

SH01

Return of allotment of shares



Companies House

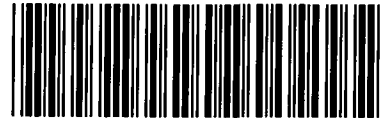


Go online to file this information
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☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

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

THURSDAY



A15 *A7A0VH29* 12/07/2018 #165
COMPANIES HOUSE

1 Company details

Company number 0 9 2 4 9 5 4 0

Company name in full SIMPLE ENERGY 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 1 d 2 m 0 m 6 y 2 y 0 y 1 y 8
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	Series A1 Preferred Shares	6,559,804	£0.01	£9.1466	NIL

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	SERIES A1 PREFERRED	6,559,804	£65,598.04	
GBP	A ORDINARY	22,222,200	£499.9995	
GBP	B ORDINARY	16,174,700	£161,747.00	
Totals		44,956,704	£227,845.04	NIL

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
	44,956,704	£227,845.04	NIL

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

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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	Series A1 Preferred Shares
Prescribed particulars ①	Any dividends, will be distributed among the holders of the Series A1 Preferred Shares and Series A2 Preferred Shares, prior and in preference to Ordinary Shares, until such time as each Series A1 Preferred Shareholder and Series A2 Preferred Shareholder has received in aggregate an amount per Series A1 Preferred Share and Series A2 Preferred Share equal to the Preferred Subscription Price. After payment of such dividends, any further dividends or distributions of Available Profits shall be distributed among all holders of Series A1 Preferred Shares, A2 Preferred Shares and
Class of share	A Ordinary Shares
Prescribed particulars ①	Subject to the rights of the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, after the distribution of assets or dividends to the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, the remaining assets or dividend of the Company available for such distribution shall be distributed among the Series A1 Preferred Shareholders, A2 Preferred Shareholders and Ordinary Shareholders pro rata based on the number of shares held by each such holder, treating for this purpose all such securities as if they had been converted to Ordinary Shares. The A Ordinary
Class of share	B Ordinary Shares
Prescribed particulars ①	Subject to the rights of the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, after the distribution of assets or dividends to the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, the remaining assets or dividend of the Company available for such distribution shall be distributed among the Series A1 Preferred Shareholders, A2 Preferred Shareholders and Ordinary Shareholders pro rata based on the number of shares held by each such holder, treating for this purpose all such securities as if they had been converted to Ordinary Shares. The B Ordinary

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.

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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 ②, 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.

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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

Nicola Delaney

Company name

Reed Smith LLP

Address

The Broadgate Tower

20 Primrose Street

Post town

London

County/Region

Postcode

E C 2 A 2 R S

Country

UK

DX

Telephone

02031163000

**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

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Please give details of the shares allotted, including bonus shares.

[illegible]

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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.

If a PLC, please attach
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appropriate)

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

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Series A1 Preferred Shares	
Prescribed particulars	<p>Ordinary Shares in proportion to the number of Ordinary Shares that would be held by each such holder if all Series A1 Preferred Shares and Series A2 Preferred Shares were converted to Ordinary Shares at the then effective conversion rate.</p> <p>On a distribution of assets on a liquidation, the assets shall be distributed (a) first, amongst the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, in priority to any other class of Shares, until such time as each Series A1 Preferred Shareholder and A2 Preferred Shareholder has received an aggregate amount per Series A1 Preferred Share and Series A2 Preferred Share held equal to the Preferred Subscription Price; provided that if the assets of the Company available for such distribution shall be insufficient to pay the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders the full amount to which they shall be entitled, the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders shall share ratably in any distribution of the assets available for distribution in proportion to the respective amounts which would otherwise be payable in respect of the shares held by them upon such distribution if all amounts payable on or with respect to such shares were paid in full; and</p> <p>(b) after the payment in full of all payments required to be paid to the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders also, the remaining assets of the Company available for such distribution shall be distributed among the Series A1 Preferred Shareholders, Series A2 Preferred Shareholders and Ordinary Shareholders pro rata based on the number of shares held by each such holder, treating for this purpose all such securities as if they had been converted to Ordinary Shares.</p> <p>The A1 Preferred Shares have full voting rights attached.</p>	

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5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	A ORDINARY	
Prescribed particulars	Shares have full voting rights attached. On liquidation following payment to the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, all remaining assets shall be distributed to A Ordinary Shareholders pro rata based on the number of shares held by each such holder.	

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5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	B ORDINARY	
Prescribed particulars	Shares have full voting rights attached. On liquidation following payment to the Series A1 Preferred Shareholders and Series A2 Preferred Shareholders, all remaining assets shall be distributed to B Ordinary Shareholders pro rata based on the number of shares held by each such holder.	