



SH01

## Return of allotment of shares



Companies House



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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 for**  
You cannot use this form to give notice of shares taken on formation of the company for an allotment of shares by an unlimited company.

TUESDAY



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A06

21/07/2020

#326

COMPANIES HOUSE

1

## Company details

Company number 1 0 8 4 6 9 5 7

Company name in full Ignis 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 <sup>1</sup>

From Date 3 0 0 1 2 0 2 0  
To Date 2 6 0 2 2 0 2 0

**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 <sup>2</sup>	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	B2 Ordinary Shares	10,000	0.01	1.00	0.00
GBP	B2 Ordinary Shares	10,000	0.01	1.00	0.00

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)

## SH01

## Return of allotment of shares

4

## 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 Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
GBP	See continuation sheet			
		<b>Totals</b>		

<b>Currency table B</b>				
		<b>Totals</b>		

<b>Currency table C</b>				
		<b>Totals</b>		

**Totals (including continuation pages)**

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
28,190,000	13,600.2721	0.00

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

## Statement of capital

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

06/16 Version 6.0

SH01

Return of allotment of shares

5

**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

See attached pages

Prescribed particulars  
①**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.

Class of share

Prescribed particulars  
①

Class of share

Prescribed particulars  
①

6

**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

**① 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.

**① Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

This form may be signed by:  
Director ① Secretary, Person authorised ①, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

SH01

## 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	IRC
Company name	Travers Smith LLP
Address	10 Snow Hill
Post town	London
County/Region	
Postcode	E C 1 A 2 A L
Country	UK
DX	
Telephone	02072953000

**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)

# SH01 - continuation page

## Return of allotment of shares

5

### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A1 ORDINARY	
Prescribed particulars	<p>VOTING: ON A SHOW OF HANDS, A POLL AND ON A WRITTEN RESOLUTION THE SHARES SHALL CONFER THE RIGHT TO 80% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME WHICH SHALL BE ALLOCATED AMONGST THE HOLDERS OF A1 ORDINARY SHARES IN PROPORTION TO THE NUMBER OF A1 ORDINARY SHARES HELD; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE A1 ORDINARY SHARES ARE NON-REDEEMABLE.</p>	

# SH01 - continuation page

## Return of allotment of shares

### 5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A2 ORDINARY	
Prescribed particulars	<p>VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE A2 ORDINARY SHARES ARE NON-REDEEMABLE.</p>	

# SH01 - continuation page

## Return of allotment of shares

5

### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A PREFERRED	
Prescribed particulars	<p>VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: NO RIGHT TO DIVIDENDS OR DISTRIBUTIONS UNLESS THE COMPANY DETERMINES OTHERWISE UNDER THE RECOMMENDATION OF THE BOARD AND INVESTOR CONSENT, UP TO AN AMOUNT EQUAL TO THE PREFERRED AMOUNT; RETURN OF CAPITAL: IN PRIORITY TO OTHER PAYMENTS IN RESPECT OF SHAREHOLDINGS, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS PAYABLE TO EACH HOLDER IN RESPECT OF EACH SHARE, AN AMOUNT EQUAL TO: (I) 100% OF THE ISSUE PRICE; AND (II) THE PREFERRED AMOUNT PAID PRO RATA AMONGST THE HOLDERS OF EACH A PREFERRED ORDINARY SHARE; REDEMPTION: THE SHARES ARE REDEEMABLE: (I) ON THE EARLIER OF AN EXIT OR THE OCCURRENCE OF A DEFAULT EVENT; OR (II) AT THE DISCRETION OF THE COMPANY.</p>	



# SH01 - continuation page

## Return of allotment of shares

5

### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B1 ORDINARY	
Prescribed particulars	<p>VOTING: ON A SHOW OF HANDS, A POLL AND ON A WRITTEN RESOLUTION THE SHARES SHALL CONFER THE RIGHT TO 20% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME WHICH SHALL BE ALLOCATED AMONGST THE HOLDERS OF THE B1 ORDINARY SHARES IN PROPORTION TO THE NUMBER OF B1 ORDINARY SHARES HELD; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE B1 ORDINARY SHARES ARE NON-REDEEMABLE.</p>	

# SH01 - continuation page

## Return of allotment of shares

5

### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B2 ORDINARY	
Prescribed particulars	<p>VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS PAYABLE TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE B2 ORDINARY SHARES ARE NON-REDEEMABLE.</p>	

# SH01 - continuation page

## Return of allotment of shares

5

### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B PREFERRED	
Prescribed particulars	<p>VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: NO RIGHT TO DIVIDENDS OR DISTRIBUTIONS UNLESS THE COMPANY DETERMINES OTHERWISE UNDER THE RECOMMENDATION OF THE BOARD AND INVESTOR CONSENT, WHICH WOULD BE UP TO AN AMOUNT EQUAL TO THE PREFERRED AMOUNT; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, INCLUDING IN RESPECT OF THE A PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHR SUMS PAYABLE TO EACH HOLDER IN RESPECT OF EACH SHARE, AN AMOUNT EQUAL TO: (I) 100% OF THE ISSUE PRICE; AND (II) THE PREFERRED AMOUNT PAID PRO RATA AMONGST THE HOLDERS OF EACH B PREFERRED ORDINARY SHARE; REDEMPTION: THE SHARES ARE REDEEMABLE: (I) ON THE EARLIER OF AN EXIT OR THE OCCURRENCE OF A DEFAULT EVENT; OR (II) AT THE DISCRETION OF THE COMPANY.</p>	