

RP04

Second filing of a document previously delivered



Companies House

✓ 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 2006 or the Companies (Northern Ireland) Order 1986 regardless of whether it was properly delivered.

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

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



A34 20/05/2017 #65
COMPANIES HOUSE

SATURDAY

1 Company details

Company number 08612198

Company name in full IRESS UK Holdings Limited

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 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
- CS01 Confirmation statement (Parts 1-5 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

RP04

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Description of the original document

Document type ●

SH01 - Return of allotment of shares

● **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.

Date of registration of the original document

^d 1 ^d 9 ^m 0 ^m 6 ^y 2 ^y 0 ^y 1 ^y 5

4

Section 243 or 790ZF Exemption ●

If you are applying for, or have been granted, exemption under section 243 or 790ZF 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.

● If you are currently in the process of applying for or have been granted a Section 243 or 790ZF 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	Rebecca Kelly
Company name	IRESS UK Holdings Limited
Address	c/o Jessop House
Jessop Avenue	
Post town	Cheltenham
County/Region	Gloucestershire
Postcode	G L 5 0 3 S H
Country	England
DX	
Telephone	01242 363092



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 or 790ZF exemption

If you are applying for or have been granted a section 243 or 790ZF 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

SH01

Return of allotment of shares



Companies House



Go online to file this information
www.gov.uk/companieshouse

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

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

SAT

A34

A66TTG29

20/05/2017

#67

COMPANIES HOUSE

1 Company details

Company number 08612198

Company name in full IRESS UK Holdings 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 *

From Date d 2 d 1 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.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	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
GBP	A Ordinary Shares	17,948,620	1.00	1.00	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)

In consideration for the issue by IRESS UK Holdings Limited of 17,948,620 A Ordinary Shares, Apollo III UK Holdings Limited discharged IRESS UK Holdings Limited from liabilities owed to it by IRESS UK Holdings Limited pursuant to an intra-group loan of £17,948,620 (between Apollo III UK Holdings Limited and IRESS UK Holdings Limited arising in or around December 2013) with an effective date of 1 December 2014.

SH01

Return of allotment of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	A Ordinary Shares	127,502,620	£127,502,620	
GBP	B Ordinary Shares	42,773,086	£42,773,086	
GBP	MRCPS	66,000,000	£66,000,000	
	Totals	236,275,706	£236,275,706	0
Currency table B				
	Totals			
Currency table C				
	Totals			
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ●	Total aggregate amount unpaid ●
		236,275,706	£236,275,706	0

● Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

SH01

Return of allotment of shares

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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 share capital tables in **Section 4**.

Class of share

A Ordinary

Prescribed particulars
①

See continuation page

Class of share

B Ordinary

Prescribed particulars
①

See continuation page

Class of share

MRCPS

Prescribed particulars
①

See continuation page

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.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

6

Signature

I am signing this form on behalf of the company.

Signature

Signature



X

This form may be signed by:

Director ②, Secretary, Person authorised ①, 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.

① Person authorised

Under either section 270 or 274 of the Companies Act 2006.

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	Rebecca Kelly									
Company name	IRESS UK Holdings Limited									
Address	C/o Jessop House									
	Jessop Avenue									
Post town	Cheltenham									
County/Region	Gloucestershire									
Postcode	G	L	5	0		3	S	H		
Country	England									
DX										
Telephone	01242 363092									

**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 relevant sections of the statement of capital.
- ☐ You have signed the form.

**Important information**

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**Where to send**

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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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Refer below for particulars of each class of share	
Prescribed particulars	<p>£1.00 A Ordinary</p> <ul style="list-style-type: none"> - Voting: Each holder shall be entitled to receive notice of, attend and vote at, general meetings. Each A Ordinary Share will carry one vote. - Dividend: Directors shall be entitled to declare dividends and distributions (in respect of any remaining profits after payment of the MRCPS Dividend) to holders of A Ordinary Shares. Dividends declared to holders of A Ordinary Shares may be declared and paid without the directors declaring or paying any dividend on B Ordinary Shares. - Capital: On a return of capital on a liquidation, reduction of capital or otherwise, the holders of A Ordinary Shares and B Ordinary Shares shall be entitled in respect of their Ordinary Shares to share in the surplus assets of the Company which remain after payment of its liabilities and payment to the holders of MRCPSs of (i) an amount equal to the nominal capital paid up on the MRCPS; and (ii) any accrued and unpaid MRCPSs Dividend. <p>£1.00 B Ordinary</p> <ul style="list-style-type: none"> - Voting: Each holder shall be entitled to receive notice of, attend and vote at, general meetings. Each B Ordinary Share will carry one vote. Each B Ordinary Share will carry one vote. - Dividend: Directors shall be entitled to declare dividends and distributions (in respect of any remaining profits after payment of the MRCPS Dividend) to holders of B Ordinary Shares. (Dividends may be declared and paid to holders of A Ordinary Shares without declaring a dividend or other distribution to holders of B Ordinary Shares.) - Capital: On a return of capital on a liquidation, reduction of capital or otherwise, the holders of A and B Ordinary Shares shall be entitled in respect of their Ordinary Shares to share in the surplus assets of the Company which remain after payment of its liabilities and such payment of liabilities to include payment to the holders of MRCPSs of (i) an amount equal to the nominal capital paid up on the MRCPSs, and (ii) any accrued and unpaid MRCPS Dividend. <p>£1.00 MRCPS</p> <ul style="list-style-type: none"> - Voting: Each holder of MRCPSs shall be entitled to receive notice of, attend and vote at, general meetings of the Company. Each MRCPS will carry one vote. - Dividend: Holders of MRCPSs shall be entitled to unfranked cumulative preferential dividend ("MRCPS Dividend"). - Capital: On a return of capital on a liquidation, reduction of capital or on a winding up, the holders of MRCPSs shall be entitled to an amount equal to the nominal capital paid up on the MRCPSs and any accrued and unpaid MRCPS Dividend. Holders of MRCPSs shall not participate in any further distribution of profits or assets of the Company - Redemption: MRCPSs are redeemable by the Company - Conversion: MRCPSs are convertible into A Ordinary Shares by the Company or by the Holder of the MRCPSs by giving a signed Conversion Notice to the other party. 	

Complete the table below to show the issued share capital. Complete a separate table for each currency.

[illegible]