



SH01

Return of allotment of shares



Companies House



Go online to file this information
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☒ **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 subscription on formation of the company or for an allotment of a new class of shares by an unlimited company.

TUESDAY



A11 *A8126FU4* 12/03/2019 #62
 COMPANIES HOUSE

1 Company details

Company number 0 9 0 9 4 1 6 4

Company name in full CLIPPER GROUP 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 0 d 7 m 0 m 3 y 2 y 0 y 1 y 9

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	F Ordinary	7,625	0.10	£0.10	£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)

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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 continuation			
Totals		145,008,675,633	£14,510,920.80	0
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
		145,008,675,633	£14,510,920.80	0

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

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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 Ordinary shares
Prescribed particulars ①	The holders of the A Ordinary shares have the right to vote, to receive dividends (subject to investor consent), and to participate in distributions. On a return of assets on liquidation, reduction of capital, purchase of own shares or otherwise, the surplus assets of the Company remaining after payment of its debts and liabilities shall be distributed first to the holders of F Ordinary shares in an amount equal to 'F' Ordinary Share Entitlement (as per Article 4.1). Subject thereto, the balance of such assets shall be distributed pro-rata amongst each of the Equity Shares pari passu as if the same are one and the same class of shares. The shares are not redeemable.
Class of share	A1 Ordinary shares
Prescribed particulars ①	The holders of the A1 Ordinary shares have the right to vote, to receive dividends (subject to investor consent), and to participate in distributions. On a return of assets on liquidation, reduction of capital, purchase of own shares or otherwise, the surplus assets of the Company remaining after payment of its debts and liabilities shall be distributed first to the holders of F Ordinary shares in an amount equal to 'F' Ordinary Share Entitlement (as per Article 4.1). Subject thereto, the balance of such assets shall be distributed pro-rata amongst each of the Equity Shares pari passu as if the same are one and the same class of shares. The shares are not redeemable.
Class of share	E Ordinary shares [PLUS SEE CONTINUATION PAGE re "F" SHARES]
Prescribed particulars ①	The holders of the E Ordinary shares have the right to vote, to receive dividends (subject to investor consent), and to participate in distributions. On a return of assets on liquidation, reduction of capital, purchase of own shares or otherwise, the surplus assets of the Company remaining after payment of its debts and liabilities shall be distributed first to the holders of F Ordinary shares in an amount equal to 'F' Ordinary Share Entitlement (as per Article 4.1). Subject thereto, the balance of such assets shall be distributed pro-rata amongst each of the Equity Shares pari passu as if the same are one and the same class of shares. The shares are not redeemable.

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.

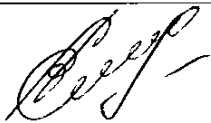
A separate table must be used for each class of share.

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	<div>Signature</div> <div>X  X</div>
	<p>This form may be signed by: Director ②, Secretary, <u>Person authorised</u> ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</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.

③ Person authorised

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

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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	AASV.127120.00073									
Company name	CMS Cameron McKenna Nabarro									
Oslwang LLP										
Address	Cannon Place									
78 Cannon Street										
Post town	London									
County/Region										
Postcode	E	C	4	N		6	A	F		
Country										
DX										
Telephone	02073672833									



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

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

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If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Details of non-cash
consideration.

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Statement of capital

Complete a separate table for each currency.

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SH01 - continuation page

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	F Ordinary shares	
Prescribed particulars	<p>(a) The holders of the F Ordinary shares (which are not Capped) are entitled: (i) on a show of hands, to one vote; and (ii) on a poll at a general meeting or a written resolution, to one vote, provided that the number of votes attributable to them as a class shall, on any such vote, be equal to (but shall not exceed) 20% of the total votes.</p> <p>(b) Subject to receipt of Investor Consent, each share is entitled to dividend payments or any other distribution pro-rata amongst each of the Equity Shares (pari passu as if the same constituted one class of share).</p> <p>(c) On a return of assets on liquidation, reduction of capital, purchase of own shares or otherwise, the surplus assets of the Company remaining after payment of its debts and liabilities shall be distributed first to the holders of F Ordinary shares in an amount equal to F Ordinary Share Entitlement (as per Article 4.1). Subject thereto, the balance of such assets shall be distributed pro-rata amongst each of the Equity Shares pari passu as if the same are one and the same class of shares (excluding the F Ordinary Shares).</p> <p>(d) The F Ordinary shares are not redeemable.</p>	