

# 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](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  
on formation of the company  
for an allotment of a new  
shares by an unlimited company.

WEDNESDAY



A12 \*A4LVKJ6I\*  
09/12/2015 #228  
COMPANIES HOUSE

### 1 Company details

Company number 0 7 7 8 6 0 3 8

Company name in full Spontly Limited

→ **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 d 2 d 9 m 0 m 5 y 2 y 0 y 1 y 5  
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.

### 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 <sup>2</sup>	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	8,755	0.0005	5.7066	-

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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## 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
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				

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

③ Total number of issued shares in this class.

**Continuation Pages**  
Please use a Statement of Capital continuation  
page if necessary.

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## Return of allotment of shares

### 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	26.2795
Totals			562,073	281.0365

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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**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>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	ORDINARY SHARES	
Prescribed particulars ❶	PLEASE SEE ATTACHED CONTINUATION PAGE	
Class of share	A ORDINARY SHARES	
Prescribed particulars ❶	PLEASE SEE ATTACHED CONTINUATION PAGE	
Class of share	DEFERRED SHARES	
Prescribed particulars ❶	PLEASE SEE ATTACHED CONTINUATION PAGE	

**8 Signature**

I am signing this form on behalf of the company.		<b>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>Person authorised</b> Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature X <i>Watson Burton LLP</i> X	
This form may be signed by: Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.		

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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>(i) FIRST</p> <p>(i) (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 RATE TO THE NUMBER OF ORDINARY SHARED HELD.</p> <p>(i) (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>(ii) 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>(iii) 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

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### 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>(i) FIRST.</p> <p>(i) (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>(i) (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>(i) 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>(ii) 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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### 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>(i) FIRST:</p> <p>(ii) (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>(i) (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 PR 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>(ii) 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>(iii) 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>

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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 **Paul Wigham**

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 **United Kingdom**

DX **DX 61009 Newcastle upon Tyne**

Telephone **0345 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](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)**