

SH01

Return of allotment of shares

TUESDAY



RM 07/12/2010 303
COMPANIES HOUSE



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

For further information, please
refer to our guidance at
www.companieshouse.gov.uk

1 Company details

Company number 0 1 3 7 3 4 3 2

Company name in full FLYBE GROUP 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 ①

From Date d 2 d 5 m 1 m 1 y 2 y 0 y 1 y 0
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	£	15699600	0 01	0 01	0 00
"A" Ordinary	£	34700400	0 01	0 01	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

Details of non-cash
consideration

If a PLC, please attach
valuation report (if
appropriate)

Capitalisation of the sum of £504,000 standing to the credit of the
Company's share premium account.

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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 the 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	0.02	0.00	16353750	£ 163,537.50
"A" Ordinary	0.02	0.00	36146250	£ 361,462.50
				£
				£
Totals			52500000	£ 525,000.00

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			0	0.00

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

① Including both the nominal value and any share premium

③ E g Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

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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 statement of capital share tables in **Section 4** and **Section 5**

Class of share

ORDINARY

Prescribed particulars

1

(A) Every member entitled to vote, holding fully paid up ordinary shares, who (being an individual) is present in person, or by proxy (not being himself a member entitled to vote) or (being a corporation) is present by a representative or proxy (not being himself a member entitled to vote) shall have one vote and, on a poll, every member shall have one vote for each share of which he is the holder

(CONTINUED ON CONTINUATION PAGE)

Class of share

Prescribed particulars

1

Class of share

Prescribed particulars

1

2 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

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Signature

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by
Director **2**, Secretary, Person authorised **3**, 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

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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 Sandip Khroud

Company name Eversheds LLP

Address Bridgewater Place

Water Lane

Post town Leeds

County/Region

Postcode L S 1 1 5 D R

Country

DX DX 12027 Leeds - 27

Telephone 0845 497 9797



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



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



Further information

For further information please see the guidance notes on the website at www.companieshouse.gov.uk or email enquires@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

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

Class of share	ORDINARY
Prescribed particulars	<p>In relation to any resolution pursuant to Section 303 of the Companies Act 1985 for the removal of any of the "A" Directors the "A" Ordinary Shares shall in aggregate carry three times the votes carried by all other shares in the Company in aggregate apportioned pro rata among such "A" Ordinary Shares</p> <p>(B) Every member holding ordinary shares may participate in a final or an interim dividend commensurate to the amount paid up on the ordinary shares provided that, (1) it is declared by the Company pursuant to the passing of the necessary ordinary resolution, and (2) the amount of the dividend does not exceed the amount recommended by the Directors. If the ordinary share is issued on terms providing that it shall rank for dividend as from a particular date, that share shall rank for dividend accordingly</p> <p>(C) (i) Every member holding ordinary shares who would otherwise be entitled to participate in a dividend distribution may participate in the appropriation of any undivided profits or sum standing to the credit of the Company's share premium account or capital redemption reserve which is resolved to be capitalised by the Directors of the Company (the Directors having the authority of an ordinary resolution of the Company) in proportion to the nominal amount of the ordinary share capital held by them respectively. In the case of members holding unpaid ordinary shares, members will be entitled to have such sum applied on their behalf either in or towards paying up the amounts for the time being unpaid</p> <p>(C) (ii) In the event that the Company is wound up, every member holding ordinary shares may participate in a distribution of the whole or any part of the assets of the Company as divided by the liquidator (the liquidator being authorised by an extraordinary resolution of the Company)</p> <p>(D) The ordinary shares are non-redeemable</p> <p>Each ordinary share ranks pari passu in all respects</p> <p>Save as may otherwise be specifically provided in the Company's articles of association, the Ordinary Shares and the A Ordinary Shares shall rank pari passu but shall constitute two separate classes of Shares</p>

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

Class of share	"A" ORDINARY
Prescribed particulars	<p>(A) Every member entitled to vote, holding fully paid up "A" ordinary shares, who (being an individual) is present in person, or by proxy (not being himself a member entitled to vote) or (being a corporation) is present by a representative or proxy (not being himself a member entitled to vote) shall have one vote and, on a poll, every member shall have one vote for each share of which he is the holder. In relation to any resolution pursuant to Section 303 of the Companies Act 1985 for the removal of any of the "A" Directors the "A" Ordinary Shares shall in aggregate carry three times the votes carried by all other shares in the Company in aggregate apportioned pro rata among such "A" Ordinary Shares</p> <p>(B) Every member holding "A" ordinary shares may participate in a final or an interim dividend commensurate to the amount paid up on the ordinary shares provided that, (1) it is declared by the Company pursuant to the passing of the necessary ordinary resolution, and (2) the amount of the dividend does not exceed the amount recommended by the Directors. If the "A" ordinary share is issued on terms providing that it shall rank for dividend as from a particular date, that share shall rank for dividend accordingly</p> <p>(C) (1) Every member holding "A" ordinary shares who would otherwise be entitled to participate in a dividend distribution may participate in the appropriation of any undivided profits or sum standing to the credit of the Company's share premium account or capital redemption reserve which is resolved to be capitalised by the Directors of the Company (the Directors having the authority of an ordinary resolution of the Company) in proportion to the nominal amount of the ordinary share capital held by them respectively. In the case of members holding unpaid "A" ordinary shares, members will be entitled to have such sum applied on their behalf either in or towards paying up the amounts for the time being unpaid</p> <p>(C) (11) In the event that the Company is wound up, every member holding "A" ordinary shares may participate in a distribution of the whole or any part of the assets of the Company as divided by the liquidator (the liquidator being authorised by an extraordinary resolution of the Company)</p> <p>(D) The "A" ordinary shares are non-redeemable</p> <p>Each "A" ordinary share ranks pari passu in all respects</p> <p>Save as may otherwise be specifically provided in the Company's articles of association, the Ordinary Shares and the A Ordinary shares shall rank pari passu but shall constitute two separate classes of Shares</p>