



Second Filing of a Previously Filed Document

Company Name: **THE EDWIN GROUP LIMITED**

Company Number: **12406031**



Received for filing in Electronic Format on the: **11/03/2021**

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Description of the original document

Document type: **Return of Allotment of Shares
SH01**

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original document:* **27/01/2021**

**Return of Allotment of Shares**Company Name: **THE EDWIN GROUP LIMITED**Company Number: **12406031**Received for filing in Electronic Format on the: **11/03/2021****Shares Allotted (including bonus shares)**

Date or period during which
shares are allotted

From
21/12/2020

Class of Shares:	A ORDINARY	Number allotted	200000
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	B ORDINARY	Number allotted	10446
Currency:	GBP	Nominal value of each share	0.1
		Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	C1	Number allotted	39432
	ORDINARY	Nominal value of each share	0.1
Currency:	GBP	Amount paid:	1.33
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	200000
	ORDINARY	Aggregate nominal value:	2000

Currency: **GBP**

Prescribed particulars

AS REGARDS INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL INVESTOR APPROVAL TO SUCH DISTRIBUTION SHALL HAVE BEEN OBTAINED. SUBJECT THERETO, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES HELD BY THEM (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). AS REGARDS CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE DISTRIBUTION WATERFALL (AS DEFINED IN THE ARTICLES) AS REGARDS VOTING SUBJECT TO ARTICLES 3.3.2, 6.4 AND 6.9.2, A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES SHALL RESPECTIVELY CONFER ON EACH HOLDER THEREOF (IN THAT CAPACITY) THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON WRITTEN RESOLUTIONS AND ON A POLL OR WRITTEN RESOLUTION TO EXERCISE ONE VOTE PER SHARE PROVIDED THAT FOR SO LONG AS AN LDC ENTITY SHALL BE THE LEGAL AND/OR BENEFICIAL OWNER OF SHARES, SUCH SHARES SO HELD BY LDC ENTITIES SHALL NOT TOGETHER CONFER MORE THAN 49.9% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME (SUBJECT ALWAYS TO ARTICLE 3.3.2).

Class of Shares:	B	Number allotted	10446
	ORDINARY	Aggregate nominal value:	1044.6

Currency: **GBP**

Prescribed particulars

AS REGARDS INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL INVESTOR APPROVAL TO SUCH DISTRIBUTION SHALL HAVE BEEN OBTAINED. SUBJECT THERETO, ANY PROFITS WHICH THE COMPANY

MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES HELD BY THEM (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). AS REGARDS CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE DISTRIBUTION WATERFALL (AS DEFINED IN THE ARTICLES) AS REGARDS VOTING SUBJECT TO ARTICLES 3.3.2, 6.4 AND 6.9.2, A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES SHALL RESPECTIVELY CONFER ON EACH HOLDER THEREOF (IN THAT CAPACITY) THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON WRITTEN RESOLUTIONS AND ON A POLL OR WRITTEN RESOLUTION TO EXERCISE ONE VOTE PER SHARE PROVIDED THAT FOR SO LONG AS AN LDC ENTITY SHALL BE THE LEGAL AND/OR BENEFICIAL OWNER OF SHARES, SUCH SHARES SO HELD BY LDC ENTITIES SHALL NOT TOGETHER CONFER MORE THAN 49.9% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME (SUBJECT ALWAYS TO ARTICLE 3.3.2).

Class of Shares:	C1	Number allotted	39433
	ORDINARY	Aggregate nominal value:	3943.3
Currency:	GBP		

Prescribed particulars

AS REGARDS INCOME THE COMPANY MAY NOT DISTRIBUTE ANY PROFITS IN RESPECT OF ANY FINANCIAL YEAR UNLESS AND UNTIL INVESTOR APPROVAL TO SUCH DISTRIBUTION SHALL HAVE BEEN OBTAINED. SUBJECT THERETO, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES HELD BY THEM (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). AS REGARDS CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE DISTRIBUTION WATERFALL (AS DEFINED IN THE ARTICLES) AS REGARDS VOTING SUBJECT TO ARTICLES 3.3.2, 6.4 AND 6.9.2, A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES SHALL RESPECTIVELY CONFER ON EACH HOLDER THEREOF (IN

THAT CAPACITY) THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON WRITTEN RESOLUTIONS AND ON A POLL OR WRITTEN RESOLUTION TO EXERCISE ONE VOTE PER SHARE PROVIDED THAT FOR SO LONG AS AN LDC ENTITY SHALL BE THE LEGAL AND/OR BENEFICIAL OWNER OF SHARES, SUCH SHARES SO HELD BY LDC ENTITIES SHALL NOT TOGETHER CONFER MORE THAN 49.9% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME (SUBJECT ALWAYS TO ARTICLE 3.3.2).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	249879
		Total aggregate nominal value:	6987.9
		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.