

# SH01

## Return of allotment of shares



Companies House



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

☒ **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 a company  
on formation of the company or  
for an allotment of a new class of  
shares by an unlimited company.



LD2 \*L5E4NRXN\* #78  
25/08/2016  
COMPANIES HOUSE

### 1 Company details

Company number 09964306

Company name in full KINAPSE TOPCO 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 23 07 2016

To Date 03 08 2016

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	C1 ORDINARY	56250	0.01	1.00	0

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	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

## Currency table A

GBP	A ORDINARY	646304	6463.04	
GBP	B ORDINARY	73696	736.96	
GBP	C1 ORDINARY	178650	1786.5	
Totals		900610	10946.5	0

## Currency table B

Totals				

## Currency table C

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
	900610	10946.5	0

① 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

PLEASE SEE CONTINUATION PAGES

Prescribed particulars  
1

Class of share

Prescribed particulars  
1

Class of share

Prescribed particulars  
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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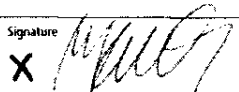
**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X


  
 For and on behalf of Reading Commercial Services Ltd

This form may be signed by:

Director, Secretary, Person authorised, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**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.

**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 **FRANCESCA MACSWINEY**

Company name **WHITE & CASE LLP**

Address **5 OLD BROAD STREET**

Post town **LONDON**

County/Region

Postcode **E C 2 N 1 D W**

Country **UNITED KINGDOM**

DX

Telephone **+44 207 532 1709**



**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](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)**

### Statement of capital

**Complete a separate table for each currency.**

06/16 Version 6.0

# SH01 - continuation page

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY SHARES	
Prescribed particulars	<p>32. DIVIDEND RIGHTS 32.1 SUBJECT TO (I) THE BOARD RECOMMENDING PAYMENT OF THE SAME AND (II) INVESTOR CONSENT THEN ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO THE NUMBER OF SUCH EQUITY SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME. FOR THE AVOIDANCE OF DOUBT, THE HOLDERS OF THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO THE PAYMENT OF ANY DIVIDENDS.</p> <p>33. D SHARE RETURN INTEREST SHALL ACCRUE ON THE D ORDINARY SHARES FROM THE DATE OF ISSUE AT THE AGREED RATE ON THE ISSUE PRICE PER SHARE, AND SHALL ACCRUE DAILY ON THE BASIS OF A 365 DAY YEAR (THE "D SHARE RETURN").</p> <p>34. RETURN OF CAPITAL RIGHTS 34.1 THE RIGHTS AS REGARDS RETURN OF CAPITAL ATTACHING TO EACH CLASS OF SHARES SHALL BE AS SET OUT IN THIS ARTICLE. 34.2 ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE APPLIED IN THE FOLLOWING ORDER: (A) FIRST, AND IN PRIORITY TO ANY PAYMENTS TO BE MADE PURSUANT TO ARTICLE 34.2(A) AND ARTICLE 34.2(C), IN PAYING PRO RATA TO EACH HOLDER OF FULLY PAID ORDINARY SHARES AN AMOUNT EQUAL TO 100 PER CENT. OF THE ISSUE PRICE OF SUCH ORDINARY SHARES HELD BY IT; AND (B) SECOND, AND IN PRIORITY TO ANY PAYMENTS TO BE MADE PURSUANT TO ARTICLE 34.2(C), IN PAYING PRO RATA TO EACH HOLDER OF FULLY PAID D ORDINARY SHARES AN AMOUNT EQUAL TO 100 PER CENT. OF ANY ACCRUED BUT UNPAID D SHARE RETURN; AND (C) THIRD, ANY SURPLUS PROCEEDS AVAILABLE SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES, PRO RATA TO THEIR HOLDING OF EQUITY SHARES, PROVIDED THAT, EACH SUCH HOLDER OF D ORDINARY SHARES SHALL HAVE THE RIGHT TO RECEIVE £1 PER D ORDINARY SHARE HELD BY THEM FOR EVERY £100,000,000,000 OF CAPITAL RETURNED TO THE HOLDERS OF THE EQUITY SHARES AFTER ALL SHARE CAPITAL (INCLUDING THE ISSUE PRICE) ON THE EQUITY SHARES IN ISSUE HAS BEEN PAID. 34.3 SAVE AS SET OUT ABOVE AND IN ARTICLE 33 THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO ANY DIVIDEND OR DISTRIBUTION WHETHER PURSUANT TO THESE ARTICLES ANY OTHER AGREEMENT OR OTHERWISE.</p>	

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Companies House

**COMPANY NAME:** KINAPSE TOPCO LIMITED  
**COMPANY NUMBER:** 09964306

**A second filed SH01 was registered on 31/01/2018.**