

SH01

Return of allotment of shares



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www.gov.uk/companieshouse

✓ **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 on formation of the company
for an allotment of a new share by an unlimited company.

SATURDAY



A20 *A5DRVA6R* #195
20/08/2016
COMPANIES HOUSE

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1

Company details

Company number 0 6 6 9 5 2 9 3

Company name in full STUFF OF LIFE LIMITED

→ Filling in this form

Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

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Allotment dates ①

From Date d 1 d 3 m 0 m 6 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.

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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.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	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
GBP	Preference	200,000	£1.00	£1.00	£0.00
GBP	Ordinary	257	£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

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	Ordinary	1,490	1,490.00	
GBP	A Ordinary	1,489	1,489.00	
GBP	Preference	450,000	450,000.00	
Totals		452,979	452,979.00	0.00
Currency table B				
Totals				
Currency table C				
Totals				
		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)		452,979	452,979.00	0.00

① Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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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 share capital tables in **Section 4**.

Class of share

Ordinary

Prescribed particulars

1

See Annexure

Class of share

A Ordinary

Prescribed particulars

1

See Annexure

Class of share

Preference

Prescribed particulars

1

See Annexure

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.

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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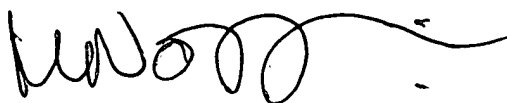
Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

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 MT/SRH

Company name
Turner Parkinson LLP

Address Hollins Chambers

64a Bridge Street

Post town Manchester

County/Region Greater Manchester

Postcode M 3 3 B A

Country United Kingdom

DX 13474

Telephone 0161 833 1212



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 relevant 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Stuff of Life Limited

Company number: 06695293

SH01 Annexure

Ordinary Shares

- 1 Each Ordinary Share carries one vote and is not redeemable.
- 2 After payment of the Preference Dividend (as defined below) any further Available Profits which the Company may determine to distribute in respect of any financial year will be distributed among the holders of the Ordinary Shares and the A Ordinary Shares (pari passu as if they constituted Shares of the same class) pro rata to their respective holdings of such shares.
- 3 On a return of assets on a liquidation or a return of capital or otherwise, the assets of the Company remaining after the payment of its liabilities shall be distributed as follows:
 - first in paying to the holders of the Preference Shares the Issue Price paid for the Preference Shares together with any Arrears and to the previous holders of Preference Shares which have been converted pursuant to Article 5 of the Company's articles of association a sum equivalent to the Issue Price of such converted Preference Shares (as if they constituted one class of payee);
 - second in paying to the holders of the A Ordinary Shares the Issue Price paid for the A Ordinary Shares together with any Arrears;
 - third in paying the sum of £0.00001 to the holders of the Deferred Shares; and
 - the balance (if any) of such assets shall be distributed amongst the holders of the A Ordinary Shares and the Ordinary Shares pari passu as if the same constituted one class of share.

A Ordinary Shares

- 1 Each A Ordinary Share carries one vote and is not redeemable.
- 2 After payment of the Preference Dividend (as defined below) any further Available Profits which the Company may determine to distribute in respect of any financial year will be distributed among the holders of the Ordinary Shares and the A Ordinary Shares (pari passu as if they constituted Shares of the same class) pro rata to their respective holdings of such shares.
- 3 On a return of assets on a liquidation or a return of capital or otherwise, the assets of the Company remaining after the payment of its liabilities shall be distributed as follows:
 - first in paying to the holders of the Preference Shares the Issue Price paid for the Preference Shares together with any Arrears and to the previous holders of Preference Shares which have been converted pursuant to Article 5 of the Company's articles of association a sum equivalent to the Issue Price of such converted Preference Shares (as if they constituted one class of payee);
 - second in paying to the holders of the A Ordinary Shares the Issue Price paid for the A Ordinary Shares together with any Arrears;
 - third in paying the sum of £0.00001 to the holders of the Deferred Shares; and
 - the balance (if any) of such assets shall be distributed amongst the holders of the A Ordinary Shares and the Ordinary Shares pari passu as if the same constituted one class of share.

Preference Shares

- 1 The holders of the Preference Shares have no entitlement to vote.
- 2 The Company shall, without need for a resolution of the Directors, or the Company in general meeting and before application of any Available Profits to reserves or for any other purpose, pay in respect of each Preference Share a fixed, cumulative preferential dividend (**Preference Dividend**) at the annual rate of 5% (net) of the Issue Price of each Preference Share held, which shall accrue daily and be calculated on the basis of a 365 day year on the due date:
- 3 On a return of assets on a liquidation or a return of capital or otherwise, the assets of the Company remaining after the payment of its liabilities shall be distributed as follows:
 - first in paying to the holders of the Preference Shares the Issue Price paid for the Preference Shares together with any Arrears and to the previous holders of Preference Shares which have been converted pursuant to article 5 of the Company's articles of association a sum equivalent to the Issue Price of such converted Preference Shares (as if they constituted one class of payee);
 - second in paying to the holders of the A Ordinary Shares the Issue Price paid for the A Ordinary Shares together with any Arrears;
 - third in paying the sum of £0.00001 to the holders of the Deferred Shares; and
 - the balance (if any) of such assets shall be distributed amongst the holders of the A Ordinary Shares and the Ordinary Shares *pari passu* as if the same constituted one class of share.
- 4 The holders of the Preference Shares shall require the Company to redeem some or all of the Preference Shares at any time by sending written notice of the same (a **Redemption Notice**) to the Company specifying the particular Preference Shares to be redeemed and the date fixed for redemption. The Company is only obliged to redeem such number of Preference Shares (**Lawfully Redeemable Preference Shares**) as it is lawfully able out of Available Profits, and, where the Company has insufficient Available Profits to redeem all the Preference Shares specified in the Redemption Notice, the Redemption Notice shall be deemed to be amended such that it relates only to the Lawfully Redeemable Preference Shares.

Definitions

Arrears means all arrears, accruals and deficiencies of any dividend or other sums payable in respect of the relevant share whether or not earned or declared and irrespective of whether or not the Company has had, at any time, sufficient distributable profits to pay such dividend or sums, together with all interest and other amounts payable thereon.

Available Profits means profits available for distribution within the meaning of section 830 of Companies Act 2006.

Deferred Shares means deferred shares of £0.00001 each in the capital of the Company.

Issue Price means in relation to any share, the amount paid up or credited as paid up on it (including the full amount of any premium at which such share was issued whether or not such premium is applied for any purpose after that).