

# SH01

## Return of allotment of shares

**BLUEPRINT****2000**

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Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

COMPANIES HOUSE

✓ **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  
shareholders on formation of the company  
for an allotment of a new issue of  
shares by an unlimited company.

FRIDAY



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04/12/2015

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COMPANIES HOUSE

### 1 Company details

Company number 0 9 5 5 5 0 1 0

Company name in full EAGLEMOSS CAPITAL 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 0 d 2 m 1 m 1 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.

#### 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
Please 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.

Details of non-cash  
consideration.

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

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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.

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## 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
				£
				£
				£
				£
<b>Totals</b>				£

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## 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
Please see continuation sheet...				
<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>				

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## Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital.

Total number of shares	10,345,301
Total aggregate nominal value ④	€1,034.5301

④ Total aggregate nominal value  
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

① Including both the nominal value and any share premium.

② E.g. Number of shares issued multiplied by nominal value of each share.

③ Total number of issued shares in this class.

## Continuation Pages

Please use a Statement of Capital continuation page if necessary.


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**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 <b>Section 4</b> and <b>Section 5</b> .	<b>① Prescribed particulars of rights attached to shares</b>  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.  <b>Continuation page</b> Please use a Statement of Capital continuation page if necessary.
Class of share		
Prescribed particulars ①	Please see attached continuation pages.	
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

**8 Signature**

	I am signing this form on behalf of the company.	<b>② Societas Europaea</b> 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.  <b>③ Person authorised</b> Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature 	
	This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	

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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 CSU/LB

Company name Squire Patton Boggs (UK) LLP

Address Rutland House

148 Edmund Street

Post town Birmingham

County/Region

Postcode B 3 2 J R

Country UK

DX 708610 Bham 17

Telephone 0121 222 3000



### 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

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.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)

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]

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

- ❶ Including both the nominal value and any share premium.
- ❷ Total number of issued shares in this class.
- ❸ E.g. Number of shares issued multiplied by nominal value of each share.

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY	
Prescribed particulars	<p>The special rights attaching to A ordinary shares (the "A Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. the member holding such Share has not resigned as an employee or director of the company (as applicable); and</li> <li>2. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the Return.</li> </ol> </li> </ul> <p>The A Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B1 ORDINARY	
Prescribed particulars	<p>The special rights attaching to B1 ordinary shares (the "B1 Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled <i>pari passu</i> to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled <i>pari passu</i> to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> </li> </ul> <p>The B1 Shares are not redeemable.</p>	



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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B2 ORDINARY	
Prescribed particulars	<p>The special rights attaching to B2 ordinary shares (the "B2 Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> </li> </ul> <p>The B2 Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B3 ORDINARY	
Prescribed particulars	<p>The special rights attaching to B3 ordinary shares (the "B3 Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> </li> </ul> <p>The B3 Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B4 ORDINARY	
Prescribed particulars	<p>The special rights attaching to B4 ordinary shares (the "B4 Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> </li> </ul> <p>The B4 Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B5 ORDINARY	
Prescribed particulars	The special rights attaching to B5 ordinary shares (the "B5 Shares") are as follows:	
	<p>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</p> <p>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</p> <p>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:</p> <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> <p>The B5 Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B6 ORDINARY	
Prescribed particulars	<p>The special rights attaching to B6 ordinary shares (the "B6 Shares") are as follows:</p> <ul style="list-style-type: none"> <li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li> <li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li> <li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that:               <ol style="list-style-type: none"> <li>1. if such a sale is completed on or before 1 July 2023 and members holding the C Shares (as defined in the Articles) have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the return;</li> <li>2. if the holder of the B Shares is a Good Leaver (as defined in the Articles), the B Shares shall vest in 4 equal instalments, the first of which being on the first anniversary of the Articles; and</li> <li>3. if the holder of the B Shares is a Bad Leaver (as defined in the Articles), the B Shares held by such person will not be taken into account.</li> </ol> </li> </ul> <p>The B6 Shares are not redeemable.</p>	

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## Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	C ORDINARY	
Prescribed particulars	<p>The special rights attaching to C ordinary shares (the "C Shares") are as follows:</p> <ul style="list-style-type: none"><li>- All Shares (as defined in the articles of association (the "Articles")) rank equally for voting purposes as if they constituted a single class. On a show of hands, each member shall have one vote and on a poll each member shall have one vote per Share held.</li><li>- Each Share is entitled pari passu to dividend payments or any other distribution as if all the shares constituted a single class.</li><li>- Each Share is entitled pari passu to participate in a distribution arising from a winding up of the company or a sale of the business and assets of the company, providing that if such a sale is completed on or before 1 July 2023 and members holding C Shares have an internal rate of return of 10% or more on the money invested by such members (the "Return"), the members holding A Shares (as defined in the Articles) and B Shares (as defined in the Articles) will be entitled to receive 20% of the proceeds attributable to the C Shares above the Return.</li></ul> <p>The C Shares are not redeemable.</p>	