

# 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 subscription  
on formation of the company  
for an allotment of a new class of  
shares by an unlimited company.

THURSDAY



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07/05/2015

#157

COMPANIES HOUSE

### 1 Company details

Company number 0 9 5 0 9 3 2 3

Company name in full GRIFFITHS ESTATES (2015) 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 0 m 4 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
F1 ORDINARY SHARES	£	14799	1.00	14,799.00	
F2 ORDINARY SHARES	£	3799	1.00	3,799.00	
M ORDINARY SHARES	£	15199	1.00	15,199.00	

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)

14800 F1 ORDINARY SHARES OF £1.00 EACH AND 3800 F2 ORDINARY SHARES OF  
£1.00 EACH AND 15200 M ORDINARY SHARES OF £1.00 EACH IN THE SHARE CAPITAL  
OF ARTHUR M. GRIFFITHS & SON (HOLDINGS) LIMITED (COMPANY NUMBER:  
06803066) PURSUANT TO A SHARE FOR SHARE EXCHANGE AGREEMENT.

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## 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
F1 ORDINARY SHARES	1.00		14800	£ 14,800.00
F2 ORDINARY SHARES	1.00		3800	£ 3,800.00
M ORDINARY SHARES	1.00		15200	£ 15,200.00
				£
<b>Totals</b>			33800	£ 33,800.00

**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
<b>Totals</b>				

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
<b>Totals</b>				

**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		
Total aggregate nominal value ④		

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.

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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 statement of capital share tables in **Section 4** and **Section 5**.

Class of share	F1 ORDINARY SHARES OF £1.00 EACH
Prescribed particulars ①	<p>INCOME RIGHTS: F1 ORDINARY SHARES OF £1.00 EACH</p> <p>THE HOLDERS OF F1 ORDINARY SHARES SHALL ONLY BE ENTITLED TO RECEIVE INCOME DERIVED FROM THE RENTAL RECEIVED BY THE COMPANY IN RESPECT OF THE RESIDENTIAL PROPERTIES OWNED BY THE COMPANY (THE "RESIDENTIAL PROPERTIES") AND FOR THE AVOIDANCE OF DOUBT, THE HOLDERS OF THE F1 ORDINARY SHARES SHALL NOT BE ENTITLED TO ANY INCOME DERIVED FROM ARTHUR M. GRIFFITHS &amp; SON LIMITED (COMPANY NUMBER: 00222595) ("SUBSIDIARY").</p>
Class of share	F2 ORDINARY SHARES OF £1.00 EACH
Prescribed particulars ①	<p>INCOME RIGHTS: F2 ORDINARY SHARES OF £1.00 EACH</p> <p>THE HOLDERS OF F2 ORDINARY SHARES SHALL ONLY BE ENTITLED TO RECEIVE 20% OF THE INCOME OF THE COMPANY DERIVED FROM THE SUBSIDIARY AND FOR THE AVOIDANCE OF DOUBT, THE HOLDERS OF THE F2 ORDINARY SHARES SHALL NOT BE ENTITLED TO ANY INCOME DERIVED FROM THE RESIDENTIAL PROPERTIES.</p>
Class of share	M ORDINARY SHARES OF £1.00 EACH
Prescribed particulars ①	<p>INCOME RIGHTS: M ORDINARY SHARES OF £1.00 EACH</p> <p>THE HOLDERS OF M ORDINARY SHARES SHALL ONLY BE ENTITLED TO RECEIVE 80% OF THE INCOME OF THE COMPANY DERIVED FROM THE SUBSIDIARY AND FOR THE AVOIDANCE OF DOUBT, THE HOLDERS OF THE M ORDINARY SHARES SHALL NOT BE ENTITLED TO ANY INCOME DERIVED FROM THE RESIDENTIAL PROPERTIES.</p>

**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.

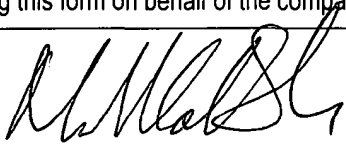
A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

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**Signature**

I am signing this form on behalf of the company.	
Signature	<p>X  X</p>
<p>This form may be signed by:            Director ②, Secretary, Person authorised 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.

# SH01 - continuation page

## Return of allotment of shares

Details of non-cash  
consideration.

If a PLC, please attach  
valuation report (if  
appropriate)

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

**CAPITAL RIGHTS: F1 ORDINARY SHARES OF £1.00 EACH, F2 ORDINARY SHARES OF £1.00 EACH AND M  
ORDINARY SHARES OF £1.00 EACH**

ON A RETURN OF ASSETS ON SALE OR LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY  
REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND THE COSTS CHARGES AND EXPENSES OF  
ANY SUCH LIQUIDATION AND AVAILABLE FOR DISTRIBUTION TO THE F1 ORDINARY SHARES, F2 ORDINARY  
SHARES AND M ORDINARY SHARES SHALL BE DISTRIBUTED AS FOLLOWS:

FIRSTLY, A FIXED SUM OF £200,000 TO THE F1 ORDINARY SHARES PLUS ALL CAPITAL DERIVED FROM  
THE RESIDENTIAL PROPERTIES.

SECONDLY, SUBJECT TO THE CAPITAL RIGHTS OF THE F1 ORDINARY SHARES, ALL OTHER ASSETS  
AVAILABLE FOR DISTRIBUTION IN THE COMPANY DERIVED FROM THE SUBSIDIARY AS TO 20% TO THE F2  
ORDINARY SHARES AND 80% TO THE M ORDINARY SHARES.

**VOTING RIGHTS: F1 ORDINARY SHARES OF £1.00 EACH**

THE HOLDERS OF THE F1 ORDINARY SHARES SHALL ONLY BE ENTITLED TO VOTE AT A MEETING OF  
MEMBERS IN RESPECT OF MATTERS RELATING TO CAPITAL AND INCOME RIGHTS OF THE F1 ORDINARY  
SHARES FOR THE AVOIDANCE OF DOUBT, THE HOLDERS OF THE F1 ORDINARY SHARES SHALL NOT BE  
ENTITLED TO VOTE ON MATTERS RELATING TO THE SUBSIDIARY.

**VOTING RIGHTS: F2 ORDINARY SHARES OF £1.00 EACH**

THE HOLDERS OF THE F2 ORDINARY SHARES SHALL NOT BE ENTITLED TO ATTEND AND OR VOTE AT A  
MEETING OF THE MEMBERS.

**VOTING RIGHTS: M ORDINARY SHARES OF £1.00 EACH**

THE HOLDERS OF THE M ORDINARY SHARES SHALL BE ENTITLED TO VOTE AT A MEETING OF MEMBERS IN  
RESPECT OF ALL MATTERS RELATING TO THE SUBSIDIARY.

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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 CLARE HANNA

Company name  
HAWKINS HATTON CORPORATE  
LAWYERS LIMITED

Address UNIT 3

CASTLECOURT 2

CASTLEGATE WAY

Post town DUDLEY

County/Region WEST MIDLANDS

Postcode D Y 1 4 R D

Country UNITED KINGDOM

DX DUDLEY 12746

Telephone 01384 216 840

**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.

**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.

**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)