

# RP04

Laserform

## 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 when it was delivered

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

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)



A11 03/02/2016 #186  
COMPANIES HOUSE

### 1 Company details

Company number 0 9 0 0 7 0 4 2

Company name in full UTILIGROUP 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 SH01

Date of registration of the original document d2 d2 m0 m1 y2 y0 y1 y6

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

### 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

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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 **Fiona Vickerstaff**

Company name **DWF LLP**

Address **1 Scott Place**

**2 Hardman Street**

Post town **Manchester**

County/Region

Postcode 

M	3		3	A	A	
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Country

DX **DX 14313 Manchester**

Telephone **0161 603 5000**

### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://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](http://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  
formation of the company  
for an allotment of a new class  
of shares by an unlimited company

COMPANY NUMBER: A4ZXWRO2  
A11 03/02/2016 #187  
COMPANIES HOUSE

### 1 Company details

Company number: 09007042

Company name in full: UTILIGROUP 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: 17/12/2015  
To Date: 17/12/2015

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
See continuation sheet					

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 continuation 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		<b>④ Total aggregate nominal value</b> Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc
Total number of shares	10556	
Total aggregate nominal value ④	104 903	

① Including both the nominal value and any share premium

③ E.g. Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

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

## 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

See continuation sheets

Prescribed particulars

1

Class of share

Prescribed particulars

1

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

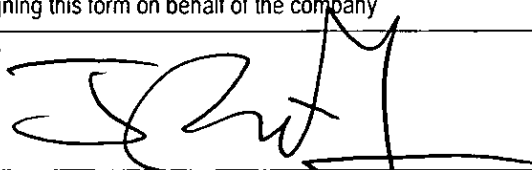
## Signature

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 filled 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

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 **Fiona Vickerstaff**

Company name  
**DWF LLP**

Address **1 Scott Place**

**2 Hardman Street**

Post town **Manchester**

County/Region

Postcode **M 3 3 A A**

Country

DX **DX 14313 Manchester**

Telephone **0161 603 5000**



**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**

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**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**

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**This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**

## 3

Please give details of the shares allotted, including bonus shares

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

[illegible]

# SH01 - continuation page

## Return of allotment of shares

### Statement of capital

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

Currency	GBP			
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
A1 Ordinary	0 01	0 00	6272	62 72
A2 Ordinary	0 01	0 00	274	2 74
B Ordinary	0 01	0 00	1613	16 13
C Ordinary	0 01	0 00	1233	12 33
D Ordinary	0 01	0 00	577	5 77
E Ordinary	0 01	0 00	95	0 95
F Ordinary	0 01	0 00	125	1 25
G Ordinary	0 01	0 00	122	1 22
H Ordinary	0.01	0 00	72	0 72
I Ordinary	0 01	0 00	100	1 00
J Ordinary	0 001	0 00	73	0 073
Totals			10556	104 903

① Including both the nominal value and any share premium

③ E.g. Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class



# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A1 Ordinary	
Prescribed particulars	<p>Each A1 Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend declared (together with the holders of all other classes of shares save for the D Ordinary Shares), is entitled to receive the A1 Return in priority on a return of capital and after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares on a return of capital is also then entitled to (i) a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of B and C Ordinary Shares for proceeds up to £20,445,000, together with the B, C, E, F, and G Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends), (ii) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the B, C, E, F, H, and J Ordinary Shares) of 60% of the proceeds remaining, and (iii) for proceeds above £80,445,000 a pro rata proportion (together with the B, C, E, F, and J Ordinary Shares) of 56.559% of the proceeds remaining</p> <p>The A1 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	A2 Ordinary	
Prescribed particulars	<p>Each A2 Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend declared (together with the holders of all other classes of shares save for the D Ordinary Shares), on a return of capital after the payment of the A1 Return to the A1 Ordinary Shares, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to (i) a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of B and C Ordinary Shares for proceeds up to £20,445,000, together with the B, C, E, F, and G Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends), (ii) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the B, C, E, F, H, and J Ordinary Shares) of 60% of the proceeds remaining, and (iii) for proceeds above £80,445,000 a pro rata proportion (together with the B, C, E, F, and J Ordinary Shares) of 2 511% of the proceeds remaining</p> <p>The A2 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	B Ordinary	
Prescribed particulars	<p>Each B Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend declared (together with the holders of all other classes of shares save for the D Ordinary Shares), on a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to (i) a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of A and C Ordinary Shares for proceeds up to £20,445,000, together with the A, C, E, F, and G Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends), (ii) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the C, E, F, H, and J Ordinary Shares) of 40% of the proceeds remaining, and (iii) for proceeds above £80,445,000 a pro rata proportion (together with the C, E, F, and J Ordinary Shares) of 40% of the proceeds remaining</p> <p>The B Ordinary Shares are redeemable at any time at the option of the holder at a redemption price of £3 77 per share</p>	

# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	C Ordinary	
Prescribed particulars	<p>Each C Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend declared (together with the holders of all other classes of shares save for the D Ordinary Shares), on a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to (i) a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of A and B Ordinary Shares for proceeds up to £20,445,000, together with the A, B, E, F, and G Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends), (ii) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the B, E, F, H, and J Ordinary Shares) of 40% of the proceeds remaining, and (iii) for proceeds above £80,445,000 a pro rata proportion (together with the B, E, F, and J Ordinary Shares) of 40% of the proceeds remaining</p> <p>The C Ordinary Shares are redeemable at any time at the option of the holder at a redemption price of £10.55 per share</p>	

# SH01 - continuation page

## Return of allotment of shares

7

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

Class of share	D Ordinary	
Prescribed particulars	<p>Each D Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend equal to 0.1% of any Ordinary Dividend (being the aggregate dividend amount paid to the other classes of shares of the Company), on a return of capital after the payment of the A1 Return is entitled to 2 times its issue price</p> <p>The D 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	E Ordinary	
Prescribed particulars	<p>Each E Ordinary Share carries one vote per share on a poll, is entitled to a pro rata proportion of any dividend declared (together with the holders of all other classes of shares save for the D Ordinary Shares), on a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to (i) a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of A, B, and C Ordinary Shares for proceeds up to £20,445,000, together with the A, B, C, F, and G Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends), (ii) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the B, C, F, H, and J Ordinary Shares) of 40% of the proceeds remaining, and (iii) for proceeds above £80,445,000 a pro rata proportion (together with the B, C, F, and J Ordinary Shares) of 40% of the proceeds remaining</p>	
	The E Ordinary Shares are not redeemable	

# SH01 - continuation page

## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	F Ordinary	
Prescribed particulars	<p>Each F Ordinary Shares carry no entitlement to vote or to participate in any future pre-emptive share issues and nor do they have any entitlement to participate in any dividends</p> <p>On a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares, the issue price of the Deferred Shares and £20,445,000 to the holders of A, B, C, and E Ordinary Shares then is entitled to (i) a pro rata proportion of any proceeds between £20,445,000 and £30,445,000 plus dividends (together with A, B, C, E, and G Ordinary Shares), (ii) for proceeds of between £30,445,000 plus dividends and £80,445,000 a pro rata proportion of 40% of the proceeds (together with the B, C, E, H, and J Ordinary Shares), and (iii) for proceeds above £80,445,000 a pro rata proportion of 40% of the proceeds (together with the B, C, E, and J Ordinary Shares)</p>	

# SH01 - continuation page

## Return of allotment of shares

7

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

Class of share	G Ordinary	
Prescribed particulars	<p>The G Ordinary Shares carry no entitlement to receive notice of, attend, or vote at any general meeting of the company, nor to participate in any future pre-emptive share issues G Ordinary Shareholders do not have any entitlement to participate in dividends</p> <p>On a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to a pro rata proportion of any proceeds remaining for proceeds up to £30,445,000 plus dividends (together with the holders of A, B, and C Ordinary Shares for proceeds up to £20,445,000, together with the A, B, C, E, and F Ordinary Shares for proceeds between £20,445,000 and £30,445,000 plus dividends)</p> <p>The G 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	H Ordinary	
Prescribed particulars	<p>The H Ordinary Shares carry no entitlement to receive notice of, attend, or vote at any general meeting of the company, nor to participate in any future pre-emptive share issues. H Ordinary Shareholders do not have any entitlement to participate in dividends.</p> <p>On a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to a pro rata proportion of 40% of the proceeds remaining for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 (together with the B, C, E, and J Ordinary Shares).</p> <p>The H 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	I Ordinary	
Prescribed particulars	<p>The I Ordinary Shares carry no entitlement to receive notice of, attend, or vote at any general meeting of the company, nor to participate in any future pre-emptive share issues I Ordinary Shareholders do not have any entitlement to participate in dividends</p> <p>On a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to a pro rata proportion of 0.93% of the proceeds remaining for proceeds above £80,445,000</p> <p>The I 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	J Ordinary
Prescribed particulars	<p>The J Ordinary Shares carry no entitlement to receive notice of, attend, or vote at any general meeting of the company, nor to participate in any future pre-emptive share issues J Ordinary Shareholders do not have any entitlement to participate in dividends</p> <p>On a return of capital after the payment of the A1 Return, 2 times the issue price of the D Ordinary Shares and the issue price of the Deferred Shares is then entitled to (i) for proceeds being more than £30,445,000 plus dividends but equal to or less than £80,445,000 a pro rata proportion (together with the B, C, F, and H Ordinary Shares) of 40% of the proceeds remaining, and (ii) for proceeds above £80,445,000 a pro rata proportion (together with the B, C, and F Ordinary Shares) of 40% of the proceeds remaining</p> <p>The J Ordinary Shares are not redeemable</p>