

SH01

Return of allotment of shares

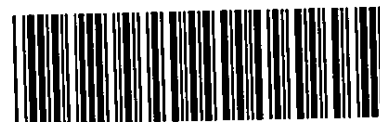


You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

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

☐ **What this form is NO**
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



A37 *ACAVIRHH* 408
08/02/2011
COMPANIES HOUSE

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1 Company details

Company number 0 4 5 1 3 0 8 3
Company name in full Direct Group Holdings Limited

→ **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 2 d 8 m 0 m 1 y 2 y 0 y 1 y 1
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		300000	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

Details of non-cash consideration 300,000 ordinary shares of £1.00 each in Direct Group Property Services Limited
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 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	1.00		5998000	£ 5,998,000.00
A ordinary	1.00		104289	£ 104,289.00
B ordinary	0.01	0.00	6000	£ 60.00
C ordinary	0.01	0.00	5000	£ 50.00
Totals			6113289	£ 6,102,399.00

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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	6,197,870		
Total aggregate nominal value ④	6,184,604		

① Including both the nominal value and any share premium

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

② Total number of issued shares in this class

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

Class of share	C Ordinary	
Prescribed particulars	<p>C ordinary shares which are fully paid entitle the holder.</p> <p>(a) to full voting rights, (b) in respect of dividend, to full participation in any distribution, and (c) in respect of capital, to full participation (including on a winding-up).</p> <p>The C ordinary shares are not redeemable</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	D Ordinary	
Prescribed particulars	<p>D ordinary shares which are fully paid entitle the holder:</p> <ul style="list-style-type: none">(a) to full voting rights;(b) in respect of dividend, to full participation in any distribution, and(c) in respect of capital, to full participation (including on a winding-up). <p>The D ordinary shares are not redeemable.</p>	

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

Class of share	Preferred Ordinary	
Prescribed particulars	<p>Preferred ordinary shares which are fully paid entitle the holder:</p> <ul style="list-style-type: none">(a) to full voting rights,(b) in respect of dividend, to full participation in any distribution; and(c) in respect of capital, to full participation (including on a winding-up) <p>The preferred ordinary shares are not redeemable</p>	

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

<p>① Including both the nominal value and any share premium</p> <p>② Total number of issued shares in this class</p>	<p>③ E.g. Number of shares issued multiplied by nominal value of each share</p>
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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

Ordinary shares which are fully paid entitle the holder.

(a) to full voting rights,
(b) in respect of dividend, to full participation in any distribution, and
(c) in respect of capital, to full participation (including on a winding-up)

The ordinary shares are not redeemable

Class of share

A Ordinary

Prescribed particulars
1

A ordinary shares which are fully paid entitle the holder.

(a) to full voting rights;
(b) in respect of dividend, to full participation in any distribution; and
(c) in respect of capital, to full participation (including on a winding-up).

The A ordinary shares are not redeemable

Class of share

B Ordinary

Prescribed particulars
1

B ordinary shares which are fully paid entitle the holder:

(a) to full voting rights,
(b) in respect of dividend, to full participation in any distribution, and
(c) in respect of capital, to full participation (including on a winding-up)

The B ordinary shares are not redeemable.

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

Signature

I am signing this form on behalf of the company

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

Company name

DLA Piper UK LLP

Address

101 Barbirolli Square

Post town

Manchester

County/Region

Postcode

M

2

3

D

L

Country

United Kingdom

DX

DX 14304 MANCHESTER

Telephone

08700 111 111



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 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