

**Return of Allotment of Shares**Company Name: **TWIN PEAKS TOPCO LIMITED**Company Number: **12981505**Received for filing in Electronic Format on the: **19/01/2021**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	23/12/2020	23/12/2020

Class of Shares:	B ORDINARY	Number allotted	1400000
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	1.0
		Amount unpaid:	0.0

Non-cash consideration

**400,000 B ORDINARY SHARES ISSUED IN RESPECT OF CONVERSION OF £400,000
UNSECURED INVESTOR LOAN NOTES 2030, REMAINING SHARES ISSUED FOR CASH**

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1685000
	ORDINARY	Aggregate nominal value:	16850
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS THE HOLDERS OF THE A SHARES SHALL HAVE FULL VOTING RIGHTS, SAVE FOR ON A RESOLUTION FOR THE REMOVAL OF AN A DIRECTOR OR ANY DIRECTOR APPOINTED PURSUANT TO EITHER ARTICLE 13.1 OR ARTICLE 13.3, HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA (AS NEARLY AS PRACTICABLE) AMONG THE A SHARES. DIVIDEND RIGHTS SUBJECT TO ARTICLE 3.1.2 AND ARTICLE 3.1.3, ANY PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES AND THE B SHARES PRO RATA ACCORDING TO THE NUMBER OF FULLY PAID UP A SHARES AND B SHARES HELD BY THEM RESPECTIVELY. NO DIVIDEND SHALL BE PAID ON ANY PARTLY PAID SHARE. NO DIVIDEND SHALL BE PAID TO THE HOLDERS OF THE A SHARES OR THE B SHARES PURSUANT TO ARTICLE 3.1.1 IF AND TO THE EXTENT THAT THE PAYMENT OF THAT DIVIDEND WOULD, IF SUCH DIVIDEND WERE TREATED AS PROCEEDS ON A REALISATION OR ON A LIQUIDATION FOR THE PURPOSES OF ARTICLE 3.2.1, REPRESENT AN AMOUNT IN EXCESS OF THE PAID UP AMOUNT OF THE A SHARES OR THE B SHARES (AS RELEVANT). PROVIDED ALWAYS THAT IF AT ANY TIME THE HOLDERS OF ANY A SHARES AND B SHARES HAVE RECEIVED THE MAXIMUM POSSIBLE DIVIDEND TO WHICH THEY WOULD BE ENTITLED IN ACCORDANCE WITH ARTICLE 3.1.2, ANY FURTHER PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES, THE B SHARES, THE C1 SHARES AND THE C2 SHARES AS IF SUCH DISTRIBUTION OF PROFITS WERE A DISTRIBUTION OF PROCEEDS IN ACCORDANCE WITH ARTICLES 3.2.1(B) AND 3.2.1(C). DISTRIBUTION RIGHTS INCLUDING ON WINDING UP THE A SHARES SHALL BE ENTITLED TO CAPITAL DISTRIBUTION RIGHTS IN ACCORDANCE WITH THE PROVISIONS AS SET OUT IN ARTICLES 3.2 AND 3.3 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE A SHARES ATTRACT NO RIGHTS OF REDEMPTION.

Class of Shares:	B	Number allotted	1400000
	ORDINARY	Aggregate nominal value:	14000
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS THE HOLDERS OF THE B SHARES SHALL HAVE FULL VOTING RIGHTS, SAVE FOR ON A RESOLUTION FOR THE REMOVAL OF AN B DIRECTOR OR ANY DIRECTOR APPOINTED PURSUANT TO EITHER ARTICLE 13.1 OR ARTICLE 13.3, HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA (AS NEARLY AS PRACTICABLE) AMONG THE B SHARES. DIVIDEND RIGHTS SUBJECT TO ARTICLE 3.1.2 AND ARTICLE 3.1.3, ANY PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES AND THE B SHARES PRO RATA ACCORDING TO THE NUMBER OF FULLY PAID UP A SHARES AND B SHARES HELD BY THEM RESPECTIVELY. NO DIVIDEND SHALL BE PAID ON ANY PARTLY PAID SHARE. NO DIVIDEND SHALL BE PAID TO THE HOLDERS OF THE A SHARES OR THE B SHARES PURSUANT TO ARTICLE 3.1.1 IF AND TO THE EXTENT THAT THE PAYMENT OF THAT DIVIDEND WOULD, IF SUCH DIVIDEND WERE TREATED AS PROCEEDS ON A REALISATION OR ON A LIQUIDATION FOR THE PURPOSES OF ARTICLE 3.2.1, REPRESENT AN AMOUNT IN EXCESS OF THE PAID UP AMOUNT OF THE A SHARES OR THE B SHARES (AS RELEVANT). PROVIDED ALWAYS THAT IF AT ANY TIME THE HOLDERS OF ANY A SHARES AND B SHARES HAVE RECEIVED THE MAXIMUM POSSIBLE DIVIDEND TO WHICH THEY WOULD BE ENTITLED IN ACCORDANCE WITH ARTICLE 3.1.2, ANY FURTHER PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES, THE B SHARES, THE C1 SHARES AND THE C2 SHARES AS IF SUCH DISTRIBUTION OF PROFITS WERE A DISTRIBUTION OF PROCEEDS IN ACCORDANCE WITH ARTICLES 3.2.1(B) AND 3.2.1(C). DISTRIBUTION RIGHTS INCLUDING ON WINDING UP THE B SHARES SHALL BE ENTITLED TO CAPITAL DISTRIBUTION RIGHTS IN ACCORDANCE WITH THE PROVISIONS AS SET OUT IN ARTICLES 3.2 AND 3.3 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE B SHARES ATTRACT NO RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	3085000
		Total aggregate nominal value:	30850
		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.