

RP04

Second filing of a document previously delivered



☒ **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 1985 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 RP01 must be used in these circumstances

For further information, please see



A07 08/03/2016 #116
COMPANIES HOUSE

TUESDAY

1 Company details

Company number 0 8 6 2 8 6 1 4

Company name in full TANDEM BANK LIMITED

→ **Filing in this form**
Please complete in typescript or in bold black capitals
All fields are mandatory unless specified or indicated by *

2 Description of the original document

Document type ①

Return of Allotment of shares - SH01

Allotment of A1 preference shares and ordinary shares

① **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 15 01 2016

3 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

4 Section 243 Exemption ②

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

② If you are currently in the process of applying for or have been granted a Section 243 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)

CHFP025
04/11 Version 1.0 Laserform International 4/11

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 Holly Davies

Company name King & Wood Malletsons LLP

Address 10 Queen Street Place

Post town London

County/Region Greater London

Postcode

E	C	4	R	1	B	E
---	---	---	---	---	---	---

Country United Kingdom

DX 255 Chancery Lane

Telephone 020 7111 2499

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 exemption

If you are applying for or have been granted a section 243 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.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

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**
You cannot use this form
to give notice of shares taken by
or on formation of the company
for an allotment of a new
share by an unlimited company.

A07 *A52AY00W* 08/03/2016 #113
COMPANIES HOUSE

1 Company details

Company number 0 8 6 2 8 6 1 4

Company name in full TANDEM BANK 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 ①

From Date d 2 d 7 m 1 m 1 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 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
SERIES A1 PREFERRED	GBP	8,998	£0.01	£46,3461	0
ORDINARY SHARES	GBP	3,189	£0.01	£46,3461	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**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 attached cont. sheet				£
				£
				£
				£
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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
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
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

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary	£0.01	£0	144,475	1444.75
Ordinary	£2.54	£0	59,100	591 00
Ordinary	£10.82	£0	27,450	274.50
Ordinary	£15.7992	£0	56,155	561 55
Ordinary	£27.05	£0	3,374	33 74
Series A1 Preferred	£27.05	£0	178,723	1787.23
Series A1 Preferred	£46.3461	£0	92,580	925 80
Series A1 Preferred	£46.3461	£0	8,998	89.98
Ordinary	£46.3461	£0	3,189	31.89
Totals			574,044	5740 44

2 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

See attached continuation sheet

1

Class of share

Series A1 Preferred

Prescribed particulars

Capitalised terms are as defined in the Company's Articles of Association

1

1 Each holder of Series A1 Preferred Shares is entitled to vote at a general meeting of the Company.

Please see attached continuation sheet.

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 3, 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 - 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>Capitalised terms are as defined in the Company's Articles of Association.</p> <p>1. Each holder of Ordinary Shares is entitled to vote at a general meeting of the Company.</p> <p>2. Each holder of Ordinary Shares is entitled to participate in a dividend among the holders of Equity Shares <i>pari passu</i> (as if the Equity Shares are one class) <i>pro rata</i> basis to their respective holdings of Equity Shares.</p> <p>3. On a distribution on a liquidation, return of capital (excluding a conversion redemption or purchase of Shares) voluntary winding up or dissolution of the Company and on a Share Sale or Asset Sale the surplus assets of the Company shall be applied:</p> <p>a) first, in paying the Series A1 Preferred Shareholders up to an aggregate amount equivalent to the Preference Subscription Amount and the Arrears, less any amounts previously paid in respect of any or all of the Series A1 Preferred Shares under a buy-back, return of capital, sale and/or other disposal of any or all of the Series A1 Preferred Shares, provided further that the Series A1 Preferred Shareholders (as a class) shall only be entitled to be paid an aggregate amount equivalent to the Preference Subscription Amount once in respect of any or all of the Series A1 Preferred Shares in issue;</p> <p>b) second, in paying an amount per Ordinary Share and Co-Founder Share equal to the Catch-up Amount and the Arrears less any amounts previously paid in respect of any or all of the Ordinary Shares and Co-Founder Shares under a buy-back, return of capital, sale and/or other disposal of any or all of the Ordinary Shares and Co-Founder Shares, provided further that the Ordinary Shares and Co-Founder Shares (as if one class) shall only be entitled to be paid an aggregate amount equivalent to the Catch-up Amount once in respect of any or all of the Ordinary Shares and the Co-Founder Shares in issue; and</p> <p>c) third, in paying the balance of the surplus assets (if any) among the holders of Series A1 Preferred Shares, Ordinary Shares and Co-Founder Shares <i>pro rata</i> to the number of shares held.</p> <p>4. Ordinary shares are not redeemable.</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	Series A1 Preferred
Prescribed particulars	<p>1. Each holder of Series A1 Preferred Shares is entitled: (i) upon a distribution by way of a dividend among the holders of the Equity Shares to receive a fixed non-cumulative cash preferential dividend at the rate of 6% of the Issue Price per Series A1 Preferred Share, and (ii) to participate in a dividend to the holders of Equity Shares <i>pari passu</i> (as if the Equity Shares are one class) <i>pro rata</i> to their respective holdings of Equity Shares.</p> <p>2. On a distribution on a liquidation, return of capital (excluding a conversion redemption or purchase of Shares) voluntary winding up or dissolution of the Company and on a Share Sale or Asset Sale the surplus assets of the Company shall be applied:</p> <p>a) first, in paying the Series A1 Preferred Shareholders up to an aggregate amount equivalent to the Preference Subscription Amount and the Arrears, less any amounts previously paid in respect of any or all of the Series A1 Preferred Shares under a buy-back, return of capital, sale and/or other disposal of any or all of the Series A1 Preferred Shares, provided further that the Series A1 Preferred Shareholders (as a class) shall only be entitled to be paid an aggregate amount equivalent to the Preference Subscription Amount once in respect of any or all of the Series A1 Preferred Shares in issue;</p> <p>b) second, in paying an amount per Ordinary Share and Co-Founder Share equal to the Catch-up Amount and the Arrears less any amounts previously paid in respect of any or all of the Ordinary Shares and Co-Founder Shares under a buy-back, return of capital, sale and/or other disposal of any or all of the Ordinary Shares and Co-Founder Shares, provided further that the Ordinary Shares and Co-Founder Shares (as if one class) shall only be entitled to be paid an aggregate amount equivalent to the Catch-up Amount once in respect of any or all of the Ordinary Shares and the Co-Founder Shares in issue; and</p> <p>c) third, in paying the balance of the surplus assets (if any) among the holders of Series A1 Preferred Shares, Ordinary Shares and Co-Founder Shares <i>pro rata</i> to the number of shares held.</p> <p>3. Series A1 Preferred Shares are not redeemable.</p>

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 **Holly Davies**Company name **King & Wood Mallesons LLP**Address **10 Queen Street Place**Post town **London**County/Region **Greater London**Postcode

E	C	4	R		1	B	E
---	---	---	---	--	---	---	---

Country **United Kingdom**DX **255 Chancery Lane**Telephone **020 7111 2499****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

CHFP025

03/11 Version 5.0