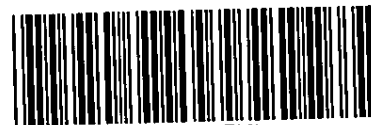


# SH01

## 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)



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COMPANIES HOUSE

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A27 13/05/2016 #250 ik

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 on formation of the company  
for an allotment of a new share by an unlimited company

THURSDAY

### 1 Company details

Company number 09846804  
Company name in full SHAKESPEARE NEWCO LIMITED

→ **Filing 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 9 m 0 m 4 y 2 y 0 y 1 y 6  
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
See continuation page					

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)

Some of the allotted shares were issued in part consideration for the  
allottees' sale of their shares in bfinance Holdings Limited to  
Shakespeare Newco Limited which completed on or around the date of  
allotment

**RE-SCAN**

13/6/16

185

Pier

**Shares allotted**

**2 Currency**  
If currency details are not completed we will assume currency is in pound sterling

CHFP025 Laserform International 2/11

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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
See continuation page				£
				£
				£
				£
<b>Totals</b>				£

**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	18131962	
Total aggregate nominal value ④	£18,255.48	

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

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

<p><b>1</b> Including both the nominal value and any share premium</p> <p><b>2</b> Total number of issued shares in this class</p>	<p><b>3</b> E.g. Number of shares issued multiplied by nominal value of each share</p>
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Return of allotment of shares

**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**

Class of share	A Ordinary Shares
Prescribed particulars <b>1</b>	<p>A One vote attaches to each A ordinary share</p> <p>B Other than preference shares, all share classes rank equally in respect of dividends</p> <p>C Other than preference shares, all share classes rank equally on a return of capital</p> <p>D A ordinary shares are non-redeemable.</p>
Class of share	A Preference Shares
Prescribed particulars <b>1</b>	<p>A Preference shares a non-voting.</p> <p>B Preference shares are entitled to an annual dividend of 10% of the issue price per share.</p> <p>C. Prior to 31 December 2017, A preference shares rank above all other share classes on a return of capital After 31 December 2017, A preference shares rank equally with B preference shares.</p> <p>D A preference shares are redeemable in certain circumstances.</p>
Class of share	B1 Ordinary Shares
Prescribed particulars <b>1</b>	<p>A One vote attaches to each B1 ordinary share</p> <p>B Other than preference shares, all share classes rank equally in respect of dividends.</p> <p>C Other than preference shares, all share classes rank equally on a return of capital</p> <p>D B1 ordinary shares are non-redeemable</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

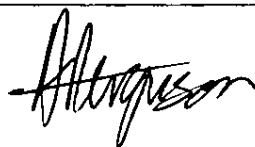
**8 Signature**

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 **3**, 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

# SH01 - continuation page

Return of allotment of shares

## 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	B2 Ordinary Shares	
Prescribed particulars	<p>A One vote attaches to each B2 ordinary share</p> <p>B Other than preference shares, all share classes rank equally in respect of dividends</p> <p>C Other than preference shares, all share classes rank equally on a return of capital</p> <p>D B2 ordinary shares are non-redeemable.</p>	

# SH01 - continuation page

Return of allotment of shares

## 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	B Preference Shares	
Prescribed particulars	<p>A Preference shares a non-voting</p> <p>B Preference shares are entitled to an annual dividend of 8% of the issue price per share</p> <p>C B preference shares rank behind A preference shares but above all other share classes on a return of capital prior to 31 December 2017 After 31 December 2017, A preference shares and B preference shares rank equally and both classes rank above all other share classes</p> <p>D B preference shares are redeemable in certain circumstances.</p>	

# SH01 - continuation page

## Return of allotment of shares

### 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	C Ordinary Shares	
Prescribed particulars	<p>A C ordinary shares a non-voting</p> <p>B Other than preference shares, all share classes rank equally in respect of dividends.</p> <p>C Other than preference shares, all share classes rank equally on a return of capital</p> <p>D C ordinary shares are non-redeemable</p>	



# SH01 - continuation page

## Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	D Ordinary Shares
Prescribed particulars	<p>A. D ordinary shares a non-voting.</p> <p>B. Other than preference shares, all share classes rank equally in respect of dividends</p> <p>C Other than preference shares, all share classes rank equally on a return of capital.</p> <p>D D ordinary shares are non-redeemable</p>

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Return of allotment of shares

**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 R Kyle

Company name Eversheds LLP

Address One Wood Street

Post town London

County/Region

Postcode E C 2 V 7 W S

Country

DX DX 154280 Cheapside 8

Telephone 0845 497 9797

**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)**



**Companies House**

**COMPANY NAME:** BFINANCE GROUP HOLDINGS  
LIMITED

**COMPANY NUMBER:** 09846804

**A Second filed SH01 was registered on 10/01/2017**