

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 for**
You cannot use this form to
give notice of shares taken by su
on formation of the company
for an allotment of a new cla
shares by an unlimited comp

WEDNESDAY



A06 *AZ5QJFNP* 347
09/12/2009
COMPANIES HOUSE

1 Company details

Company number 5 8 6 9 8 2 8
Company name in full RAINFORD EMC SYSTEMS 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 5 m 1 m 1 y 2 y 0 y 0 y 9
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)
'A' PREFERRED ORDINARY	STERLING	175	1.00	175.00	
DEFERRED	STERLING	79,825	1.00	79,825.00	
PREFERENCE	STERLING	70,000	1.00	70,000.00	

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)

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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
'A' PREFERRED ORDINARY	£1.00		565	£ 565.00
DEFERRED	£1.00		79825	£ 79,825.00
ORDINARY	£1.00		600	£ 600.00
PREFERENCE	£1.00		70000	£ 70,000.00
Totals			150990	£ 150,990.00

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
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.		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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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	'A' PREFERRED ORDINARY
Prescribed particulars ①	<p>The 'A' Preferred Ordinary Shares carry the following rights:</p> <p>1. on a distribution of profits, the right to receive, initially, a dividend up to such amount as is equal to the amount already paid on each 'B' Share and, thereafter, a share of the balance equal to the amount paid to the other shareholders;</p> <p>(see continuation)</p>
Class of share	DEFERRED
Prescribed particulars ①	<p>The Deferred Shares carry the following right:</p> <p>1. on a return of capital, the right to receive the amount credited as paid up on the Shares but only after holders of 'A', Preference and Ordinary Shares have received the same and after the sum of £500,000 per Ordinary Share has been distributed among the holders of such shares.</p>
Class of share	ORDINARY
Prescribed particulars ①	<p>The Ordinary Shares carry the following rights:</p> <p>1. subject to the prior written consent of the Subscriber, the right to receive on a distribution of profits, initially, a dividend up to such amount as is equal to the amount already paid on each 'B' Share and, thereafter, a share of the balance equal to the amount paid to the other shareholders;</p>

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

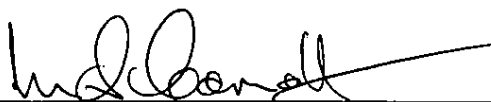
Please use a Statement of Capital continuation page if necessary.

8 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 MELISSA RIGBY

Company name DLA Piper UK LLP

Address INDIA BUILDINGS

WATER STREET

Post town LIVERPOOL

County/Region MERSEYSIDE

Postcode L 2 0 N H

Country

DX DX: 14103 Liverpool

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
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

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

Class of share	'A' PREFERRED ORDINARY	
Prescribed particulars	<p>2. on a return of capital, the right to receive: firstly, any dividend due; secondly, the issue price of the Shares ahead of all other shareholders save for the 'B' Shareholders; and finally, after all other distributions, any balance along with the holders of 'B' and ordinary Shares;</p> <p>3. prior to a sale or listing, a right of conversion on all 'A' Shares then in issue into the same number of Ordinary Shares;</p> <p>4. along with the holders of 'B' Ordinary Shares, the right to subscribe first for new shares which the company proposes to allot, save in respect of new 'B' Shares;</p> <p>5. the right to vote at general meetings of the company.</p>	

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

Class of share	PREFERENCE	
Prescribed particulars	<p>The Preference Shares carry the following rights:</p> <ol style="list-style-type: none">1. on a return of capital, the right to receive the amount credited as paid up on the Shares after the 'A' Shareholders but ahead of the Ordinary and Deferred Shareholders receive the same;2. on a sale or listing, a right of redemption on all issued Preference Shares; and3. the right to receive notice of, and to attend and speak (but not vote) at all general meetings of the company.	

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

Class of share	ORDINARY	
Prescribed particulars	<p>2. on a return of capital, the right to receive all unpaid arrears and accruals of any dividend due and, then, the issue price of the Shares after the holders of 'A', 'B' and Preference Shares but ahead of the Deferred Shareholders; and</p> <p>3. the right to vote at general meetings of the company.</p>	