

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 (Northern Ireland) Order 1986 regardless of whether it was properly delivered.

A second filing of a document cannot be filed where the information that was properly delivered. For example, where the information was used in these circumstances.

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



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A07

21/03/2018

#190

COMPANIES HOUSE

1

Company details

Company number 08804411

Company name in full REVOLUT LTD

→ 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 1-4 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

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3 Description of the original document

Document type ①

SH01 - Return of allotment of 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

^d 1 ^d 8 ^m 0 ^m 8 ^y 2 ^y 0 ^y 1 ^y 7

4 Section 243 or 790ZF Exemption ②

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.

② 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

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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	Richard Hunt
Company name	Orrick, Herrington & Sutcliffe (UK) LLP
Address	107 Cheapside
Post town	London
Country/Region	
Postcode	E C 2 V 6 D N
Country	United Kingdom
DX	557 London/City
Telephone	0207 862 4600



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

A07

A7274F7E
21/03/2018 #192
COMPANIES HOUSE

1 Company details

Company number 08804411

Company name in full REVOLUT LTD

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 18/02/2017
To Date

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.)

Currency

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

Currency	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	C Preferred	444,341	0.0000001	8.57	0.00

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

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	See attached schedule				
Totals					
Currency table B					
Totals					
Currency table C					
Totals					
Totals (including continuation pages)			Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶

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

SH01 - continuation page

Return of allotment of shares

4

Statement of capital

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

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
GBP	A Preferred	6,236,220	£0.623622	
GBP	B Preferred	5,023,568	£0.5023568	
GBP	C Preferred	6,889,604	£0.6889604	
GBP	Ordinary	11,135,249	£1.1135249	
Totals		29,284,641	£2.9284641	£0.00

SH01

Return of allotment of shares

5 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 Preferred

Prescribed particulars
1 See attached schedule

Class of share B Preferred

Prescribed particulars
1 See attached schedule

Class of share C Preferred

Prescribed particulars
1 See attached schedule

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

For and on behalf of OHS Secretaries Limited

X

This form may be signed by:
Director 2, Secretary, Person authorised 2, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

1 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.

2 Person authorised

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

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Preferred	
Prescribed particulars	<p>Full voting and dividend rights. "Preferred Shares" means the A Preferred Shares, B Preferred Shares and the C Preferred Shares. On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows: (a) first, to each holder of the Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or <i>declared but unpaid down to the date of the return of assets</i>, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively; (b) thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively. Non-redeemable</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Preferred	
Prescribed particulars	<p>Full voting and dividend rights. "Preferred Shares" means the A Preferred Shars, B Preferred Shares and the C Preferred Shares. On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows: (a) first, to each holder of the Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively; (b) thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively. Non-redeemable</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	C Preferred	
Prescribed particulars	<p>Full voting and dividend rights. "Preferred Shares" means the A Preferred Shars, B Preferred Shares and the C Preferred Shares. On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows: (a) first, to each holder of the Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) <i>plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively,</i> (b) thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively. Non-redeemable</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Ordinary	
Prescribed particulars	<p>Full voting and dividend rights. "Preferred Shares" means the A Preferred Shars, B Preferred Shares and the C Preferred Shares. On a return of assets on a liquidation, reduction of capital, or otherwise the assets of the Company remaining after payment of its liabilities ("Net Proceeds") shall be distributed as follows: (a) first, to each holder of the Preferred Shares, in priority to all other Shareholders, an amount equal to the Subscription Price for each Preferred Share held (as if the Preferred Shares constituted the same class of Shares) (or in the event of the sub-division and/or redesignation of any of the Preferred Shares, the Subscription Price originally paid for each Preferred Share from which the Shares arising on such sub-division and/or redesignation derive) plus any arrears or accruals of dividend (if any) on the Preferred Shares (as the case may be) due or declared but unpaid down to the date of the return of assets, provided that if there are insufficient Net Proceeds to pay such amounts to all holders of Preferred Shares in full, the available Net Proceeds shall be distributed to the holders of Preferred Shares in proportion to the Subscription Price of the Preferred Shares held by them and arrears or accruals of dividend due to them respectively, (b) thereafter the balance of the Net Proceeds, if any, shall be distributed to each of the holders of the Ordinary Shares (including any Ordinary Shares arising from conversion of Preferred Shares under article 3.2) in proportion to the number of Ordinary Shares held by them respectively. Non-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

Company name

OHS Secretaries Limited

Address

9th Floor, 107 Cheapside

Post town

London

County/Region

Postcode

E C 2 V 6 D N

Country

United Kingdom

DX

Telephone

**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**

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.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