

# SH01

## Return of allotment of shares



You can use the WebFiling service to file this form online.

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



### What this form is for

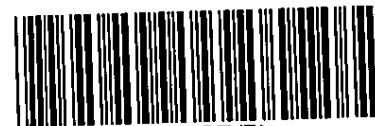
You may use this form to give notice of shares allotted following incorporation.



### What this form is NOT for

You cannot use this form to give notice of shares taken by subscription on formation of the company or for an allotment of a new class of shares by an unlimited company.

THURSDAY



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17/12/2009

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COMPANIES HOUSE

### Company details

Company number

0 7 0 4 9 2 6 8

Company name in full

ACUITY ENVIRONMENTAL VCT 2 PLC

### Filing in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

### Allotment dates

From Date

d 1 2 m 1 1 y 2 0 y 0 9

To Date

d 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.

### 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)
Redeemable Preference	Sterling	50,000	£1	£0.25	£0.75

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 then go to **Section 7**.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share <sup>(1)</sup>	Amount (if any) unpaid on each share <sup>(1)</sup>	Number of shares <sup>(2)</sup>	Aggregate nominal value <sup>(3)</sup>
Ordinary	£0.001	NIL	2	£ 0.002
Redeemable Preference	£0.25	£0.75	50,000	£ 50000.00
				£
				£
<b>Totals</b>			50002	£ 50000.002

**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
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.

Total number of shares 50,002

Total aggregate nominal value <sup>(4)</sup> £50,000.002

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

<sup>1</sup> Including both the nominal value and any share premium.

<sup>3</sup> 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.

<sup>2</sup> Total number of issued shares in this class.

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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> .		<b>1 Prescribed particulars of rights attached to shares</b>  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.  <b>Continuation page</b> Please use a Statement of Capital continuation page if necessary.
Class of share	<b>Ordinary Shares</b>	
Prescribed particulars ①	<u>Voting</u> 1. The Ordinary Shareholders are entitled to receive notice of, to attend, speak and vote at any general meeting.  2. Every Ordinary Shareholder present in person or by proxy shall upon a show of hands have one vote for every Ordinary Share held by him and every Ordinary Shareholder present in person or by proxy shall upon a poll have one vote for every Ordinary Share held by him. <b>See Continuation Page 2</b>	
Class of share	<b>Redeemable Preference</b>	
Prescribed particulars ①	<u>Voting</u>  The Redeemable Preference Shares confer no right to receive notice of, or to attend or vote at general meetings, except where the rights of holders of the Redeemable Preference Shares are to be varied or abrogated.  <b>See Continuation Page 1</b>	
Class of share	<b>A Shares (none yet issued but rights below)</b>	
Prescribed particulars ①	<u>Voting</u>  1. The A Shareholders are not entitled to receive notice of, to attend or vote at any general meeting, except where the resolution to be considered by a meeting of shareholders is in respect of a variation to the rights of the A Shareholders or where a Takeover Offer remains open for acceptance at the time of the relevant meeting, in which event every A Shareholder present in person or by proxy shall upon a show of hands have <b>See Continuation Page 2</b>	

**8 Signature**

I am signing this form on behalf of the company.		<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.  <b>3 Person authorised</b> Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature <i>Michael Ham, director on behalf of 9 HK Register Limited</i> X	
This form may be signed by: Director <sup>2</sup> , Secretary, Person authorised <sup>3</sup> , Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.		

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## Return of allotment of shares

### 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

Ian Scott

Company name

Howard Kennedy

Address

19 Cavendish Square

London

Post town

County/Region

Postcode

W1A 2AW

Country

DX

DX 42748 Oxford Circus North

Telephone

020 7636 1616

### Checklist

We may return 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

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

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

Class of share	<b>Redeemable Preference Shares</b>	
Prescribed particulars	<p><u>Dividends</u></p> <p>The Redeemable Preference Shares carry the right to receive a fixed cumulative preferential dividend from the revenue profits of the Company which are available for distribution and which the Directors determine to distribute by way of dividend in priority to any dividends payable on the Ordinary Shares and the A Shares at the rate of 0.1% per annum (exclusive of any imputed tax credit available to shareholders) on the nominal amount thereof, but confer no other right to a dividend.</p> <p><u>Winding up or Return of Capital</u></p> <p>The Redeemable Preference Shares confer the rights to be paid out of the assets of the Company available for distribution a nominal amount paid up on such shares, but do not confer any right to participate in any surplus assets of the Company.</p> <p><u>Redemption</u></p> <p>The Redeemable Preference Shares may be redeemed by the Company at any time and on their redemption the holders thereof shall, subject to the provisions of the Companies Acts as defined in section 2 of the Companies Act 2006, be paid a sum equivalent to the amount paid-up on each Redeemable Preference Share held.</p> <p>See Continuation Page 2</p>	

## Statement of capital

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

Currency

[illegible]

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.

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

Class of share	<b>Ordinary Shares and A Shares</b>
Prescribed particulars	<p><u>Voting rights continued</u></p> <p>one vote for every A Share held by him and every A Shareholder present in person or by proxy shall upon a poll have one vote for every A Share held by him.</p> <p><u>Dividends and distributions on a winding up or return of capital</u></p> <p>Dividends and any other distributions or a return of capital (otherwise than on a market purchase by the Company of any of its shares) shall be applied in the following basis:-</p> <p>(i) unless and until the Hurdle is met, Shareholder Proceeds will be distributed as to 97% to Ordinary Shareholders pro rata to the nominal capital paid up on their holdings of Ordinary Shares and 3% amongst the A Shareholders pro rata to the nominal capital paid up on their A Shares; and</p> <p>(ii) after (and to the extent that) the Hurdle has been met, the balance of such amounts shall be applied as to 40% to Ordinary Shareholders and 60% to A Shareholders (and in relation to each class of share, pro rata to the respective holdings of such shares by the Ordinary Shareholders and the A Shareholders).</p> <p>If, on the date on which a dividend is to be declared on the Ordinary Shares, the amount of any dividend which would have been payable to the A Shareholders (the "A Dividend Amount"), together with any previous amounts which were not paid as a result of the operation of this provision (the "A Share Entitlement"), would together in aggregate be less than £5,000 or be less than an amount being equivalent to 0.25p per A Share</p> <p>then notwithstanding the provisions above, the A Dividend Amount shall not be declared and paid, but shall be aggregated with any A Share Entitlement and retained by the Company until either threshold is reached. No interest shall accrue on any A Share Entitlement.</p> <p><b><u>Definitions:</u></b></p> <p><b>Hurdle</b> means the achievement calculated on a per Share basis of (a) a Performance Return of at least 120p per Share and (b) the payment of Shareholder Proceeds of 20p per Share;</p> <p><b>NAV</b> means net asset value;</p> <p><b>Performance Return</b> means in relation to a specified date, and calculated on a per Share basis, the sum of (i) the NAV of the Share as at that date and (ii) all Shareholder Proceeds paid per Share since its issue;</p> <p><b>See Continuation Page 3</b></p>

## Statement of capital

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

[illegible]

† 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.



9	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary Shares and A Shares	
Prescribed particulars	<p><b>Definitions</b></p> <p><b>Share</b> means Ordinary Share(s) and/or A Share(s) (as the context may require);</p> <p><b>Shareholder</b> means a shareholder of the Company and includes a stockholder;</p> <p><b>Shareholders Proceeds</b> means amounts paid by way of dividend or other distributions, share buy backs, proceeds on a sale or liquidation of the Company and any other proceeds or value received or deemed to be received by Ordinary Shareholders and A Shareholders (excluding any income tax relief on subscription);</p> <p><b>Takeover Offer</b> has the meaning set out in the City Code on Takeovers and Mergers published by the Panel on Takeovers and Mergers.</p>	

