

# SH01

## Return of allotment of shares

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01/04/2011

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COMPANIES HOUSE

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Please go to [www.companieshouse.gov.uk](http://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](http://www.companieshouse.gov.uk)

### 1 Company details

Company number

Company name in full

→ 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 <sup>1</sup>

From Date

To Date

**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 <sup>2</sup>	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)
"B" Ordinary	GBP	50,000	1 pence	-	-

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)

Fully paid - Consideration in kind from the provision of services

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## Return of allotment of shares

## 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 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
"B" Ordinary	£1	-	102383613	£ 1,023,836 13
"A" Ordinary	1 pence	99 pence	61,095	£ 610 95
				£
				£
<b>Totals</b>			102,444,708	£ 1,024,447 08

**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
<b>Totals</b>				

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
<b>Totals</b>				

**6 Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate  
nominal value ④

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

① Including both the nominal value and any  
share premium

② Total number of issued shares in this class

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

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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 <b>Section 4</b> and <b>Section 5</b>	
Class of share	"A" Ordinary	
Prescribed particulars ①	Please see continuation sheet 1	
Class of share	"B" Ordinary	
Prescribed particulars ①	Please see continuation sheet 2	
Class of share		
Prescribed particulars ①		

**① Prescribed particulars of rights attached to shares**

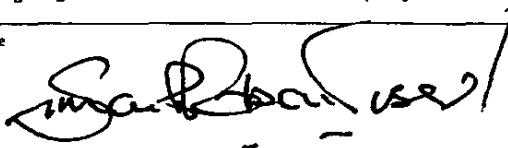
The particulars are

- 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	<div style="border: 1px solid black; padding: 5px;"> Signature  X  X </div>	
	This form may be signed by Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	<p><b>② Societas Europaea</b> 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</p> <p><b>③ Person authorised</b> Under either section 270 or 274 of the Companies Act 2006</p>

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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	Rosalind Smith-Maxwell				
Company name	Climate Change Capital Group Limited				
Address	3 More London Riverside				
Post town	London				
County/Region					
Postcode	S	E	1	2	A W
Country	UK				
DX					
Telephone					



**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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
DX 481 N R Belfast 1



**Further information**

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This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	
Prescribed particulars	<p>1 Prior to an Exit Conversion "A" shareholders may receive a distribution of Available Profits after distribution to "B" Shareholders of 12% of the original subscription price in any financial year After an Exit Conversion a distribution of Available Profits will be distributed pari pasu to all "A" and "B" shareholders, of Available Profits</p> <p>2 Upon a return of capital on liquidation prior to an Exit Conversion "A" shareholders may receive, after payment to the "B" Shareholders of such amount as is required to ensure that the Interim Cashflows received in aggregate by the "B" Shareholders immediately following such payment are equal to the Unadjusted Benchmark Value, an amount per "A" ordinary share equal to the subscription price paid per "A" ordinary share, and after payment to "C" shareholders of £1, such amount per "A" ordinary share as pays the "A" shareholders 30% of the remaining value</p> <p>Upon a return of capital on liquidation after an Exit Conversion in respect of any financial year, "A" shareholders shall receive an amount equal to the subscription price paid per "A" ordinary share (as shall "B" shareholders) After payments have been made to "C" shareholders of £1, "A" shareholders shall receive a proportionate share of the remaining value provided pari pasu to "A" and "B" shareholders</p> <p>3 "A" shareholders are entitled to receive notice of, attend and speak at any general meeting of the Company but, prior to an Exit Conversion, shall not be entitled to vote at any such meeting After an Exit Conversion "A" Shareholders are entitled to vote at all general meetings of the Company, and each "A" Share shall carry one vote</p> <p>An "Exit Conversion" is a change of control or listing of the company</p> <p>"Unadjusted Bench Mark Value" means the target return on the "B" Shares, being the aggregate sum of Subscription Monies paid for each "B" Ordinary Share, in each case increased compendiously at the Annual Hurdle Rate (12% per annum), during the period from the date of issue of the "B" Share to the Exit Date</p>	

# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B Ordinary	
Prescribed particulars	<p>1 Prior to an Exit Conversion "B" shareholders receive from any distribution, 12% of the original share subscription price in respect of each financial year, followed by 70% of Available Profits After an Exit Conversion any distribution of Available Profits will be made pari pasu to all "B" and "A" shareholders</p> <p>2 Upon a return of capital on liquidation prior to an Exit Conversion "B" shareholders receive payment of such amount as is required to ensure that the Interim Cashflows received in aggregate by the "B" Shareholders immediately following such payment are equal to the Unadjusted Benchmark Value Payments will then be made to "A" shareholders of an amount per "A" ordinary share equal to the subscription price paid per "A" ordinary share After payments have been made to "C" shareholders of £1 "B" shareholders receive an amount equal to 70% of the remaining value</p> <p>Upon a return of capital on liquidation after an Exit Conversion in respect of any financial year, "B" and "A" shareholders, receive an amount equal to the subscription</p> <p>An "Exit Conversion" is a change of control or listing of the company</p> <p>"Unadjusted Bench Mark Value" means the target return on the "B" Shares, being the aggregate sum of Subscription Monies paid for each "B" Ordinary Share, in each case increased compendiously at the Annual Hurdle Rate (12% per annum), during the period from the date of issue of the "B" Share to the Exit Date</p>	