

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 or
for an allotment of a new class
shares by an unlimited company

FRIDAY



A24 *A3CUD7K8* 25/07/2014
COMPANIES HOUSE

#74

1 Company details

Company number 8 3 2 2 0 0 7
Company name in full TMD Friction Holdings (UK) 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

From Date d 1 d 6 m 0 m 6 y 2 y 0 y 1 y 4
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	Euro	9,934,131	€1	€15,639,006	

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)

Shares in various group companies - please see attached schedule

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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	£1	£0	1	£ 1
				£
				£
				£
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	Euro				
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	€15,639,006	€0	3,934,131	€3,934,131	
Totals			3,934,131	€3,934,131	

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		④ Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc
Total number of shares	3,934,132	
Total aggregate nominal value ④	£1 + €3,934,131	

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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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		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	Ordinary	
Prescribed particulars 1	<p>Voting rights - shares rank equally for voting purposes On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held</p> <p>Dividend rights - each share ranks equally for any dividend declared</p> <p>Distribution rights on winding up - each share ranks equally for any distribution made on winding up</p> <p>Redeemable shares - the shares are not redeemable</p>	
Class of share		
Prescribed particulars 1		
Class of share		
Prescribed particulars 1		

8 Signature

I am signing this form on behalf of the company		<p>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</p> <p>3 Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by Director 2 Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</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 **Martin Harrison**

Company name **M&J Commercial Services**

Address **Springfield Hall,**

Thornhill Road

Post town **Huddersfield**

County/Region **West Yorkshire**

Postcode **H D 3 3 A U**

Country **England**

DX

Telephone **01484 541926**



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

ANNEX B

COMPANY	TRANSFER SHARES	CONSIDERATION SHARES	CONSIDERATION SHARE PREMIUM
Meneta Advanced Shims Technology A/S	252 each of DKK 1,000	469,920 each of € 1	€ 3,289,440
TMD Friction Espana SL	824,036 each of € 10	1,202,205 each of € 1	€ 8,415,435
TMD Friction, Inc.	1,000 each of US\$ 1	1 each of € 1	n/a
TMD Friction Holding SASU	38,465,706 each of € 1	1 each of € 1	n/a
TMD Friction Japan KK	200 each Yen 50,000	1 each of € 1	n/a
TMD Friction Mexico SA de CV	100,000 Series I shares each of MXP 1 305,924,074 Series II shares each of MXP 1	1 each of € 1	n/a
TMD Friction UK Trustee Limited	1 each of GBP 1	1 each of € 1	n/a
TMD Friction Centenary Trustee Limited	1 each of GBP 1	1 each of € 1	n/a
TMD Friction Technology (Shanghai) Co., Ltd.	1 equity share of US\$ 3,000,000	2,262,000 each of € 1	n/a
TOTAL		3,934,131	€11,704,875