



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

TUESDAY



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27/07/2021

#177

COMPANIES HOUSE

1 Company details

Company number 1 3 0 8 4 5 5 9

Company name in full COUNTY TOPCO 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

From Date d 0 2 m 0 6 y 2 0 2 1
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	A Ordinary shares	48,405	£0.01	£48,405	0
GBP	B Ordinary shares	43,995	£0.01	£43,995	0
GBP	C Ordinary shares	2,000	£0.01	£2,000	0

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)

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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	A Ordinary Shares	48,505	£485.05	
GBP	B Ordinary Shares	43,995	£439.95	
GBP	C Ordinary Shares	2,000	£20	
Totals		94,500	£945	0

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ^❶	Total aggregate amount unpaid ^❶
94,500	£945	0

^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

Please see continuation sheets.

Prescribed particulars

1

Class of share

Prescribed particulars

1

Class of share

Prescribed particulars

1

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

DocuSigned by:

Richard Babington

A20BA1C137FB4C9...

X

This form may be signed by:

Director 2, Secretary, Person authorised 1, 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	JH13
Company name	Squire Patton Boggs (UK) LLP
Address	6 Wellington Place
Post town	Leeds
County/Region	
Postcode	L S I 4 A P
Country	
DX	DX 321801 Leeds 18
Telephone	+44 133 284 7000

**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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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>Voting: The A Ordinary Shares carry the right to one vote per share unless a default event under the articles occurs whereupon the A Ordinary Shares carry 95% of the shares.</p> <p>Dividends: A dividend of the Company requires the prior sanction of an ordinary resolution passed at a separate class meeting of, or by a written class resolution or, the holders of the A Ordinary Shares. The A Ordinary Shares carry the right to participate in dividends pari passu with B Ordinary Shares and C Ordinary Shares. Where an exit event has not taken place prior to 30 April 2027, the holders of the A Ordinary Shares shall be paid an annual cash dividend in respect of the A Ordinary Shares held by them of an amount equal to the 30% of the profits in respect of each financial year ended on 30 April, the first such dividend payment being in respect of the profits for the financial year ended 30 April 2027.</p> <p>Capital: The A Ordinary Shares carry the right to participate in distributions as respects capital (including on a winding up) pari passu with the B Ordinary Shares and C Ordinary Shares.</p> <p>Redemption: The A Ordinary Shares are not redeemable.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary Shares	
Prescribed particulars	<p>Voting: The B Ordinary Shares carry the right to one vote per share unless a default event under the articles occurs whereupon the A Ordinary Shares carry 95% of the shares.</p> <p>Dividends: A dividend of the Company requires the prior sanction of an ordinary resolution passed at a separate class meeting of, or by a written class resolution or, the holders of the A Ordinary Shares. The B Ordinary Shares carry the right to participate in dividends <i>pari passu</i> with A Ordinary Shares and C Ordinary Shares. Where an exit event has not taken place prior to 30 April 2027, the holders of the A Ordinary Shares shall be paid an annual cash dividend in respect of the A Ordinary Shares held by them of an amount equal to the 30% of the profits in respect of each financial year ended on 30 April, the first such dividend payment being in respect of the profits for the financial year ended 30 April 2027.</p> <p>Capital: The B Ordinary Shares carry the right to participate in distributions as respects capital (including on a winding up) <i>pari passu</i> with the A Ordinary Shares and C Ordinary Shares.</p> <p>Redemption: The B Ordinary Shares are not redeemable.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	C Ordinary Shares	
Prescribed particulars	<p>Voting: The C Ordinary Shares carry the right to one vote per share unless a default event under the articles occurs whereupon the A Ordinary Shares carry 95% of the shares.</p> <p>Dividends: A dividend of the Company requires the prior sanction of an ordinary resolution passed at a separate class meeting of, or by a written class resolution or, the holders of the A Ordinary Shares. The C Ordinary Shares carry the right to participate in dividends <i>pari passu</i> with A Ordinary Shares and B Ordinary Shares. Where an exit event has not taken place prior to 30 April 2027, the holders of the A Ordinary Shares shall be paid an annual cash dividend in respect of the A Ordinary Shares held by them of an amount equal to the 30% of the profits in respect of each financial year ended on 30 April, the first such dividend payment being in respect of the profits for the financial year ended 30 April 2027.</p> <p>Capital: The C Ordinary Shares carry the right to participate in distributions as respects capital (including on a winding up) <i>pari passu</i> with the A Ordinary Shares and B Ordinary Shares.</p> <p>Redemption: The C Ordinary Shares are not redeemable.</p>	