



Companies House
— for the record —

SH01 (ef)

Return of Allotment of Shares



X12SAVQ9

Company Name: INFRASTRATA PLC

Company Number: 06409712

Received for filing in Electronic Format on the 16/02/2012



Shares Allotted (including bonus shares)

<i>Date or period during which shares are allotted</i>	<i>From</i>	<i>To</i>
	14/02/2012	14/02/2012
Class of shares	ORDINARY	
	<i>Number allotted</i>	12727273
	<i>Nominal value of each share</i>	0.1
Currency	GBP	
	<i>Amount paid</i>	0.11
	<i>Amount unpaid</i>	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	78264326
		<i>Aggregate nominal value</i>	7826432 6
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ORDINARY SHARES ALL RANK EQUALLY AND EACH CARRIES THE RIGHT TO EXERCISE ONE VOTE AT A GENERAL MEETING THERE ARE NO SPECIAL VOTING OR DIVIDEND RIGHTS BEYOND THOSE PRESCRIBED IN THE COMPANIES ACT 2006 THERE ARE NO REDEMPTION RIGHTS.

Class of shares	PREFERENCE	<i>Number allotted</i>	50000
		<i>Aggregate nominal value</i>	50000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	0 75

Prescribed particulars

REDEEMABLE UPON NOTICE. NO VOTING RIGHTS EXCEPT IN CONNECTION WITH A WINDING-UP OR ON A RESOLUTION RELATING TO THE RIGHTS OF THE PREFERENCE SHARES.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	78314326
		<i>Total aggregate nominal value</i>	7876432 6

Authorisation

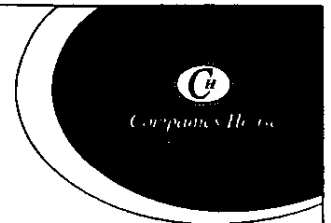
Authenticated

This form was authorised by one of the following

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager

RP01

Replacement of document not meeting requirements for proper delivery



What this form is for
You can only use this form to file a replacement of a document that was previously delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 and was either not properly delivered or contained unnecessary material

What this form is NOT for
You cannot use this form to change information in a previously delivered document, or to replace a document delivered under Section 1076 of the Companies Act 2006 Charges.

For further information, please refer to our guidance at [k](#)

SATURDAY

COMPANIES HOUSE

1 Company details

Company number 0 6 4 0 9 7 1 2

Company name in full InfraStrata plc

→ **Filing in this form**
Please complete in typescript or in bold black capitals.

2 Description of the original document

Document type SH01 submitted by WebFiling
Statement of Capital failed to update to reflect the allotment

① **Description of the original document**
Please enter the document type (e.g. articles of association) and any distinguishing information if more than one document of that type was filed on the same day

Date of registration of the original document ^d1 ^d6 ^m0 ^m2 ^y2 ^y0 ^y1 ^y2

3 Signature

A replacement document must only be filed where (i) a document has previously been delivered and either (ii) that document was not properly delivered or (iii) that document contained unnecessary material

Please sign either Section 3a or Section 3b

3a The company to which the original document relates

Please complete this section if you are signing on behalf of the company to which the original document relates.

I am signing this form on behalf of the company

Signature

Signature

X *Walter R Roberts* 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, Secretary, Person authorised, Permanent representative on behalf of an overseas company, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager, Charitable commission receiver and manager, CIC manager, Judicial factor

RP01

Replacement of document not meeting requirements for proper delivery

3b	The person who delivered the original document	
Please complete this section if you are the person who delivered the original document		
Signature	Signature X <i>Walter R Roberts.</i> X	

4	Notes	
Please note If you are applying for, or have been granted, exemption under Section 243 of the Companies Act 2006 and the document(s) you are replacing contain(s) your usual residential address, please post this form along with the replacement document to the address below The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE		

RP01

Replacement of document not meeting requirements for proper delivery

 **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 **W R Roberts**

Company name

Address **Blackstable House**

Longndge

Sheepscombe

Post town **Stroud**

County/Region **Gloucestershire**

Postcode

	G	L	6		7	Q	X
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Country **U K**

DX

Telephone **01452 814749**

 **Checklist**

Please make sure you have remembered the following:

- You have fully completed Section 2 'Description of the original document'
- The correct person has signed the form in either Section 3a or Section 3b
- If you are replacing a document where you have previously paid a fee, do not send a fee along with this form
- You have enclosed the replacement document
- If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form and the replacement document a PR03 form 'Consent for paper filing'

 **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

Section 243 exemption

If you are applying for, or have been granted, a section 243 exemption, please post this form along with the replacement document to the different postal address below

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE

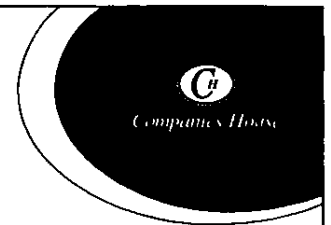
 **Further information**

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

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

SATURDAY

COMPANIES HOUSE

1 Company details

Company number	0	6	4	0	9	7	1	2
Company name in full	InfraStrata plc							

→ **Filing 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	^d 1	^d 4	^m 0	^m 2	^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

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)	Amount (if any) unpaid (including share premium)
Ordinary		12727273	0 1	0 11	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

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Ordinary	0 1	nil	90991599	£ 9,099,159 90
Preference	0 25	0 75	50000	£ 50,000 00
				£
				£
Totals			91,041,599	£ 9,149,159 90

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
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	91,041,599
Total aggregate nominal value ❸	£9,149,159 90

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

- ❶ Including both the nominal value and any share premium
- ❷ Total number of issued shares in this class

- ❸ E.g. Number of shares issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

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		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	Ordinary	
Prescribed particulars 1	Ordinary Shares all rank equally and each carries the right to exercise one vote in any circumstances. Each share is entitled pari passu to dividend payments or any other distribution, including on a winding-up. There are no redemption rights.	
Class of share	Preference (also called Redeemable Preference Shares)	
Prescribed particulars 1	No voting rights except in connection with a winding-up or a resolution relating to the rights of the preference shares. Limited rights to dividends and other distributions. Redeemable by both shareholder(s) and company. Full details on 3 continuation pages.	
Class of share		
Prescribed particulars 1		

8 Signature

I am signing this form on behalf of the company		<p>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.</p> <p>3 Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature</p> <p>X <i>Walter R. Roberts.</i> X</p> <p>This form may be signed by Director 2, Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>	

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 **W R Roberts**

Company name

Address **Blackstable House**

Longridge

Sheepscombe

Post town **Stroud**

County/Region **Gloucestershire**

Postcode

	G	L	6		7	Q	X
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Country **U K**

DX

Telephone **01452 814 749**



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

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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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
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

SH02 - continuation page

Notice of consolidation, sub-division, redemption of shares or
re-conversion of stock into shares

10

Statement of capital (Prescribed particulars of rights attached to shares)¹

Class of share	Preference Shares (also called Redeemable Preference Shares)	
Prescribed particulars	<p>1 •The holders of Redeemable Preference Shares shall be entitled, in priority to the holders of any other class of share in the Company's share capital, to receive out of the profits of the Company available for distribution and resolved under the articles of association of the Company to be distributed in respect of each financial year the of the Company a fixed preferential dividend (the "Preference Dividend") at the rate of 0 00001 per cent per annum on the amount for the time being paid up on each Redeemable Preference Share held by them respectively</p> <p>2 •The Preference Dividend shall accrue pro rata on the basis of a 365 day year and shall, to the extent the Company has profits available for distribution and has resolved do so under its articles of association, be payable annually in arrear on 31 December (or if such date is not a business day on the next following business day) in each year in respect of the year ending on that date The first such payment shall be made on 31 December 2007 in respect of the period from the date of issue of the Redeemable Preference Shares concerned until 31 December 2007 The Preference Dividend shall be paid to the holders of the Redeemable Preference Shares whose names appear on the register two business days before the relevant dividend payment date</p> <p>3 •On a distribution of assets of the Company among its members on a winding up or other return of capital (other than a redemption or purchase by the Company of its own shares), the holders of the Redeemable Preference Shares shall be entitled, in priority to any holder of any other class of shares, to receive an amount equal to the aggregate of the capital paid up on each Redeemable Preference Share together with a sum equal to any arrear and accrual of the Preference Dividend (whether earned or declared or not) payable on such share calculated up to and including the date of the commencement of the winding up (or in any other case) the date of the return of capital</p> <p>4 •Save as provided in paragraphs 1, 2 and 3 above, the holders of the Redeemable Preference Shares shall not be entitled to any participation in the profits or assets of the Company</p> <p>5 •A holder of Redeemable Preference Shares shall be entitled to receive notice of and to attend any general meeting of the Company but shall not have the right to vote in respect of its holding of Redeemable Preference Shares subject to the following exceptions</p> <p>5 1 •if at the date of notice of the meeting payment of any part of any Preference Dividend to that holder is for whatever reason in arrear for more than six months, that holder shall be entitled to attend, speak and vote on any resolution at such meeting or any adjournment of it, or</p> <p>{continued on next sheet}</p>	<p>¹ Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share</p>

SH02 - continuation page

Notice of consolidation, sub-division, redemption of shares or
re-conversion of stock into shares

10 Statement of capital (Prescribed particulars of rights attached to shares)¹

Class of share	Preference Shares	Prescribed particulars of rights attached to shares
Prescribed particulars	<p>{continued}</p> <p>5 2 •if it is proposed at the meeting to consider any resolution approving the winding up of the Company, holders of Redeemable Preference Shares shall be entitled to attend such a meeting and to speak and vote only on such resolution or any motion for adjournment of the meeting before such resolution is voted on, or</p> <p>5 3 •if it is proposed at the meeting to consider any resolution which abrogates or varies or otherwise directly affects the special rights and privileges attaching to the Redeemable Preference Shares, holders of Redeemable Preference Shares shall have the right to attend such a meeting and to speak and vote only on such resolution or any motion for adjournment of the meeting before such resolution is voted on</p> <p>6 •If entitled to vote at a general meeting of the Company, every holder of Redeemable Preference Shares present in person or by proxy (or, being a corporation by a duly authorised representative) shall have one vote for every Redeemable Preference Share held by him</p> <p>7 •Notwithstanding the rights of the holders of Redeemable Preference Shares under paragraph 5 above, the written consent of the holders of three-quarters in nominal value of the issued Redeemable Preference Shares or the sanction of an extraordinary resolution passed at a separate general meeting of the holders of the Redeemable Preference Shares is required</p> <p>7 1 •if the special rights and privileges attaching to the Redeemable Preference Shares are to be varied or abrogated or otherwise directly affected in any way, or</p> <p>7 2 •if any shares or securities are to be created, allotted or issued by the Company which rank in priority to or equally with the Redeemable Preference Shares (or any right to call for the allotment or issue of such shares or securities is to be granted by the Company)</p> <p>8 •All provisions of the Company's articles of association relating to general meetings of the Company shall apply mutatis mutandis to every general meeting of the holders of the Redeemable Preference Shares</p> <p>9 •Subject to the Companies Act 1985 (as amended) (the "Act"), a holder of Redeemable Preference Shares shall have the right to redeem any such Redeemable Preference Shares (provided that they are fully paid and that they represent the total number of Redeemable Preference Shares held by that member) by giving to the Company six months' written notice of its intention to do so (the "Member's Redemption Notice")</p> <p>{continued on next sheet}</p>	<p>The particulars are</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share</p>

SH02 - continuation page

Notice of consolidation, sub-division, redemption of shares or
re-conversion of stock into shares

10

Statement of capital (Prescribed particulars of rights attached to shares)①

Class of share	Preference Shares	① Prescribed particulars of rights attached to shares
Prescribed particulars	<p>{continued}</p> <p>11. Subject to the Act, the Company shall have the right at any time to redeem any such Redeemable Preference Shares (provided that they are fully paid and that they represent the total number of Redeemable Preference Shares held by that member) by giving to the registered holder not less than one week's written notice of its intention to do so (the "Company's Redemption Notice")</p> <p>12. The Company's Redemption Notice must specify the number of Redeemable Preference Shares to be redeemed, the amount payable on redemption and the time and date of redemption (the "Company's Redemption Date") and the place at which</p> <p>12.1 the share certificates in respect of the Redeemable Preference Shares must be delivered to the Company for cancellation, and</p> <p>12.2 the Company shall pay to the registered holders of the Redeemable Preference Shares to be redeemed the redemption money in respect of such Redeemable Preference Shares together with a sum equal to any arrear and accrual of the Preference Dividend (whether earned or declared or not),</p> <p>12.3 and the holders of the Redeemable Preference Shares to be redeemed shall be bound by the Company's Redemption Notice</p> <p>13. The Preference Dividend shall cease to accrue on any Redeemable Preference Shares to be redeemed on the Member's Redemption Date or the Company's Redemption Date (as appropriate)</p> <p>14. If any holder of a Redeemable Preference Share to be redeemed fails or refuses to surrender the share certificate (or indemnity) for such Redeemable Preference Share (or fails or refuses to accept the redemption money payable in respect of it), the Company shall retain such money and hold it on trust for such holder but without interest or further obligation whatever</p> <p>15. No Redeemable Preference Share shall be redeemed otherwise than out of distributable profits or the proceeds of a fresh issue of shares made for the purposes of the redemption or out of capital to the extent permitted by the Act</p> <p>16. On redemption of any Redeemable Preference Shares the directors may convert the authorised share capital created as a consequence of such redemption into shares of any other class of share capital into which the authorised share capital of the Company is or may at that time be divided of a like nominal amount (or as nearly as may be) as the shares of such class then in issue or into unclassified shares of the same nominal amount as the Redeemable Preference Shares</p> <p>{ends}</p>	<p>The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p>