGE

<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 <sup>❶</sup>	Total aggregate amount unpaid <sup>❶</sup>
	56,150,000	£345.56	0

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

# SH01 - continuation page

## Return of allotment of shares

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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 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	
GBP	D ORDINARY	900,000	£0.90		
<b>Totals</b>		56,150,000	£345.56		0

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**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

Prescribed particulars  
① SEE CONTINUATION PAGES.

Class of share

Prescribed particulars  
①

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.

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  For and on behalf of  
Eriska Secretaries Ltd X

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.

This form may be signed by:

Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

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

Class of share	Ordinary	
Prescribed particulars	<p>The Ordinary shares have attached to them full voting rights.No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without consent of the Majority Holders and any such dividend shall then be paid as to 99.9% to the holders of the Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share) and as to 0.1% to the holders of the C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share). The holders of the B Ordinary Shares, C Ordinary Shares and the D Ordinary Shares shall not be entitled to receive a dividend payment under this Article 13.1 in excess of 49.99% of the total amount of the profits of the Company available for distribution.On a return of assets on liquidation or capital reduction or otherwise, the surplus assets of the Company remaining after the payment or discharge of its liabilities (as the case may be) (the "Capital Proceeds") shall (subject always to the proviso in Article 13.2.2) be applied in the following order: (a) firstly, in paying an amount of Capital Proceeds up to and including the Second Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of D Ordinary Shares: (b) secondly, in paying an amount of Capital Proceeds in excess of the Second Hurdle and up to and including the Third Hurdle:(i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of C Ordinary Shares: (c) thirdly, in paying an amount of Capital Proceeds in excess of the Third Hurdle and up to and including the Fourth Hurdle:(i) as to 0.1% to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares: (d) fourthly, in paying an amount of Capital Proceeds in excess of the Fourth Hurdle: (i) as to 0.1% to the holders of C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share).</p>	

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

Class of share	B Ordinary	
Prescribed particulars	<p>The B Ordinary shares have attached to them full voting rights. No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without consent of the Majority Holders and any such dividend shall then be paid as to 99.9% to the holders of the Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share) and as to 0.1% to the holders of the C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share). The holders of the B Ordinary Shares, C Ordinary Shares and the D Ordinary Shares shall not be entitled to receive a dividend payment under this Article 13.1 in excess of 49.99% of the total amount of the profits of the Company available for distribution. On a return of assets on liquidation or capital reduction or otherwise, the surplus assets of the Company remaining after the payment or discharge of its liabilities (as the case may be) (the "Capital Proceeds") shall (subject always to the proviso in Article 13.2.2) be applied in the following order: (a) firstly, in paying an amount of Capital Proceeds up to and including the Second Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of D Ordinary Shares: (b) secondly, in paying an amount of Capital Proceeds in excess of the Second Hurdle and up to and including the Third Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of C Ordinary Shares: (c) thirdly, in paying an amount of Capital Proceeds in excess of the Third Hurdle and up to and including the Fourth Hurdle: (i) as to 0.1% to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares: (d) fourthly, in paying an amount of Capital Proceeds in excess of the Fourth Hurdle: (i) as to 0.1% to the holders of C Ordinary Shares and D Ordinary Shares (pari passu as if the sam</p>	

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

Class of share	C ORDINARY	
Prescribed particulars	<p>The C Ordinary Shares shall not entitle the holders (in that capacity) to receive notice of or to attend or vote at any general meeting of the Company or to receive a copy of or to vote on any written resolution of the Company.</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without consent of the Majority Holders and any such dividend shall then be paid as to 99.9% to the holders of the Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share) and as to 0.1% to the holders of the C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share). The holders of the B Ordinary Shares, C Ordinary Shares and the D Ordinary Shares shall not be entitled to receive a dividend payment under this Article 13.1 in excess of 49.99% of the total amount of the profits of the Company available for distribution.</p> <p>On a return of assets on liquidation or capital reduction or otherwise, the surplus assets of the Company remaining after the payment or discharge of its liabilities (as the case may be) (the "Capital Proceeds") shall (subject always to the proviso in Article 13.2.2) be applied in the following order: (a) firstly, in paying an amount of Capital Proceeds up to and including the Second Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of D Ordinary Shares: (b) secondly, in paying an amount of Capital Proceeds in excess of the Second Hurdle and up to and including the Third Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of C Ordinary Shares: (c) thirdly, in paying an amount of Capital Proceeds in excess of the Third Hurdle and up to and including the Fourth Hurdle: (i) as to 0.1% to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares: (d) fourthly, in paying an amount of Capital Proceeds in excess of the Fourth Hurdle: (i) as to 0.1% to the holders of C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share).</p>	

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

Class of share	D ORDINARY	
Prescribed particulars	<p>The D Ordinary Shares shall not entitle the holders (in that capacity) to receive notice of or to attend or vote at any general meeting of the Company or to receive a copy of or to vote on any written resolution of the Company.</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without consent of the Majority Holders and any such dividend shall then be paid as to 99.9% to the holders of the Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share) and as to 0.1% to the holders of the C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share). The holders of the B Ordinary Shares, C Ordinary Shares and the D Ordinary Shares shall not be entitled to receive a dividend payment under this Article 13.1 in excess of 49.99% of the total amount of the profits of the Company available for distribution.</p> <p>On a return of assets on liquidation or capital reduction or otherwise, the surplus assets of the Company remaining after the payment or discharge of its liabilities (as the case may be) (the "Capital Proceeds") shall (subject always to the proviso in Article 13.2.2) be applied in the following order: (a) firstly, in paying an amount of Capital Proceeds up to and including the Second Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of D Ordinary Shares: (b) secondly, in paying an amount of Capital Proceeds in excess of the Second Hurdle and up to and including the Third Hurdle: (i) as to 0.1% to the holders of Ordinary Shares, B Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of C Ordinary Shares: (c) thirdly, in paying an amount of Capital Proceeds in excess of the Third Hurdle and up to and including the Fourth Hurdle: (i) as to 0.1% to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares: (d) fourthly, in paying an amount of Capital Proceeds in excess of the Fourth Hurdle: (i) as to 0.1% to the holders of C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share); and (ii) as to 99.9% to the holders of Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of share).</p>	



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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 CATHERINE HARGREAVES

Company name JAG SHAW BAKER

Address BERNERS HOUSE

47-48 BERNERS STREET

Post town LONDON

County/Region

Postcode W 1 T 3 N F

Country

DX

Telephone

 **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)