

SH01

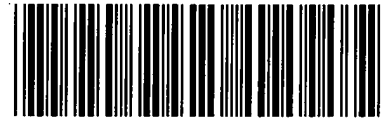
Return of allotment of shares

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 to
give notice of shares taken
on formation of the company
for an allotment of a new
share by an unlimited

TUESDAY



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A14

24/05/2016

#265

COMPANIES HOUSE

1 Company details

Company number 0 2 3 5 5 5 0 8

Company name in full MILLWALL HOLDINGS 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 ①

From Date d 1 d 5 m 0 m 5 y 2 y 0 y 1 y 6

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
B ORDINARY		425000	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)

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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.

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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	10.00		1390523	£13,905,230.00
B ORDINARY	1.00		18175000	£18,175,000.00
DEFERRED (VALUELESS)	0.0009		2592087167	£ 2,332,878.45
				£
Totals			2611652690	£34,413,108.45

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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				

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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.

② E.g. Number of shares issued multiplied by nominal value of each share.

③ 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

Each share is entitled to one vote in any circumstances and participates equally with the other Ordinary shares in distributions as respects dividends.
On a return of assets on liquidation or otherwise, the assets of the Company available for distribution among the members shall be applied in the following order:
(a) first in paying to the holders of the B Ordinary shares a sum equal to the nominal amount paid up or credited as....

[Please see attached continuation sheet.]

Class of share

B ORDINARY

Prescribed particulars
①

The B Ordinary shares shall not entitle the holders thereof to receive notice of or to attend general and other meetings of the Company unless the business of the meeting is or includes the consideration of a resolution for the winding up of the Company or a resolution modifying, altering or abrogating any of the rights, privileges, limitations or restrictions attached to the B Ordinary shares in which case the holders of the B Ordinary shares shall be entitled to vote only on such resolution and shall have one vote for each B Ordinary share held.

[Please see attached continuation sheet.]

Class of share

Deferred

Prescribed particulars
①

Deferred shares have no voting rights, no rights to payment of a dividend and are not redeemable. The Deferred shares shall on a return of capital or on a winding up or otherwise entitle the holders thereof only to the repayment of the amounts paid up on such shares after: (1) the repayment to the holders of the B Ordinary shares of a sum equal to the nominal amount paid up or credited as paid up on each B Ordinary share held by them plus £0.20 for each B Ordinary share held by them; and (2) repayment of the capital paid up on the Ordinary shares and the payment of £100,000 on each such Ordinary share, but the holders of Deferred shares shall not be entitled to any further participation in the assets or profits of the Company.

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 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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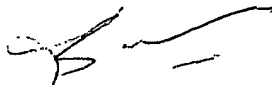
Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

T. SIMOES, SECRETARY

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 Susie Jarrold

Company name Lewis Silkin LLP
(109125.5)

Address 5 Chancery Lane

Clifford's Inn

Post town London

County/Region

Postcode

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Country United Kingdom

DX DX 182 Chancery Lane

Telephone 020 7074 8000

**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

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

Class of share	Ordinary	
Prescribed particulars	<p>paid up on each B Ordinary share held by them plus £0.20 for each B Ordinary share held by them;</p> <p>(b) second in paying to the holders of the Ordinary shares of £10 each in the capital of the Company a sum equal to the nominal amount paid up or credited as paid up on each Ordinary share held by them plus £100,000 for each Ordinary share held by them;</p> <p>(c) third in paying to the holders of the Deferred shares of £0.0009 each in the capital of the Company a sum equal to the nominal amount paid up or credited as paid up on each Deferred share held by them; and</p> <p>(d) the balance of such assets (if any) shall be distributed amongst the holders of the Ordinary shares, pro rata (as nearly as may be) according to the nominal amounts paid up or credited as paid up on the Ordinary shares held by them respectively.</p>	

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

Class of share	B Ordinary
Prescribed particulars	<p>The holders of the B Ordinary shares are not entitled to receive any dividends.</p> <p>On a return of assets on liquidation or otherwise, the assets of the Company available for distribution among the members shall be applied in the following order:</p> <p>(a) first in paying to the holders of the B Ordinary shares a sum equal to the nominal amount paid up or credited as paid up on each B Ordinary share held by them plus £0.20 for each B Ordinary Share held by them;</p> <p>(b) second in paying to the holders of the Ordinary shares of £10 each in the capital of the Company a sum equal to the nominal amount paid up or credited as paid up on each Ordinary share held by them plus £100,000 for each Ordinary share held by them;</p> <p>(c) third in paying to the holders of the Deferred shares of £0.0009 each in the capital of the Company a sum equal to the nominal amount paid up or credited as paid up on each Deferred share held by them; and</p> <p>(d) the balance of such assets (if any) shall be distributed amongst the holders of the Ordinary shares, pro rata (as nearly as may be) according to the nominal amounts paid up or credited as paid up on the Ordinary shares held by them respectively. The B Ordinary shares may be redeemed at the option of the Company. Upon any redemption of B Ordinary shares, the Company shall pay to each registered holder (or in the case of joint holders, the holder whose name stands first in the register of members of the Company) of the B Ordinary shares which are to be redeemed a sum equal to the nominal amount paid up or credited as paid up on each B Ordinary share plus £0.20 for each B Ordinary share. Upon receipt of that amount the holder shall deliver to the Company for cancellation the certificate(s) for those B Ordinary shares or an indemnity in a form reasonably satisfactory to the Company in respect of any missing share certificate. In the case of a redemption of less than all of the B Ordinary shares for the time being in issue, the Company shall redeem the same proportion (as nearly as possible) of each holder's registered holding of B Ordinary shares, any fractions otherwise arising to be determined (in the absence of agreement between such holders) by lot supervised by the board. The Company shall only redeem such of the B Ordinary shares as is permitted by the Companies Act 2006. If any holder of B Ordinary shares which are liable to be redeemed fails to deliver to the Company the documents referred to above, the Company shall retain the redemption monies on trust for that holder (without obligation to invest or earn or pay interest in respect of the same) until it receives those documents. The Company shall then pay the redemption monies to the relevant holder upon receipt of those documents.</p>