



SH01

Return of allotment of shares

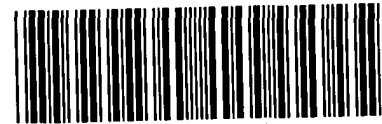


Go online to file this information
www.gov.uk/companieshouse

What this form is for
You may use this form to give notice of shares allotted following incorporation.

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

THURSDAY



A08 *A8CWJYBU* #450
29/08/2019
COMPANIES HOUSE

1 Company details

Company number: 0 4 3 6 2 1 8 1

Company name in full: CHAPEL DOWN GROUP PLC

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: d 0 d 1 m 0 m 8 y 2 y 0 y 1 y 9

To Date: d d m m y y y y

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.)

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	ORDINARY	10,000	0.05	0.33	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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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.
GBP	ORDINARY	144,161,335	7,208,066.75	
GBP	A1	14,322,158	1,432.22	
GBP	A2	3,800,000	380	
Totals		162283493	7209878.97	0
Totals				
Totals				
		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)		166283493	7210278.97	0

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



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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	A3	4000000	400		
Totals		4000000	400		0

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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.	<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder</p> <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		The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption	
Class of share		A1	
Prescribed particulars ①		Please see continuation page	
Class of share		A2	
Prescribed particulars ①		Please see continuation page	

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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		Signature 	
		This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	

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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
Eoin Broderick

Company name
Cripps, Pemberton Greenish

Address
Number 22

Mount Ephraim

Tunbridge Wells

Postcode
Kent

County/Region

Postcode
T N 4 8 A S

Country

DX
DX 3954 Tunbridge Wells

Telephone
01892 515 121

 **Checklist**

We may return 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.gov.uk/companieshouse or email 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



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

Class of share	A1	
Prescribed particulars	<p>(A) Non-voting (B) Entitled to receive a dividend on a pari passu basis with the ordinary shares first issued with Chapel Down Group Plc following: (I) an acquisition of shares in Curious Drinks Limited allowing a party to gain a controlling interest (Curious Drinks Takeover); (II) a liquidation of the assets of Curious Drinks Limited (Curious Drinks Liquidation); (III) an admission of all or any part of the equity share capital of Curious Drinks Limited to trading on the official list of the UK Listing Authority, the London Stock Exchange's Market for Listed Securities, AIM or any other recognised investment exchange (Curious Drinks Listing); (IV) a transfer of all or substantially all of the trade and assets of Curious Drinks Limited (Curious Drinks Disposal); (V) a transfer (in a single transaction or series of connected transactions) of part of the trade and assets of Curious Drinks Limited (Curious Drinks Partial Disposal); (VI) a transfer of all or substantially all of the trade and assets of Chapel Down Group Plc (Company Disposal); or (VII) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Chapel Down Group Plc (Company Partial Disposal). (C) No capital rights, save for (1) on a company takeover (being an acquisition of shares in Chapel Down Group Plc allowing a party to gain a controlling interest) and (2) on conversion into ordinary shares as set out in paragraph (D) below. (D) Non-redeemable, though may be converted into ordinary shares on the occurrence of a Curious Drinks Takeover, Curious Drinks Liquidation, Curious Drinks Listing, Curious Drinks Disposal, Curious Drinks Partial Disposal, Company Disposal, Company Partial Disposal, Company Liquidation (being a liquidation of the assets of Chapel Down Group Plc) or a company listing (an admission of all or any part of the equity share capital of Chapel Down Group Plc to trading on the official list of the UK Listing Authority, The London Stock Exchange's Market for Listed Securities, AIM or any other recognised investment exchange).</p>	



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

Class of share	A2	
Prescribed particulars	<p>(A) Non-voting (B) Entitled to receive a dividend on a pari passu basis with the ordinary shares in issue with Chapel Down Group Plc in the event that a dividend is consequently declared by Chapel Down Group Plc following: (I) an acquisition of shares in Curious Drinks Limited allowing a party to gain a controlling interest (Curious Drinks Takeover); (II) a liquidation of the assets of Curious Drinks Limited (Curious Drinks Liquidation); (III) an admission of all or any part of the equity share capital of Curious Drinks Limited to trading on the official list of the UK Listing Authority, The London Stock Exchange's Market for Listed Securities, AIM or any other recognised investment exchange (Curious Drinks Listing); (IV) a transfer of all or substantially all of the trade and assets of Curious Drinks Limited (Curious Drinks Disposal); (V) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Curious Drinks Limited (Curious Drinks Partial Disposal); (VI) a transfer of all or substantially all of the trade and assets of Chapel Down Plc (Company Disposal); or (VII) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Chapel Down Group Plc (Company Partial Disposal). (C) No capital rights, save for (1) on a company takeover (being an acquisition of shares in Chapel Down Group Plc allowing a party to gain a controlling interest and (2) on conversion into ordinary shares as set out in paragraph (D) below. (D) Non-redeemable, though may be converted into ordinary shares on the occurrence of a Curious Drinks Takeover, Curious Drinks Liquidation, Curious Drinks Listing, Curious Drinks Disposal, Curious Drinks Partial Disposal, Company Disposal, Company Partial Disposal, Company Liquidation (being a liquidation of the assets of Chapel Down Plc) or a company listing (an admission of all or any part of the equity share capital of Chapel Down Plc to trading on the official list of the UK Listing Authority, the London Stock Exchange's Market for Listed Securities, AIM or any other recognised investment exchange). The rights attaching to the A2 shares shall attach only in respect of the A2 shares that are vested. IM or any other recognised investment exchange).</p>	



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

Class of share	A3	
Prescribed particulars	(A) Non-voting (B) Entitled to receive a dividend on a pari passu basis with the ordinary shares in issue with Chapel Down Group Plc following: (I) an acquisition of shares in Curious Drinks Limited allowing a party to gain a controlling interest (Curious Drinks Takeover); (II) a liquidation of the assets of Curious Drinks Limited (Curious Drinks Liquidation); (III) an admission of all or any part of the equity share	