

SH01

Return of allotment of shares



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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 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.



A7BNMXY
04/08/2018 #389
COMPANIES HOUSE

1 Company details

Company number 1 1 4 3 9 3 0 2

Company name in full MEDEQUIP 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 ①

From Date d 2 d 7 m 0 m 7 y 2 y 0 y 1 y 8

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.

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	Preferred ordinary	33436423	0.00001	1.00	0.00
GBP	A ordinary	280336	1.00	1.00	0.00
GBP	B ordinary	609408	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)

33,436,423 Preferred ordinary shares, 280,336 A ordinary shares and
407,207 B ordinary shares are allotted in consideration for the purchase
of certain shares in Medequip Group Limited (company number 9553385).

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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	Preferred ordinary	33436423	334.36423	
GBP	A ordinary shares	280336	280,336.00	
GBP	B ordinary shares	609409	609,409.00	
Totals		34326168	890,079.36423	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)	34326168	890,079.36423	0.00

❶ 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

Preferred ordinary

Prescribed particulars

1

See continuation sheet attached.

Class of share

A ordinary

Prescribed particulars

1

See continuation sheet attached.

Class of share

B ordinary

Prescribed particulars

1

See continuation sheet attached.

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

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.

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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 Caitlin Boor

Company name Eversheds Sutherland (Intl)
LLP

Address Bridgewater Place, Water Lane

Post town Leeds

County/Region

Postcode L S 1 1 5 D R

Country

DX DX 12027 Leeds - 27

Telephone 020 7497 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 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

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

Class of share	Preferred Ordinary	
Prescribed particulars	<p>The holders of the Preferred Ordinary shares shall not be entitled to any dividends declared by the company.</p> <p>The holders of the Preferred Ordinary shares are entitled to participate in surplus assets, on a return of capital, liquidation or capital reduction or otherwise as set out in Article 14.2. On a return of capital, the holders of the Preferred Ordinary shares shall have a right to receive capital in the amount of the Capital Priority Sum (as defined in the Articles) in proportion to the numbers of Preferred Ordinary shares held by them respectively. Following payments being made to the holders of A Ordinary shares and B Ordinary shares in accordance with Article 14.2.2, the holders of the Preferred Ordinary shares will be entitled to a sum equal to the Relevant Percentage (as defined in the Articles) of the remaining assets divided in proportion to the numbers of the Preferred Ordinary shares held by them respectively.</p> <p>The holders of the Preferred Ordinary shares have the right to receive notice of, attend and speak but not the right to vote in respect of their Preferred Ordinary shares at any general meeting.</p>	

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

Class of share	A Ordinary	
Prescribed particulars	<p>The holders of the A Ordinary shares shall have the right to participate in any dividends declared by the company alongside the holders of the B Ordinary shares as if they constituted one class of Share.</p> <p>The holders of the A Ordinary shares shall be entitled to participate in the return of capital on liquidation or capital reduction or otherwise. Following the payment made to the holders of Preferred Ordinary shares in accordance with Article 14.2.1, the holders of A Ordinary shares, along with the holders of the B Ordinary shares (pari passu as if they constituted one class of share), are entitled to be paid an amount equal to any dividends on the A Ordinary shares which have been declared in accordance with Article 14.1 but are then unpaid and then an amount equal to the Issue Price (as defined in the Articles) of all the A Ordinary shares held by the holder of the A Ordinary shares. Following payment to the holders of Preferred Ordinary shares of a sum equal to the Relevant Percentage the A Ordinary shareholders and B Ordinary shareholders shall be entitled to participate in the remaining surplus assets of the Company on a pari passu basis as if the A Ordinary shares and B Ordinary shares constituted one class of share.</p> <p>The holders of the A Ordinary shares shall have the right to receive notice of, attend, speak and vote at any general meeting and at any separate class meeting of the class of shares which they hold.</p>	

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

Class of share	B Ordinary	
Prescribed particulars	<p>The holders of the B Ordinary shares shall have the right to participate in any dividends declared by the company alongside the holders of the B Ordinary shares as if they constituted one class of Share.</p> <p>The holders of the B Ordinary shares shall be entitled to participate in the return of capital on liquidation or capital reduction or otherwise. Following the payment made to the holders of Preferred Ordinary shares in accordance with Article 14.2.1, the holders of B Ordinary shares, along with the holders of the A Ordinary shares (pari passu as if they constituted one class of share), are entitled to be paid an amount equal to any dividends on the B Ordinary shares which have been declared in accordance with Article 14.1 but are then unpaid and then an amount equal to the Issue Price (as defined in the Articles) of all the B Ordinary shares held by the holder of the B Ordinary shares. Following payment to the holders of Preferred Ordinary shares of a sum equal to the Relevant Percentage the B Ordinary shareholders and B Ordinary shareholders shall be entitled to participate in the remaining surplus assets of the Company on a pari passu basis as if the A Ordinary shares and B Ordinary shares constituted one class of share.</p> <p>The holders of the B Ordinary shares shall have the right to receive notice of, attend, speak and vote at any general meeting and at any seperate class meeting of the class of shares whcih they hold.</p>	