

SH01

Return of allotment of shares

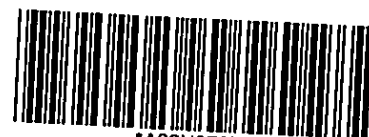


You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation

☐ **What this form is NOT for**
You cannot use this form to give
notice of shares taken by subs
on formation of the company
for an allotment of a new class
shares by an unlimited company

SATURDAY



A29 23/02/2013 #26
COMPANIES HOUSE

1 Company details

Company number **8 0 4 5 4 4 3**

Company name in full **my deco ecommerce ltd**

→ **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 **d 2 d 3 m 1 m 0 y 2 y 0 y 1 y 2**
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 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	GBP	319078	0.001	6.26806	0

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)

SH01

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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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary	6.26804035890798	0	319079	£ 319 079
Preference	6 26802	0	95724	£ 95 724
				£
				£
Totals			414803	£ 414 803

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

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

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

Ordinary

Prescribed particulars
①

PLEASE SEE THE CONTINUATION PAGES

Class of share

Preference

Prescribed particulars
①

PLEASE SEE THE CONTINUATION PAGES

Class of share

Prescribed particulars
①

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

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 ②, 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

SH01

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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

Company name

Chariot House Limited

Address

Chartered Accountants**48 Highdown Road****Hove**

Post town

East Sussex

County/Region

Postcode

B**N****3****6****E****D**

Country

United Kingdom

DX

Telephone

01273 447040**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

Shares allotted

2 Currency
If currency details are not completed we will assume currency is in pound sterling

[illegible]

SH01 - continuation page

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If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted

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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	<p>The Preference Shares shall entitle the holders thereof to the following rights</p> <p>(a) Conversion rights</p> <p>Any holder of Preference Shares shall have the right at any time and at his absolute discretion to require that all (but not some only) of his Preference Shares shall be converted to and redesignated as Ordinary Shares at the rate of one Ordinary Share for each Preference Share to be converted, subject to adjustment for any prior consolidation or subdivision of either class of shares</p> <p>In order to exercise his rights under the above paragraph, a holder of Preference Shares must give at least 28 days' notice in writing to the Company at its registered office specifying the date (being a date more than 28 days after the date of the notice) on which it requires such conversion and redesignation to take effect</p> <p>The Company shall take all necessary steps to give effect to the conversion and redesignation with effect from the date specified in the notice</p> <p>(b) Dividends</p> <p>Any Available Profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Ordinary and Preference Shares pro rata to their respective holdings of the total number of Shares</p> <p>(c) Liquidation preference</p> <p>1 Subject to paragraphs 2 and 3 below, on a return of assets on liquidation, capital reduction or otherwise (other than a conversion or purchase of Shares), the assets of the Company remaining after the payment of its liabilities shall be distributed among the holders of the Ordinary and Preference Shares pro rata to their respective holdings of the total number of Shares, as if they all constituted shares of the same class</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	Preference Shares
Prescribed particulars	<p>2 In the event that a distribution made in accordance with paragraph 1 would result in the holders of the Preference Shares receiving in respect of each Preference Share a sum which is less than twice the Issue Price of that Preference Share, then there shall be deducted from the payments due to the holders of Ordinary Shares, pro rata to the number of Ordinary Shares held by each of them, a sum equal to the amount of the shortfall, in order that each holder of Preference Shares will receive, in respect of each Preference Share, a sum equal to twice the Issue Price of that Preference Share</p> <p>3 For the avoidance of doubt, in the event that a distribution made in accordance with paragraph 1 and adjusted in accordance with paragraph 2 would result in the holders of the Preference Shares receiving in respect of each Preference Share a sum which is less than twice the Issue Price of that Preference Share, then the holders of the Ordinary Shares shall receive no payment by way of distribution under paragraph (c)</p> <p>(d) Exit provisions</p> <p>The proceeds of a Share Sale shall be distributed in the order of priority set out in paragraph (c) The Directors shall not register any transfer of Shares if the consideration payable (including any deferred consideration) whether in cash or otherwise to those Shareholders selling Shares under a Share Sale ("Sale Proceeds") is not distributed in that manner provided that, if the Sale Proceeds are not settled in their entirety upon completion of the Share Sale</p> <p>(e) Variation of class rights</p> <p>Whenever the share capital of the Company is divided into different classes of Shares, the special rights attached to any such class may only be varied or abrogated (either whilst the Company is a going concern or during or in contemplation of a winding up) with the consent in writing of the holders of at least 75% in nominal value of the issued Shares of that class, save that the special rights attached to the Preference Shares may only be varied or abrogated with Investor Consent</p>

SH01 - continuation page

Return of allotment of shares

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

Class of share	Preference Shares	
Prescribed particulars	<p>(f) Redemption rights</p> <p>The Ordinary shares and the Preference shares do not confer any rights of redemption</p> <p>(g) Voting in general meetings</p> <p>Each Ordinary share and each Preference share is entitled to one vote in any circumstances</p>	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary	
Prescribed particulars	<p>The Ordinary Shares shall entitle the holders thereof to the following rights</p> <p>(a) Dividends</p> <p>Any Available Profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Ordinary and Preference Shares pro rata to their respective holdings of the total number of Shares</p> <p>(b) Liquidation preference</p> <ol style="list-style-type: none"> 1 Subject to paragraphs 2 and 3 below, on a return of assets on liquidation, capital reduction or otherwise (other than a conversion or purchase of Shares), the assets of the Company remaining after the payment of its liabilities shall be distributed among the holders of the Ordinary and Preference Shares pro rata to their respective holdings of the total number of Shares, as if they all constituted shares of the same class 2 In the event that a distribution made in accordance with paragraph 1 would result in the holders of the Preference Shares receiving in respect of each Preference Share a sum which is less than twice the Issue Price of that Preference Share, then there shall be deducted from the payments due to the holders of Ordinary Shares, pro rata to the number of Ordinary Shares held by each of them, a sum equal to the amount of the shortfall, in order that each holder of Preference Shares will receive, in respect of each Preference Share, a sum equal to twice the Issue Price of that Preference Share 3 For the avoidance of doubt, in the event that a distribution made in accordance with paragraph 1 and adjusted in accordance with paragraph 2 would result in the holders of the Preference Shares receiving in respect of each Preference Share a sum which is less than twice the Issue Price of that Preference Share, then the holders of the Ordinary Shares shall receive no payment by way of distribution under paragraph (b) 	

SH01 - continuation page

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

Class of share	Ordinary	
Prescribed particulars	<p>(c) Exit provisions</p> <p>The proceeds of a Share Sale shall be distributed in the order of priority set out in paragraph (c) The Directors shall not register any transfer of Shares if the consideration payable (including any deferred consideration) whether in cash or otherwise to those Shareholders selling Shares under a Share Sale ("Sale Proceeds") is not distributed in that manner provided that, if the Sale Proceeds are not settled in their entirety upon completion of the Share Sale</p> <p>(d) Variation of class rights</p> <p>Whenever the share capital of the Company is divided into different classes of Shares, the special rights attached to any such class may only be varied or abrogated (either whilst the Company is a going concern or during or in contemplation of a winding up) with the consent in writing of the holders of at least 75% in nominal value of the issued Shares of that class, save that the special rights attached to the Preference Shares may only be varied or abrogated with Investor Consent</p> <p>(e) Redemption rights</p> <p>The Ordinary shares and the Preference shares do not confer any rights of redemption</p> <p>(f) Voting in general meetings</p> <p>Each Ordinary share and each Preference share is entitled to one vote in any circumstances</p>	