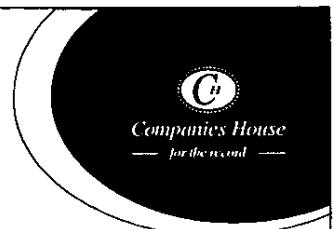


RP04

Second filing of a document previously delivered



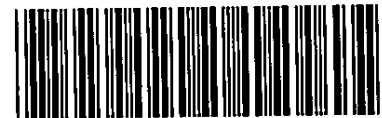
☒ **What this form is for**
You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register

☒ **What this form is NOT for**
You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 regardless of when it was delivered

A second filing of a document cannot be filed where it is providing information that was originally properly delivered. Form RP04 cannot be used in these circumstances

For further information, please refer to our guidance at www.companieshouse.gov.uk



A1D5FJFK
A05 14/07/2012 #5
COMPANIES HOUSE

1 Company details

Company number 0 7 6 5 2 4 6 6

Company name in full METIS BIDCO LIMITED

→ **Filing in this form**
Please complete in typescript or in bold black capitals
All fields are mandatory unless specified or indicated by *

2 Description of the original document

Document type ① RETURN OF ALLOTMENT OF SHARES - SH01

Date of registration of the original document ^d0 ^d5 ^m0 ^m7 ^y2 ^y0 ^y1 ^y2

① **Description of the original document**
Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day

3 Applicable documents

This form only applies to the following forms
AP01 Appointment of director
AP02 Appointment of corporate director
AP03 Appointment of secretary
AP04 Appointment of corporate secretary
CH01 Change of director's details
CH02 Change of corporate director's details
CH03 Change of secretary's details
CH04 Change of corporate secretary's details
TM01 Termination of appointment of director
TM02 Termination of appointment of secretary
SH01 Return of allotment of shares
AR01 Annual Return

4 Section 243 Exemption②

If you are applying for, or have been granted, exemption under section 243 of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE

② If you are currently in the process of applying for or have been granted a Section 243 exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01)

RP04

Second filing of a document previously delivered



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 **S BEGGS**

Company name **TRAVERS SMITH LLP**

Address **10 SNOW HILL**

Post town **LONDON**

County/Region

Postcode **E C 1 A 2 A L**

Country

DX **1111079 CHANCERY LANE**

Telephone **020 7295 3452**



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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form
- ☐ You have enclosed the second filed document(s)
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing'



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

Section 243 exemption

If you are applying for or have been granted a section 243 exemption, please post this whole form to the different postal address below
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE



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

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**
You cannot use this
notice of shares tal
on formation of the
for an allotment of i
shares by an unlimi

1 Company details	
Company number	0 7 6 5 2 4 6 6
Company name in full	MTIS BIDCO LIMITED
<p>→ Filling in this form Please complete in typescript or in bold black capitals</p> <p>All fields are mandatory unless specified or indicated by *</p>	

2 Allotment dates	
From Date	d 3 d 0 m 0 m 4 y 2 y 0 y 1 y 2
To Date	d d m m y y y y
<p>● 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.</p>	

3 Shares allotted					
Please give details of the shares allotted, including bonus shares (Please use a continuation page if necessary)					
<p>② Currency If currency details are not completed we will assume currency is in pound sterling.</p>					
Class of shares (E.g. Ordinary/Preference etc)	Currency	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
C ORDINARY		4715	1 00	1 00	0 00
D ORDINARY		6250	0 01	1 00	0 00

<p>If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted</p>		<p>Continuation page Please use a continuation page if necessary</p>
<p>Details of non-cash consideration</p> <p>If a PLC, please attach valuation report (if appropriate)</p>		

SH01

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 ②	Amount (if any) unpaid on each share ③	Number of shares ④	Aggregate nominal value ⑤
see continuation sheet		0 0 0		£
		0 0 0		£
		0 . 0 0		£
				£
Totals			0	£ 0 0 0

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 ②	Number of shares ③	Aggregate nominal value ④	
Totals					

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ②	Amount (if any) unpaid on each share ③	Number of shares ④	Aggregate nominal value ⑤
Totals				

6

Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	⑥ 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 ①		

- 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

SH01 - continuation page
Return of allotment of shares

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

- ② Including both the nominal value and any share premium.
- ③ Total number of issued shares in this class

SH01

Return of allotment of shares

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 ORDINARY SHARES

Prescribed particulars
1

Please see continuation sheet

Class of share

B ORDINARY SHARES

Prescribed particulars
1

Please see continuation sheet

Class of share

C ORDINARY SHARES

Prescribed particulars
1

Please see continuation sheet

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

Signature

I am signing this form on behalf of the company

Signature

X  X

This form may be signed by:
Director ●, Secretary, Person authorised ●, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager

1 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.

2 Person authorised
Under either section 270 or 274 of the Companies Act 2006

SH01 - continuation page
Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY SHARES	
Prescribed particulars	<p>The A Ordinary shares carry one vote per share on a poll</p> <p>All dividends shall be declared and the amounts remaining after distribution of the Preference Dividend shall be distributed to the Ordinary Shareholders, distributing 999,999/1,000,000 of such remaining amount declared to the holders of the A, B and D Ordinary shares pro rata according to the number A, B and D Ordinary shares held by them respectively</p> <p>On a return of capital on a liquidation, reduction of capital or otherwise, the surplus assets or proceeds after distribution of the Preference Share Entitlement shall be distributed to the Ordinary Shareholders first, in paying to each holder of Ordinary Shares, in respect of each Ordinary Share of which he is a holder, a sum equal to the Issue Price and thereafter, of the balance remaining, 999,999/1,000,000 to the holders of the A, B and D Ordinary shares pro rata according to the number of A, B and D Ordinary shares held by them respectively</p> <p>The A Ordinary Shares are not redeemable</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 SHARES	
Prescribed particulars	The B Ordinary shares carry one vote per share on a poll	
	All dividends shall be declared and the amounts remaining after distribution of the Preference Dividend shall be distributed to the Ordinary Shareholders, distributing 999,999/1,000,000 of such remaining amount declared to the holders of the A, B and D Ordinary shares pro rata according to the number of A, B and D Ordinary shares held by them respectively	
	On a return of capital on a liquidation, reduction of capital or otherwise, the surplus assets or proceeds after distribution of the Preference Share Entitlement shall be distributed to the Ordinary Shareholders first, in paying to each holder of Ordinary Shares, in respect of each Ordinary Share of which he is a holder, a sum equal to the Issue Price and thereafter, of the balance remaining, 999,999/1,000,000 to the holders of the A, B and D Ordinary shares pro rata according to the number of A, B and D Ordinary shares held by them respectively	
	The B Ordinary Shares are not redeemable	

SH01 - continuation page
Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	C ORDINARY SHARES	
Prescribed particulars	The C Ordinary shares carry one vote per share on a poll	
	<p>All dividends shall be declared and the amounts remaining after distribution of the Preference Dividend shall be distributed to the Ordinary Shareholders, distributing 1/1,000,000 of such remaining amount declared to the holders of the C Ordinary shares pari passu to the number the of C Ordinary shares held by each holder</p>	
	<p>On a return of capital on a liquidation, reduction of capital or otherwise, the surplus assets or proceeds after distribution of the Preference Share Entitlement shall be distributed to the Ordinary Shareholders first, in paying to each holder of Ordinary Shares, in respect of each Ordinary Share of which he is a holder, a sum equal to the Issue Price and thereafter, of the balance remaining, 1/1,000,000 to the holders of the C Ordinary Shares pro rata according to the number of C Ordinary Shares of which it is a holder</p>	
	The C Ordinary Shares are not redeemable	

SH01 - continuation page
Return of allotment of shares


7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	D ORDINARY	
Prescribed particulars	<p>The D Ordinary Shares carry one vote for every 100 D Ordinary Shares held by a shareholder</p>	
	<p>All dividends shall be declared and the amounts remaining after distribution of the Preference Dividend shall be distributed to the Ordinary Shareholders, distributing 999,999/1,000,000 of such remaining amount declared to the holders of the A, B and D Ordinary shares pro rata according to number of A, B, D Ordinary shares held by them respectively</p>	
	<p>On a return of capital on a liquidation, reduction of capital or otherwise, the surplus assets or proceeds after distribution of the Preference Share Entitlement shall be distributed to the Ordinary Shareholders first, in paying to each holder of Ordinary Shares, in respect of each Ordinary Share of which he is a holder, a sum equal to the Issue Price and thereafter, of the balance remaining, 999,999/1,000,000 to the holders of the A,B and D Ordinary shares pro rata according to the number of A,B and D Ordinary shares held by them respectively</p>	
	<p>The D Ordinary Shares are not redeemable</p>	


SH01 - continuation page
Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE SHARES	
Prescribed particulars	The Preference Shares carry no voting rights	
	<p>All dividends shall be declared and the holders of the Preference Shares shall be entitled to a fixed preferential dividend (the "Preference Dividend") at the annual rate which is equal to 15 25 per cent of the subscription price on each Preference Share, and which shall accrue monthly for the period from, and including, the date of the first issue of the relevant Preference Share up to, and including, the date of repayment, redemption or repurchase of the relevant Preference Share by the Company in accordance with the provisions of the Articles, and shall be paid on the date of such repayment, redemption or repurchase. The Preference Dividend shall not compound. The Preference Dividend shall be paid before the payment of any sums to Ordinary Shareholders. The right to the Preference Dividend has priority over the dividend rights of the holders of any other class of shares.</p> <p>On a return of capital on a liquidation, reduction of capital or otherwise, the assets of the Company available for distribution among the Shareholders shall be applied in paying to the Preference Shareholders, in priority to any payment to the holders of any other class of Shares, (i) the subscription price in respect of each Preference Share and (ii) a sum equal to the accrued and unpaid Preference Dividend calculated to the date of return of capital in accordance with the Articles (the "Preference Share Entitlement") and payable irrespective of whether or not the Company has enough profits available for distribution to pay the accrued and unpaid Preference Dividend. The Preference Shares do not confer any further right of participation in the profits or assets of the Company.</p> <p>The Preference Shares shall, unless previously repaid, redeemed or repurchased by the Company, be redeemed by the Company in full at par value (together with the amounts of accrued and unpaid Preference Dividend calculated in accordance with Articles) ten years after the date of their issue. The Preference Shares may be redeemed early by the Company at any time or by the holders of a majority of the Preference Shares if issue on the occurrence of the events specified in the Articles. The terms on which the Preference Shares are to be redeemed are also set out in the Articles.</p>	

SH01

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	STACEY BEGGS
Company name	TRAVERS SMITH
Address 10 SNOW HILL	
Post town LONDON	
County/Region	
Postcode	E C 1 A 2 A L
Country	
DX	111079 LONDON
Telephone	020 7295 3000

 Checklist	
We may return the forms completed incorrectly or with information missing	
Please make sure you have remembered the following:	
<input type="checkbox"/> The company name and number match the information held on the public Register	
<input type="checkbox"/> You have shown the date(s) of allotment in section 2.	
<input type="checkbox"/> You have completed all appropriate share details in section 3	
<input type="checkbox"/> You have completed the appropriate sections of the Statement of Capital	
<input type="checkbox"/> 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.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	