

SH01

Return of allotment of shares



Companies House

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 subscrip-
tion on formation of the company
for an allotment of a new class of
shares by an unlimited company

THURSDAY



A413FM74

A24

15/10/2015

#421

COMPANIES HOUSE

1 Company details

Company number 07786038

Company name in full Spontly Limited

→ **Filing 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 11/09/2015
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
(Please use a continuation page if necessary)

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) on each share | Amount (if any) unpaid (including share premium) on each share |
|--|-----------------------|------------------------------|--------------------------------|--|---|
| ORDINARY | STERLING | 92,019 | 0.0005 | 3.29 | - |
| | | | | | |
| | | | | | |

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

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 ❶ | Amount (if any) unpaid on each share ❶ | Number of shares ❷ | Aggregate nominal value ❸ |
|--|-----------------------------------|---|--------------------|---------------------------|
| SEE CONTINUATION PAGE | | | | £ |
| | | | | £ |
| | | | | £ |
| | | | | £ |
| Totals | | | | £ |

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 ❶ | Amount (if any) unpaid on each share ❶ | Number of shares ❷ | Aggregate nominal value ❸ |
| | | | | |
| | | | | |
| Totals | | | 654,092 | 327 046 |

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 ❹

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

❶ Including both the nominal value and any
share premium

❷ Total number of issued shares in this class

❸ 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

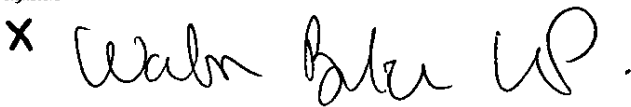
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7 Statement of capital (Prescribed particulars of rights attached to shares)

| | | |
|-----------------------------|---|---|
| | Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5 | 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 |
| Class of share | ORDINARY SHARES | |
| Prescribed particulars ① | PLEASE SEE ATTACHED CONTINUATION PAGE | |
| Class of share | A ORDINARY SHARES | |
| Prescribed particulars ① | PLEASE SEE ATTACHED CONTINUATION PAGE | |
| Class of share | DEFERRED SHARES | |
| Prescribed particulars ① | PLEASE SEE ATTACHED CONTINUATION PAGE | |

8 Signature

| | | |
|-----------|---|--|
| | I am signing this form on behalf of the company | 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 |
| Signature | Signature  | |
| | This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager | |

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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 RICHARD MCGLASHAM

Company name WATSON BURTON LLP

Address 1 ST JAMES' GATE

Post town NEWCASTLE UPON TYNE

County/Region TYNE AND WEAR

Postcode N E 9 9 1 Y Q

Country

DX DX 61009 Newcastle upon Tyne

Telephone 0845 901 2100



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,
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

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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 | | | | |
|---|-----------------------------------|---|--------------------|---------------------------|
| 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 |
| ORDINARY | 0 000500 | 0 | 127,496 | 63 748000 |
| ORDINARY | 0 750000 | 0 | 20,000 | 10 000000 |
| DEFERRED | 0 000500 | 0 | 97,138 | 36 252000 |
| ORDINARY | 2 250000 | 0 | 59,307 | 29 653500 |
| A ORDINARY | 0 000500 | 0 | 47,870 | 36 252000 |
| ORDINARY | 3 060000 | 0 | 65,360 | 32 680000 |
| ORDINARY | 2 300000 | 0 | 92,343 | 46 171500 |
| ORDINARY | 5 7066 | 0 | 52,559 | 26 279500 |
| ORDINARY | 3 29 | 0 | 92,019 | 46 009500 |
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| | | | | |
| | | | | |
| Totals | | | 654,092 | 327 046 |

❶ Including both the nominal value and any share premium

❷ E g Number of shares issued multiplied by nominal value of each share

❸ Total number of issued shares in this class

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Return of allotment of shares

| 7 | Statement of capital (Prescribed particulars of rights attached to shares) | |
|------------------------|---|--|
| Class of share | ORDINARY | |
| Prescribed particulars | <p>THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE ORDINARY SHARES (THE "ORDINARY SHARES") ARE</p> <p>(A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD,</p> <p>(B) THE RIGHT TO PARTICIPATE ON A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD</p> <p>(C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO)</p> <p>(1) FIRST</p> <p>(1) (a) IF THE AMOUNT OF THE SURPLUS ASSETS IS EQUAL TO OR LESS THAN THE HURDLE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD</p> <p>(1) (b) IF THE AMOUNT OF THE SURPLUS ASSETS IS GREATER THAN THE HURDLE, THE WHOLE AMOUNT OF THE SURPLUS ASSETS UP TO THE SUM OF £500 MILLION SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(11) SECOND IF THE AMOUNT OF THE SURPLUS ASSETS EXCEEDS £500,000, THE SUM OF £0 01 SHALL BE DISTRIBUTED TO THE HOLDERS OF THE DEFERRED SHARES, AND</p> <p>(111) THIRD, THE BALANCE (IF ANY) OF THE AMOUNT OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(D) ON A SHARE SALE THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN PARAGRAPH C ABOVE</p> <p>(E) ON AN ASSET SALE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) SET OUT IN PARAGRAPH C ABOVE, AND</p> <p>(F) THE ORDINARY SHARES ARE NOT REDEEMABLE</p> | |

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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>THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A ORDINARY SHARES (THE "A ORDINARY SHARES") ARE</p> <p>(A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF THE ONE VOTE PER A ORDINARY SHARE HELD,</p> <p>(B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES HELD,</p> <p>(C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO)</p> <p>(1) FIRST</p> <p>(1) (a) IF THE AMOUNT OF THE SURPLUS ASSETS IS EQUAL TO OR LESS THAN THE HURDLE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD</p> <p>(1) (b) THE AMOUNT OF THE SURPLUS ASSETS IS GREATER THAN THE HURDLE, THE WHOLE AMOUNT OF THE SURPLUS ASSETS UP TO THE SUM OF £500 MILLION SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(1) SECOND IF THE AMOUNT OF THE SURPLUS ASSETS EXCEED £500 MILLION, THE SUM OF £0 01 SHALL BE DISTRIBUTED TO THE HOLDERS OF THE DEFERRED SHARES, AND</p> <p>(11) THIRD THE BALANCE (IF ANY) OF THE AMOUNT OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(D) ON A SHARE SALE THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN PARAGRAPH C ABOVE</p> <p>(E) ON AN ASSET SALE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) SET OUT IN PARAGRAPH C ABOVE, AND</p> <p>(F) THE A ORDINARY SHARES ARE NOT REDEEMABLE</p> |

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Return of allotment of shares

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

| | |
|------------------------|---|
| Class of share | DEFERRED |
| Prescribed particulars | <p>THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE DEFERRED SHARES (THE "DEFERRED SHARES") ARE</p> <p>(A) THE DEFERRED SHARES (IF ANY) SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY</p> <p>(B) THE DEFERRED SHARES (IF ANY) SHALL NOT ENTITLE THE HOLDERS OF THEM TO PARTICIPATE IN A DIVIDEND</p> <p>(C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO)</p> <p>(1) FIRST</p> <p>(11) (a) IF THE AMOUNT OF THE SURPLUS ASSETS IS EQUAL TO OR LESS THAN THE HURDLE THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD,</p> <p>(1) (b) IF THE AMOUNT OF THE SURPLUS ASSETS IS GREATER THAN THE HURDLE, THE WHOLE AMOUNT OF THE SURPLUS ASSETS UP TO THE SUM OF £500 MILLION SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(11) SECOND IF THE AMOUNT OF THE SURPLUS ASSETS EXCEEDS £500 MILLION, THE SUM OF £0 01 SHALL BE DISTRIBUTED TO THE HOLDERS OF THE DEFERRED SHARES, AND</p> <p>(111) THIRD, THE BALANCE (IF ANY) OF THE AMOUNT OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS AND THE A ORDINARY SHAREHOLDERS PRO RATA (AS IF THE ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD (EXCLUDING DEFERRED SHARES)</p> <p>(D) ON A SHARE SALE THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN PARAGRAPH C ABOVE</p> <p>(E) ON AN ASSET SALE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) SET OUT IN PARAGRAPH C ABOVE, AND</p> <p>(F) THE DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY HOLDER WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS</p> |