

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online.
Please go to 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**
You cannot use this form to
give notice of shares taken by
you on formation of the company
for an allotment of a new
share by an unlimited company



A39 17/12/2015 #19
COMPANIES HOUSE

1 Company details

Company number 09796165
Company name in full GASCOIGNE HALMAN 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 18 11 2015
To Date

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
A Ordinary Shares	£	74,999	£0.01	£80	
C Shares	£	45,000	£0.01	£1	

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

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
A Ordinary Shares	£80		75000	£ 750.00
B Ordinary Shares	£0.01		25000	£ 250.00
C Shares	£1		45000	£ 450.00
				£
Totals			145000	£ 1450.00

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
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

Total number of shares

Total aggregate
nominal value ⁴

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

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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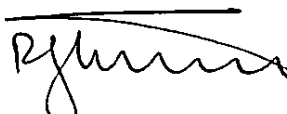
7

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	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
Class of share	A Ordinary Shares	
Prescribed particulars 1	"A Ordinary Shares": means the A ordinary shares of £0.01 each in the capital of the Company; "B Ordinary Shares": means the B ordinary shares of £0.01 each in the capital of the Company; "C Shares": means the C shares of £0.01 each in the capital of the Company; PLEASE SEE CONTINUATION SHEET FOR FURTHER VARIATIONS.	
Class of share	B Ordinary Shares	
Prescribed particulars 1	Please refer to the pages setting out the prescribed particulars of A Ordinary Shares for the prescribed particulars of B Ordinary Shares in respect of dividends, capital distribution (including on a winding up), voting rights and rights of redemption.	
Class of share	C Shares	
Prescribed particulars 1	Please refer to the pages setting out the prescribed particulars of A Ordinary Shares for the prescribed particulars of C Shares in respect of dividends, capital distribution (including on a winding up), voting rights and rights of redemption.	

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Signature

	I am signing this form on behalf of the company	
Signature	Signature X  X	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
	This form may be signed by Director 2 Secretary, Person authorised 3 Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>"Controlling Interest": means an interest in shares giving to the holder or holders (and persons Acting in Concert with such person) control of the company within the meaning of section 1124 Corporation Tax Act 2010;</p> <p>"Group": means the Company and its Subsidiaries (if any) from time to time and references to member of the Group and Group Company are to be construed accordingly;</p> <p>"Proceeds": means the consideration or value to which Shareholders or any of them is entitled to receive upon a Sale or Return of Capital;</p> <p>"Return of Capital": means a return of assets on a liquidation or winding up, a buyback of shares or a capital reduction by the Company;</p> <p>"Sale": means a sale of a Controlling Interest in the Company or a sale of all or substantially all of the business undertaking and assets of the Group;</p> <p>"Subsidiaries": means subsidiary and subsidiary undertakings as defined in Schedule 6 of the 2006 Act. Subsidiary is to be construed accordingly;</p> <p>1.1 The share capital of the Company at the Adoption Date consists of A Ordinary Shares, B Ordinary Shares and C Shares which shall rank equally in all respects save as set out in this paragraph 1.</p> <p>1.2 On a Sale or Return of Capital (and whether paid to Shareholders by way of consideration for the transfer of shares, dividends or otherwise), the Proceeds will be distributed on a pari passu basis between the holders of the A Ordinary Shares and the B Ordinary Shares on a pro-rata basis (based on their holdings of A Ordinary Shares and B Ordinary Shares (as relevant)). The C Shares, shall in such circumstances, have no entitlement.</p> <p>1.3 Each A Ordinary Share and each B Ordinary Share will entitle its holder to receive notice of, attend and vote at any general meeting of the Company and to receive copies of and to agree any proposed written resolution. The C Shares shall have no entitlement to the matters set out in this paragraph 1.3.</p> <p>PLEASE SEE CONTINUATION SHEET FOR FURTHER VARIATIONS.</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>1.4 The profits of the Company which are available for lawful distribution in respect of each financial year of the Company shall be applied in such amounts as the Board shall determine, taking into account the working capital requirements of the Group provided that any distribution shall be made between the A Ordinary Shares and B Ordinary Shares on a pro-rata basis. The C Shares shall not be entitled to any dividends.</p> <p>1.5 If the holder of A Ordinary Shares acquires or subscribes for any B Ordinary Shares, those B Ordinary Shares shall automatically convert into the same number of A Ordinary Shares from the date of registration of those B Ordinary Shares. If the holder of B Ordinary Shares acquires or subscribes for any A Ordinary Shares, those A Ordinary Shares shall automatically convert into the same number of B Ordinary Shares from the date of registration of those A Ordinary Shares.</p> <p>1.6 The A Ordinary Shares, B Ordinary Shares and C Shares do not confer any rights of redemption.</p>	

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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

JAHID ALI

Company name

SPEARING WAITE LLP

Address

41 FRIAR LANE

Post town

LEICESTER

County/Region

LEICESTERSHIRE

Postcode

L E 1 5 R B

Country

UNITED KINGDOM

DX

10837 LEICESTER 1

Telephone

0116 262 4225



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 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 or email 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

