

**Return of Allotment of Shares**Company Name: **BRUNTWOOD GROUP LIMITED**Company Number: **02825044**Received for filing in Electronic Format on the: **19/02/2019**

X7ZMTOVN

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
05/02/2019

Class of Shares:	D2	Number allotted	2800677
	ORDINARY	Nominal value of each share	0.01
Currency:	GBP	Amount paid:	0.01
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1013501
	ORDINARY	Aggregate nominal value:	1013501

Currency: **GBP**

Prescribed particulars

VOTING: THE A ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF THE ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PRIORITY ENTITLEMENTS OF THE A PREFERENCE AND B PREFERENCE SHAREHOLDERS, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.

Class of Shares:	A	Number allotted	40000
	PREFERENCE	Aggregate nominal value:	40000

Currency: **GBP**

Prescribed particulars

VOTING: THE A ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A FIXED NON CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF SIX TIMES THE NOMINAL VALUE OF THE A PREFERENCE SHARES IN ISSUE WHICH SHALL ACCRUE FROM THE DATE ON WHICH THE SHARES ARE ISSUED AND IS PAYABLE HALF YEARLY ON 30 SEPTEMBER AND 31 MARCH. CAPITAL: PRIORITY ENTITLEMENT TO A SUM EQUAL TO ALL ARREARS AND ACCRUALS CALCULATED TO AND INCLUDING THE DATE OF THE WINDING UP OR ON A RETURN OF CAPITAL, TOGETHER WITH AN AMOUNT IN AGGREGATE FOR ALL THE A PREFERENCE SHARES IN ISSUE OF £4,000,000 OR IF LOWER, THE AGGREGATE SUM OF £100 EACH FOR EACH A PREFERENCE SHARE HELD AT THE DATE OF WINDING UP OR ON THE RETURN OF CAPITAL. THESE SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	50000
	PREFERENCE	Aggregate nominal value:	50000

Currency: **GBP**

Prescribed particulars

VOTING: THE B PREFERENCE SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE/ ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: SUBJECT TO THE RIGHTS ATTACHING TO THE A PREFERENCE SHARES, A FIXED NON CUMULATIVE DIVIDEND OF £250,000 PER ANNUM (INDEXED) IS PAYABLE WHICH SHALL ACCRUE FROM THE LATER OF 1 OCTOBER 2022 AND THE DEATH OF CHRISTOPHER GEORGE OGLESBY AND ENDING ON THE EARLIER OF 30 SEPTEMBER 2048 AND THE DATE OF DEATH OF JANE SUSAN OGLESBY AND IS PAYABLE HALF YEARLY ON 30 SEPTEMBER AND 31 MARCH. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENT OF THE A PREFERENCE SHARES, THE HOLDERS OF THE B PREFERENCE SHARES ARE ENTITLED TO A SUM EQUAL TO THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON THE B PREFERENCE SHARES HELD BY THEM. THESE SHARES ARE NOT REDEEMABLE.

Class of Shares:	C	Number allotted	21025944
	ORDINARY	Aggregate nominal value:	21025944

Currency: **GBP**

Prescribed particulars

VOTING: THE C ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF THE ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS TO THE HOLDERS OF THE A PREFERENCE AND B PREFERENCE SHARE, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.

Class of Shares:	D1	Number allotted	28515632
	ORDINARY	Aggregate nominal value:	28230475.68

Currency: **GBP**

Prescribed particulars

VOTING: THE DL ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS AND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS OF THE HOLDERS OF THE A PREFERENCE AND THE B PREFERENCE SHARES, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.

Class of Shares:	D2	Number allotted	31316309
	ORDINARY	Aggregate nominal value:	313163.09
Currency:	GBP		

Prescribed particulars

VOTING: THE HOLDERS OF THE D2 ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTE AT, ANY GENERAL MEETING OF THE COMPANY. INCOME: THE HOLDERS OF THE D2 ORDINARY SHARES SHALL NOT BE ENTITLED TO PARTICIPATE IN THE PROFITS OF THE COMPANY. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS OF THE HOLDERS OF THE A PREFERENCE, THE B PREFERENCE SHARES AND THE RIGHTS COLLECTIVELY OF THE FIRST CAPITAL ORDINARY SHAREHOLDERS, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE HOLDERS OF THE D2 SHARES. THESE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	81961386
		Total aggregate nominal value:	50673083.77
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

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