Companies House

SH01 (ef)

Return of Allotment of Shares

Company Name: **4AWH HOLDINGS LIMITED**
Company Number: **11666267**

Received for filing in Electronic Format on the: **20/01/2021**

X9WLCEHE

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	11/10/2019	**11/10/2019**

Class of Shares:	**C ORDINARY**	Number allotted	**40**
Currency:	**GBP**	Nominal value of each share	**0.01**
		Amount paid:	**0.01**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**A**	Number allotted	**50000**
	ORDINARY	Aggregate nominal value:	**500**
Currency:	**GBP**		

Prescribed particulars

INCOME: UNTIL THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET (AS DEFINED), THE B SHAREHOLDERS SHALL NOT BE ENTITLED TO ANY DIVIDEND ON THE B SHARES, AND ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE A SHAREHOLDERS, THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES, C SHARES. ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH PROFITS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS (AS DEFINED) AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH PROFITS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES (PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). CAPITAL: IN THE EVENT OF A REDUCTION OR RETURN OF CAPITAL OF THE COMPANY, OR A BUYBACK OF SHARES BY THE COMPANY, AFTER PAYMENT OF THE COSTS, CHARGES AND EXPENSES OF SUCH REDUCTION, RETURN OR BUYBACK, ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY FURTHER SUMS WHICH THE COMPANY MAY DETERMINE TO PAY TO MEMBERS IN RESPECT OF SUCH EVENT SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH SUMS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH SUMS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES

(PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). WINDING UP: IN THE EVENT OF A WINDING UP OF THE COMPANY IMMEDIATELY PRIOR TO IT TAKING PLACE A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. SUBSEQUENTLY, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES WHICH THE GROUP INCURRED IN CONNECTION WITH SUCH WINDING UP ARE TO BE APPLIED IN THE MANNER AND ORDER OF PRIORITY SET OUT IN ARTICLES 5.5.1 TO 5.5.5. REALISATION: IMMEDIATELY PRIOR TO A REALISATION WHICH IS TRIGGERED BY A LISTING OR THE SALE OF 100% OF THE A SHARES, A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. IN THE EVENT OF A REALISATION, THE PROCEEDS OF THE REALISATION ARE TO BE APPLIED AS PER ARTICLES 5.7.1 TO 5.7.5. WORTHLESS DEFERRED SHARES SHALL HAVE, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, NO RIGHTS TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY. VOTING: AS REGARDS VOTING IN GENERAL MEETINGS: EACH HOLDER OF A SHARES AND C SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, AND: (A) EACH HOLDER OF A SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH A SHARE HELD AND (B) EACH HOLDER OF C SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH C SHARE HELD. EACH HOLDER OF B SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND ANY GENERAL MEETINGS OF THE COMPANY BUT SHALL NOT BE ENTITLED TO VOTE ON ANY RESOLUTION. WORTHLESS DEFERRED SHARES SHALL HAVE NO RIGHT TO RECEIVE NOTICE OF, OR TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, OR, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY.

Class of Shares:	**B**	Number allotted	**10000**
	ORDINARY	Aggregate nominal value:	**100**
Currency:	**GBP**		

Prescribed particulars

INCOME: UNTIL THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET (AS DEFINED), THE B SHAREHOLDERS SHALL NOT BE ENTITLED TO ANY DIVIDEND ON THE B SHARES, AND ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE A SHAREHOLDERS, THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED

AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES, C SHARES. ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH PROFITS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS (AS DEFINED) AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH PROFITS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES (PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). CAPITAL: IN THE EVENT OF A REDUCTION OR RETURN OF CAPITAL OF THE COMPANY, OR A BUYBACK OF SHARES BY THE COMPANY, AFTER PAYMENT OF THE COSTS, CHARGES AND EXPENSES OF SUCH REDUCTION, RETURN OR BUYBACK, ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY FURTHER SUMS WHICH THE COMPANY MAY DETERMINE TO PAY TO MEMBERS IN RESPECT OF SUCH EVENT SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH SUMS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH SUMS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES (PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). WINDING UP: IN THE EVENT OF A WINDING UP OF THE COMPANY IMMEDIATELY PRIOR TO IT TAKING PLACE A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. SUBSEQUENTLY, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES WHICH THE GROUP INCURRED IN CONNECTION WITH SUCH WINDING UP ARE TO BE APPLIED IN THE MANNER AND ORDER OF PRIORITY SET OUT IN ARTICLES 5.5.1 TO 5.5.5. REALISATION: IMMEDIATELY PRIOR TO A REALISATION WHICH IS TRIGGERED BY A LISTING OR THE SALE OF 100% OF THE A SHARES, A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. IN THE EVENT OF A REALISATION, THE PROCEEDS

OF THE REALISATION ARE TO BE APPLIED AS PER ARTICLES 5.7.1 TO 5.7.5. WORTHLESS DEFERRED SHARES SHALL HAVE, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, NO RIGHTS TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY. VOTING: AS REGARDS VOTING IN GENERAL MEETINGS: EACH HOLDER OF A SHARES AND C SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, AND: (A) EACH HOLDER OF A SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH A SHARE HELD AND (B) EACH HOLDER OF C SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH C SHARE HELD. EACH HOLDER OF B SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND ANY GENERAL MEETINGS OF THE COMPANY BUT SHALL NOT BE ENTITLED TO VOTE ON ANY RESOLUTION. WORTHLESS DEFERRED SHARES SHALL HAVE NO RIGHT TO RECEIVE NOTICE OF, OR TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, OR, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY.

Class of Shares:	**C**	Number allotted	**160**
	ORDINARY	Aggregate nominal value:	**1.6**
Currency:	**GBP**		

Prescribed particulars

INCOME: UNTIL THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET (AS DEFINED), THE B SHAREHOLDERS SHALL NOT BE ENTITLED TO ANY DIVIDEND ON THE B SHARES, AND ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE A SHAREHOLDERS, THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES, C SHARES. ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH PROFITS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS (AS DEFINED) AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH PROFITS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES (PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). CAPITAL: IN THE EVENT OF

A REDUCTION OR RETURN OF CAPITAL OF THE COMPANY, OR A BUYBACK OF SHARES BY THE COMPANY, AFTER PAYMENT OF THE COSTS, CHARGES AND EXPENSES OF SUCH REDUCTION, RETURN OR BUYBACK, ONCE THE A SHAREHOLDERS AND THE C SHAREHOLDERS HAVE RECEIVED THE RETURN TARGET, ANY FURTHER SUMS WHICH THE COMPANY MAY DETERMINE TO PAY TO MEMBERS IN RESPECT OF SUCH EVENT SHALL BE DISTRIBUTED AS FOLLOWS: 75% OF SUCH SUMS (IF ANY) PLUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE A SHAREHOLDERS AND THE C SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE A SHARES AND C SHARES AND 25% OF SUCH SUMS (IF ANY) MINUS AN AMOUNT EQUAL TO THE DEFERRED LEAVER PAYMENTS AMONGST THE B SHAREHOLDERS PRO RATA ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY PREMIUM PAID) ON THE B SHARES (PROVIDED, FOR THE AVOIDANCE OF DOUBT, THAT THE AMOUNT SO PAYABLE TO THE B SHAREHOLDERS SHALL NOT BE A NEGATIVE NUMBER). WINDING UP: IN THE EVENT OF A WINDING UP OF THE COMPANY IMMEDIATELY PRIOR TO IT TAKING PLACE A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. SUBSEQUENTLY, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES WHICH THE GROUP INCURRED IN CONNECTION WITH SUCH WINDING UP ARE TO BE APPLIED IN THE MANNER AND ORDER OF PRIORITY SET OUT IN ARTICLES 5.5.1 TO 5.5.5. REALISATION: IMMEDIATELY PRIOR TO A REALISATION WHICH IS TRIGGERED BY A LISTING OR THE SALE OF 100% OF THE A SHARES, A NUMBER OF THE A SHARES EQUAL TO THE STEP-DOWN AMOUNT SHALL AUTOMATICALLY CONVERT INTO WORTHLESS DEFERRED SHARES. IN THE EVENT OF A REALISATION, THE PROCEEDS OF THE REALISATION ARE TO BE APPLIED AS PER ARTICLES 5.7.1 TO 5.7.5. WORTHLESS DEFERRED SHARES SHALL HAVE, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, NO RIGHTS TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY. VOTING: AS REGARDS VOTING IN GENERAL MEETINGS: EACH HOLDER OF A SHARES AND C SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, AND: (A) EACH HOLDER OF A SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH A SHARE HELD AND (B) EACH HOLDER OF C SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH C SHARE HELD. EACH HOLDER OF B SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND ANY GENERAL MEETINGS OF THE COMPANY BUT SHALL NOT BE ENTITLED TO VOTE ON ANY RESOLUTION. WORTHLESS DEFERRED SHARES SHALL HAVE NO RIGHT TO RECEIVE NOTICE OF, OR TO ATTEND AND

VOTE AT, GENERAL MEETINGS OF THE COMPANY, OR, EXCEPT AS SET OUT IN ARTICLES 5.4 AND 5.7, TO PARTICIPATE IN THE PROFITS AND ASSETS OF THE COMPANY.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**60160**
		Total aggregate nominal value:	**601.6**
		Total aggregate amount unpaid:	**0**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.