

SH01

Return of allotment of shares



Companies House

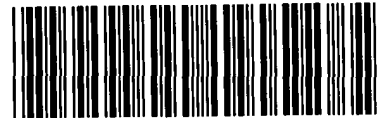


Go online to file this information
www.gov.uk/companieshouse

☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

☐ **What this form is NOT**
You cannot use this form
notice of shares taken by
on formation of the comp
for an allotment of a new
shares by an unlimited co

WEDNESDAY



A9KIQL03
A36 23/12/2020 #35
COMPANIES HOUSE

1 Company details

Company number 1 1 3 2 1 4 2 7
Company name in full JZ CONSUMER BRANDS 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 3 1 0 8 2 0 1 9
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.

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 (£)	Preference	1,500,000	1.00	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)

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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 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

GBP (£)	A Shares	1,899,995	18,999.95	
GBP (£)	B Shares	100,006	1,000.06	
GBP (£)	Preference	20,250,000	20,250,000	
Totals		22,250,001	20,270,000.01	0.00

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	22,250,001	20,270,000.01	0.00

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

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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 Shares	
Prescribed particulars ①	(A) Holders of A shares are entitled to vote. Shares rank pari passu in all respects for the purposes of voting with B and C shares. (B) Holders of A shares will be paid a dividend only after the preference shareholders are paid any outstanding preference amount. (C) Where the applicable exit multiple (as determined in accordance with schedule 1) is less than 2.00 or when the exit date occurs prior to the third anniversary date, the balance of the proceeds shall be paid among the holders of the A shares and the B Shares pro rata to their shareholding.	
Class of share	B shares	
Prescribed particulars ①	(A) Holders of B shares are entitled to vote. Shares rank pari passu in all respects for the purposes of voting with A and C shares. (B) Holders of B shares will be paid a dividend only after the preference shareholders are paid any outstanding preference amount. (C) Where the applicable exit multiple (as determined in accordance with schedule 1) is less than 2.00 or when the exit date occurs prior to the third anniversary date, the balance of the proceeds shall be paid among the holders of the A shares and the B Shares pro rata to their shareholding.	
Class of share	Preference	
Prescribed particulars ①	(A) Non-voting. (B) Holders of preference shares will be paid any outstanding preference amount as a dividend before the holders of A and B shares are paid a dividend. (C) On a return of capital, the proceeds will be distributed to the holders of Preference shares first and holders will be entitled to the subscription price paid plus any outstanding preference amount. (D) Preference shares are not redeemable.	

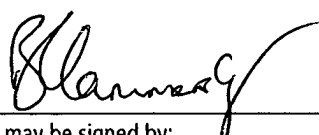
① Prescribed particulars of rights attached to shares

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.

6	Signature	
	I am signing this form on behalf of the company.	
Signature	<div style="display: flex; align-items: center;"> <div style="text-align: center; margin-right: 20px;"> Signature X </div> <div style="text-align: center; flex-grow: 1;">  </div> <div style="text-align: center; margin-left: 20px;">X</div> </div>	
	This form may be signed by: Director ②, Secretary, Person authorised ②, 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.

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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

Company name

Haines Watts

Address

Aissela

46 High Street

Post town

Esher

County/Region

Surrey

Postcode

K T 1 0 9 Q Y

Country

England

DX

Telephone

**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 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

SH01 - continuation page

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5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	A shares (cont.)	
Prescribed particulars	<p>Where the applicable exit (as determined in accordance with schedule 1) is greater than or equal to 2.00, and the exit date occurs on or after the third anniversary date, then: (1) The holders of the B shares be entitled to receive the B share ratchet entitlement; (2) the holders of the C shares shall be entitled to receive in aggregate, the C share ratchet entitlement (such sum to be apportioned among the holders of the C shares pro rata according to the percentage proportion of C share held by each such holder); and (3) The remainder of the proceeds shall be paid among the holders of the A shares and the B shares pro rata to their shareholding. (D) A shares are not redeemable</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B shares (cont.)	
Prescribed particulars	<p>Where the applicable exit (as determined in accordance with schedule 1) is greater than or equal to 2.00, and the exit date occurs on or after the third anniversary date, then: (1) The holders of the B shares be entitled to receive the B share ratchet entitlement; (2) the holders of the C shares shall be entitled to receive in aggregate, the C share ratchet entitlement (such sum to be apportioned among the holders of the C shares pro rata according to the percentage proportion of C share held by each such holder); and (3) The remainder of the proceeds shall be paid among the holders of the A shares and the B shares pro rata to their shareholding. (D) A shares are not redeemable</p>	