RP04

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Second filing of a document previously delivered

✓ **What this form is for**
You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ **What this form is NOT for**
You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companie Order 1986 r delivered.

A second filin cannot be file information th properly deliv used in these

For further information, please refer to our guidance at www.gov.uk/companieshouse

WEDNESDAY

A8Y7EAP6
A02 05/02/2020 #54
COMPANIES HOUSE

1 **Company details**

Company number	1 1 2 0 6 5 5 9
Company name in full	Equity Release Club Holdings Limited

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 **Applicable documents**

This form **only** applies to the following forms:

AP01 Appointment of director
AP02 Appointment of corporate director
AP03 Appointment of secretary
AP04 Appointment of corporate secretary

CH01 Change of director's details
CH02 Change of corporate director's details
CH03 Change of secretary's details
CH04 Change of corporate secretary's details

TM01 Termination of appointment of director
TM02 Termination of appointment of secretary

SH01 Return of allotment of shares

AR01 Annual Return

CS01 Confirmation statement (Parts 1-4 only)

PSC01 Notice of individual person with significant control (PSC)
PSC02 Notice of relevant legal entity (RLE) with significant control
PSC03 Notice of other registrable person (ORP) with significant control
PSC04 Change of details of individual person with significant control (PSC)
PSC05 Change of details of relevant legal entity (RLE) with significant control
PSC06 Change of details of other registrable person (ORP) with significant control
PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
PSC08 Notification of PSC statements
PSC09 Update to PSC statements

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3 Description of the original document

Document type ❶

Return of allotment of shares - SH01

Date of registration of the original document

d 0 d 9 m 0 m 1 y 2 y 0 y 2 y 0

❶ **Description of the original document**
Please enter the document type (e.g. a Return of allotment of shares — SH01) and any distinguishing information if more than one document of that type was filed on the same day.

4 Section 243 or 790ZF Exemption ❷

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

❷ If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

RP04

Second filing of a document previously delivered

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

Company name DLA Piper UK LLP

Address 1 St. Peter's Square

Manchester

Post town

County/Region

Postcode M 2 3 D E

Country

DX DX: 14304 MANCHESTER

Telephone 08700 111 111

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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'

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.

Section 243 or 790ZF exemption
If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE.

Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email 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

In accordance with Section 555 of the Companies Act 2006.

Paperclip only

SH01

Return of allotment of shares

laserform

Go online to file this information
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 subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	1 1 2 0 6 5 5 9
Company name in full	Equity Release Club Holdings 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 ❶

From Date	d 2 d 7	m 1 m 1	y 2 y 0 y 1 y 9
To Date	d 1 d 1	m 1 m 2	y 2 y 0 y 1 y 9

❶ 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.)

❷ Currency
If currency details are not completed we will assume currency is in pound sterling.

Currency ❷	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
£	C Ordinary	100	0.001	37.50	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
Currency table A				
£	A Ordinary	51	51.00	
	B Ordinary	49	49.00	
	C Ordinary	100	0.10	
	Totals	200	100.10	£0.00
Currency table B				
	Totals			
Currency table C				
	Totals			
		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	Totals (including continuation pages)	200	£100.10	£0.00

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

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	A Ordinary Shares
Prescribed particulars ❶	See continuation page.
Class of share	B Ordinary Shares
Prescribed particulars ❶	See continuation page.
Class of share	C Ordinary Shares
Prescribed particulars ❶	See continuation page.

❶ **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.

6 **Signature**

I am signing this form on behalf of the company.

Signature

Signature

X X

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

❷ **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.

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006.

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

Company name DLA Piper UK LLP

Address 1 St. Peter's Square

Manchester

Post town

County/Region

Postcode M 2 3 D E

Country

DX DX: 14304 MANCHESTER

Telephone 08700 111 111

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

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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

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This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	A Ordinary Shares
Prescribed particulars	**Voting** The holders of the A Ordinary Shares have the right to receive notice of and to attend, speak and vote at general meetings of the Company and to vote on written resolutions. **Dividends** Any profits of the Company which are to be the subject of a dividend shall be apportioned pro rata between the A Ordinary Shares and B Ordinary Shares. **Capital** On a return of assets on liquidation or capital reduction or otherwise the surplus assets (if any) of the Company available for distribtuion after payment of its liabilities (**"Surplus"**)shall be apportioned as follows: **A Ordinary Shares** - The A Ordinary Shareholders are entitled to a distribution of the Surplus pro rata as if the A Ordinary and B Ordinary Shares constituted a single class and any amount that exceeds £1,960,784 (**"Excess Surplus"**) distributed pro rata to their holdings.

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	B Ordinary Shares
Prescribed particulars	**Voting** The holders of the B Ordinary Shares have the right to receive notice of and to attend, speak and vote at general meetings of the Company and to vote on written resolutions excluding a right to vote upon a resolution for the removal from office of a director appotinted by holders of the A Ordinary Shares. **Dividends** Any profits of the Company which are to be the subject of a dividend shall be apportioned pro rata between the A Ordinary Shares and B Ordinary Shares subject to the possible entitlement of C Ordinary Shareholders to participate in a dividend if the Board so determines. **Capital** On a return of assets on liquidation or capital reduction or otherwise the surplus assets (if any) of the Company available for distribtuion after payment of its liabilities (**"Surplus"**)shall be apportioned as follows: **B Ordinary Shares** - any assets that are available prior to the Surplus exceeding £2,500,000 (**"Hurdle"**) are distributed pro rata between the A Ordinary and B Ordinary shareholders pro rata to their holdings. In the event that the Hurdle is exceeded the A Ordinary Shareholders will be entitled to the same pro rata proportion of the amount which exceeds £1,960,784 (**"Excess Surplus"**). The balance of the Excess Surplus will be apportioned to the B Ordinary shareholders pro rata to their holdings subject to the deduction of the C Ordinary shareholders entitlement.

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page
Return of allotment of shares

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

Class of share	C Ordinary Shares
Prescribed particulars	**Voting** The holders of the C Ordinary Shares shall not be entitled to receive notice of, or to attend, speak or vote at, general meetings of the Company, nor to vote on any written resolution of the shareholders. **Dividends** The C Ordinary Shares shall not be entitled to dividends but may receive dividends if the Board so determines. **Capital** On a return of assets on liquidation or capital reduction or otherwise the surplus assets (if any) of the Company available for distribtuion after payment of its liabilities (**"Surplus"**)shall be apportioned as follows: **C Ordinary Shares** - the C Ordinary shareholders are entitled to a share in the net assets available for distribution on a liquidation or other return of capital in the event that the Surplus exceeds £2,500,000 (**"Hurdle"**). If the Surplus exceeds the Hurdle the C Ordinary shareholders are entitled to 7.5% above £1,960,784 of the Surplus (**"Excess Surplus"**). This allocation is taken from the B Ordinary shareholders entitlement to the Excess Surplus.