

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
You cannot use this form
notice of shares taken by
on formation of the comp
for an allotment of a new
shares by an unlimited c

SATURDAY



A23 *A365ZXV7* #143
19/04/2014
COMPANIES HOUSE

1 Company details

Company number 0 6 3 3 4 4 3 7

Company name in full Lanebridge Holdings Limited

→ 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	3	d	1	m	0	m	3	y	2	y	0	y	1	y	4
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

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
Deferred	GBP (£)	1	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)

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	1.00		490000	£ 490,000.00
Preferred Ordinary	1.00		510000	£ 510,000.00
Deferred	1.00		1	£ 1.00
				£
Totals			1000001	£ 1,000,001.00

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	1000001
Total aggregate nominal value ④	£1,000,001

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 Total number of issued shares in this class.

③ 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.
Class of share	Ordinary	<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 and any terms or conditions relating to redemption of these shares.</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>
Prescribed particulars 1	See continuation page	
Class of share	Preferred Ordinary	
Prescribed particulars 1	See continuation page	
Class of share	Deferred	
Prescribed particulars 1	See continuation page	

8		Signature
		I am signing this form on behalf of the company.
Signature	<p>Signature</p> <p>X <i>J. Walker</i> X</p>	<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>

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary
Prescribed particulars	<p>A) Voting The holders of the Ordinary Shares shall be entitled to receive notice of and to attend and speak at any general meetings of the Company and the holders of Ordinary Shares who (being individuals) are present in person or by proxy or (being corporations) are present by duly authorised representative or by proxy shall, on a show of hands, have one vote each, and, on a poll, shall have one vote for each Ordinary Share of which he is the holder.</p> <p>B) Dividends Subject to the payment of the Preferred Fixed Dividend and provided that there is no default in the payment of interest or principal under a Loan Note Instrument the Company shall, without resolution of the Board or the Company in general meeting and before application of any profits to reserve or for any other purpose (other than the payment of the Preferred Fixed Dividend), pay in respect of each Ordinary Share, a fixed cumulative preferential dividend at the annual rate of 15% of the Issue Price per share ("Ordinary Fixed Dividend") which shall be paid in four equal instalments on 31 March, 30 June, 30 September and 31 December in each year to the person registered as the holder of such Ordinary Share at that date and which shall be calculated in respect of the period to such date on a daily basis assuming a 365 day year.</p> <p>Any remaining profits which the Company determines to distribute in respect of any Financial Year shall, subject to the approval of the holders of shares of the Company in general meeting be applied in distributing the balance of such profits amongst the holders of the Preferred Ordinary Shares and the Ordinary Shares then in issue <i>pari passu</i> according to the number of such Shares held by them respectively as if they constituted one class of share.</p>

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary
Prescribed particulars	<p>C) Capital</p> <p>On a return of capital on liquidation or capital reduction or otherwise the surplus assets of the Company remaining after the payment of its liabilities shall be applied, subject to the payment of all amounts payable to the holders of the Preferred Ordinary Shares:-</p> <p>In paying to each holder of Ordinary Shares, firstly, any dividends thereon which have been declared but are unpaid and, secondly, an amount equal to the Issue Price of each Ordinary Share held by him; and</p> <p>thereafter, subject to the payment of sums due to the holders of deferred shares, in distributing the balance of such assets amongst the holders of the Ordinary Shares and the Preferred Ordinary Shares (<i>pari passu</i> as if they constituted one class of share) in proportion to the numbers of the Ordinary Shares and the Preferred Ordinary Shares held by them respectively.</p>

SH01 - continuation page
Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Preferred Ordinary
Prescribed particulars	<p>A) Voting The holders of the Preferred Ordinary Shares shall be entitled to receive notice of and to attend and speak at any general meetings of the Company and each holder of Preferred Ordinary Shares who (being an Individual) is present in person or by proxy or (being a corporation) is present by duly authorised representative or by proxy shall, on a show of hands, have one vote, and, on a poll, have one vote each for every Preferred Ordinary Share of which he is the holder.</p> <p>B) Dividend The Company shall, without resolution of the Board or the Company in general meeting and before application of any profits to reserve or for any other purpose, pay in respect of each Preferred Ordinary Share, a fixed cumulative preferential dividend at the annual rate of 15% of the Issue Price per share ("Preferred Fixed Dividend") which shall be paid in four equal instalments on 31 May, 30 June, 30 September and 31 December in each year to the person registered as the holder of such Preferred Ordinary Share at that date and which shall be calculated in respect of the period to such date on a daily basis assuming a 365 day year.</p> <p>Thereafter the Preferred Ordinary Shares shall rank <i>pari passu</i> in all respects with the Ordinary Shares as to dividends.</p> <p>C) Capital On a return of capital on liquidation or capital reduction or otherwise, the surplus assets of the Company remaining after the payment of its liabilities shall be applied in priority to any other class of share:</p> <p>In paying to each holder of Preferred Ordinary Shares:-</p> <p>all unpaid arrears and accruals of the Preferred Dividends on the Preferred Ordinary Shares held by him (the amount of the Preferred Dividend being calculated on the pro rata basis set out in Article 15.3.3 as if the date of return of capital were the Conversion Date), calculated down to and including the date the return of capital is made (such arrears and accruals being payable irrespective of whether the relevant dividend has become due and payable in accordance with the Articles) and, subject thereto;</p> <p>an amount equal to the Issue Price of all the Preferred Ordinary Shares held by him; and</p> <p>thereafter, in the manner prescribed in respect of the Ordinary Shares</p>

SH01 - continuation page

Return of allotment of shares


7

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

Class of share	Deferred	
Prescribed particulars	<p>A) Voting</p> <p>The holders of Deferred Shares shall not be entitled to receive notice of or attend or speak at any general meeting and such Deferred shares shall not confer on their holders the right to vote at any such meetings.</p> <p>B) Dividend</p> <p>The Deferred Shares have no rights to receive any dividends or distributions whatsoever</p> <p>C) Capital.</p> <p>On a return of capital or liquidation or capital reduction or otherwise the surplus assets of the Company remaining after the payment of its liabilities shall be applied, subject to the payments of all amounts payable to the holders of the Preferred Ordinary Shares and all amounts payable to the holders of the Ordinary Shares in paying each holder of Deferred Shares £1.00 in respect of each Deferred Share held by him.</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 Craig Fagan						
Company name Pinsent Masons LLP						
Address 3 Hardman Street						
Post town Manchester						
County/Region						
Postcode <table border="1"><tr><td>M</td><td>3</td><td></td><td>3</td><td>A</td><td>U</td></tr></table>	M	3		3	A	U
M	3		3	A	U	
Country						
UK 14490 Manchester 2						
Telephone 0161 234 8234						

 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