



SH01

## Return of allotment of shares



Companies House



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☒ **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 subscription on formation of the company or for an allotment of a new class of shares by an unlimited company.



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15/10/2019

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COMPANIES HOUSE

## 1 Company details

Company number 1 2 2 0 9 7 6 7

Company name in full FULLFLOW INTERNATIONAL HOLDINGS LTD

→ **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 9 2 0 1 9  
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 <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
	A ORDINARY	29,187,184,044,037	0.0000001	0.0000001	0.00
	B ORDINARY	474,604,300,030	0.0000001	0.0000001	0.00
	PREFERENCE	12,838,211,621,622	0.0000001	0.0000001	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>				
£	A ORDINARY	29,187,184,044,041	2,918,718,404,404	
£	B ORDINARY	474,604,300,030	47,460,430,003	
£	PREFERENCE	12,838,211,621,622	1,283,821,162,162	
		<b>Totals</b>	42,499,999,965,693	0.00

**Currency table B**

		<b>Totals</b>		

**Currency table C**

		<b>Totals</b>		

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	42,499,999,965,693	4,249,999,996,569	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**.

### 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	A ORDINARY
Prescribed particulars ①	On a return of assets on liquidation, reduction of capital or otherwise (other than a redemption of Ordinary Shares (or Preference Shares) or the purchase by the Company of its own Ordinary Shares (or Preference Shares)), the surplus assets of the Company remaining after payment of its liabilities and available for distribution shall be applied (i) first to the holders of Preference Shares an amount equal to the subscription price paid for such shares (ii) second in paying £2,918,718 to the holders of the A Ordinary Shares (iii) to A Ordinary Shares and B Ordinary Shares (as if one class) the balance of the return of proceeds.  Please see continuation page.
Class of share	B ORDINARY
Prescribed particulars ①	On a return of assets on liquidation, reduction of capital or otherwise (other than a redemption of Ordinary Shares (or Preference Shares) or the purchase by the Company of its own Ordinary Shares (or Preference Shares)), the surplus assets of the Company remaining after payment of its liabilities and available for distribution shall be applied (i) first to the holders of Preference Shares an amount equal to the subscription price paid for such shares (ii) second in paying £2,918,718 to the holders of the A Ordinary Shares (iii) to A Ordinary Shares and B Ordinary Shares (as if one class) the balance of the return of proceeds  Please see continuation page
Class of share	PREFERENCE
Prescribed particulars ①	On a return of assets on liquidation, reduction of capital or otherwise (other than a redemption of Ordinary Shares (or Preference Shares) or the purchase by the Company of its own Ordinary Shares (or Preference Shares)), the surplus assets of the Company remaining after payment of its liabilities and available for distribution shall be applied (i) first to the holders of Preference Shares an amount equal to the subscription price paid for such shares (ii) second in paying £2,918,718 to the holders of the A Ordinary Shares (iii) to A Ordinary Shares and B Ordinary Shares (as if one class) the balance of the return of proceeds  Please see continuation page

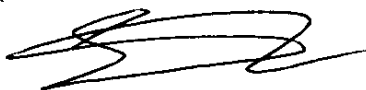
## 6 Signature

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 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.

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 **Austin Moore & Partners LLP**

Address **7 The Ropewalk**

Post town **Nottingham**

County/Region

Postcode

**N G 1 5 D U**

Country

DX

Telephone **01159583043**



**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	A ORDINARY	
Prescribed particulars	<p>Each A Ordinary shareholder shall have the right to vote and exercise one vote per share.</p> <p>Each A Ordinary shareholder shall have the right to participate in any distributions in respect of any available profits remaining after the payment of the Preference Share Dividend and the balance of any sums that would have been paid to Preference Shareholders as a Preference Dividend in previous years has there been sufficient available profits.</p>	

# SH01 - continuation page

## Return of allotment of shares

5

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

Class of share	B ORDINARY	
Prescribed particulars	<p>Each B Ordinary shareholder shall have the right to vote and exercise one vote per share.</p> <p>Each B Ordinary shareholder shall have the right to participate in any distributions in respect of any available profits remaining after the payment of the Preference Share Dividend and the balance of any sums that would have been paid to Preference Shareholders as a Preference Dividend in previous years has there been sufficient available profits.</p>	

# SH01 - continuation page

## Return of allotment of shares

5

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

Class of share	PREFERENCE	
Prescribed particulars	<p>Each Preference shareholder shall be entitled to receive notice of and attend any general meeting of the Company but shall not be entitled to vote.</p> <p>Each Preference Shareholder shall have a right, before any available profits are applied to reserve or for other purposes, to a fixed cumulative preferential dividend payable in cash (Preference Share Dividend) at the annual rate of 3% of the nominal value of each Preference Share, to be paid as the Company shall agree with the holders of the Preference Shares but in any event on a Sale of a Listing or other return of assets. If there should be insufficient available profits in any financial year to pay the full amount of the Preference Share Dividend, the Preference Share Dividend will be payable in such part as will utilise all available profits for the relevant financial year, and the balance of the Preference Share Dividend for such year shall be carried forward to the subsequent year(s).</p>	