

**Return of Allotment of Shares**Company Name: **EVERFIELD HOLDINGS LTD**Company Number: **14073120**Received for filing in Electronic Format on the: **15/11/2022**

XBGUUEOJ

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	28/10/2022	

Class of Shares: **PREFERENCE**Currency: **EUR**Number allotted **3547786**Nominal value of each share **0.01**Amount paid: **3547786**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	999900
	ORDINARY	Aggregate nominal value:	9999
Currency:	EUR		

Prescribed particulars

VOTING (A) ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE, B ORDINARY SHARE AND C ORDINARY SHARE HELD BY THEM; (B) THE PREFERENCE SHARES DO NOT CONFER UPON THE HOLDERS OF SUCH SHARES ANY RIGHT TO RECEIVE NOTICE OF OR TO ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY; INCOME (C) THE PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATA TO THE AMOUNT OF UNPAID PREFERENCE DIVIDEND HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND ATTHT RATE OF TEN PER CENT. (10%) PER ANNUM ON THE ORIGINAL VALUE OF SUCH PREFERENCE SHARE; (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AN SHALL BE DUE FROM DAY TO DAY (ON THE BASIS OF A 365 DAY YEAR) BUT SHALL ONLY BE PAID ON THE SAME DATE ON WHICH ANY DIVIDEND DECLARED PURSUANT TO ARTICLE 4.2(D) IS PAID AND IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3. ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL COMPOUND ANNUALLY ON 31 DECEMBER (OR, IF DIFFERENT, SUCH DATE THAT IS THE LAST DAY OF THE GROUP'S FINANCIAL YEAR) IN EACH YEAR AND A REFERENCE IN THESE ARTICLES TO AN UNPAID PREFERENCE DIVIDEND IS DEEMED TO INCLUDE THE AMOUNT REPRESENTING COMPOUNDED DIVIDEND ON THE ACCRUED AND UNPAID PREFERENCE DIVIDEND; (D) SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY REMAINING AMOUNTS AVAILABLE FOR DISTRIBUTION WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3; AND CAPITAL (E) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED

Class of Shares:	B	Number allotted	8000
	ORDINARY	Aggregate nominal value:	80
Currency:	EUR		

Prescribed particulars

VOLING (A) ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OF A ORDINARY SHARES, 3 ORDINARY SHARES AND C ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE, B ORDINARY SHARE AND C ORDINARY SHARE HELD BY THEM; INCOME (C) THE PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATA TO THE AMOUNT OF UNPAID PREFERENCE DIVIDEND HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND AT THT RATE OF TEN PER CENT. (10%) PER ANNUM ON THE ORIGINAL VALUE OF SUCH PREFERENCE SHARE: (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AN

Class of Shares:	C1	Number allotted	55455
	ORDINARY	Aggregate nominal value:	55455
Currency:	EUR		

Prescribed particulars

VOTING (A) ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE, B ORDINARY SHARE AND C ORDINARY SHARE HELD BY THEM; (B) THE PREFERENCE SHARES DO NOT CONFER UPON THE HOLDERS OF SUCH SHARES ANY RIGHT TO RECEIVE NOTICE OF OR TO ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY; INCOME (C) THE PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATA TO THE AMOUNT OF UNPAID PREFERENCE DIVIDEND HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND AT THE RATE OF TEN PER CENT (10%) PER ANNUM ON THE ORIGINAL VALUE OF SUCH PREFERENCE SHARE (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AN SHALL BE DUE FROM DAY TO DAY (ON THE BASIS OF A 365 DAY YEAR) BUT SHALL ONLY BE PAID ON THE SAME DATE ON WHICH ANY DIVIDEND DECLARED PURSUANT TO ARTICLE 4.2(D) IS PAID AND IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3. ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL COMPOUND ANNUALLY ON 31 DECEMBER (OR, IF DIFFERENT, SUCH DATE THAT IS THE LAST DAY OF THE GROUP'S FINANCIAL YEAR) IN EACH YEAR AND A REFERENCE IN THESE ARTICLES TO AN UNPAID PREFERENCE DIVIDEND IS DEEMED TO INCLUDE THE AMOUNT REPRESENTING COMPOUNDED DIVIDEND ON THE ACCRUED AND UNPAID PREFERENCE DIVIDEND; (D) SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY REMAINING AMOUNTS AVAILABLE FOR DISTRIBUTION WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3; AND CAPITAL (E) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3.

Class of Shares:	C2	Number allotted	20714
	ORDINARY	Aggregate nominal value:	20714
Currency:	EUR		
Prescribed particulars			

INCOME (C) THE PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATA TO THE AMOUNT OF UNPAID PREFERENCE DIVIDEND HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND AT THE RATE OFTEN PER CENT. (10%) PER ANNUM ON THE ORIGINAL VALUE OF SUCH PREFERENCE SHARE: (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AN SHALL BE DUE FROM DAY TO DAY (ON THE BASIS OF A 365 DAY YEAR) BUT SHALL ONLY BE PAID ON THE SAME DATE ON WHICH ANY DIVIDEND DECLARED PURSUANT TO ARTICLE 4.2(D) IS PAID AND IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3. ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL COMPOUND ANNUALLY ON 31 DECEMBER (OR, IF DIFFERENT, SUCH DATE THAT IS THE LAST DAY OF THE GROUP'S FINANCIAL YEAR) IN EACH YEAR AND A REFERENCE IN THESE ARTICLES TO AN UNPAID PREFERENCE DIVIDEND IS DEEMED TO INCLUDE THE AMOUNT REPRESENTING COMPOUNDED DIVIDEND ON THE ACCRUED AND UNPAID PREFERENCE DIVIDEND; (D) SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY REMAINING AMOUNTS AVAILABLE FOR DISTRIBUTION WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3; AND CAPITAL (E) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3.

Class of Shares:	PREFERENCE	Number allotted	5083125
Currency:	EUR	Aggregate nominal value:	50831.25
Prescribed particulars			

VOTING (A) ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE, B ORDINARY SHARE AND C ORDINARY SHARE HELD BY THEM; (B) THE PREFERENCE SHARES DO NOT CONFER UPON THE HOLDERS OF SUCH INCOME (C) THE PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATA TO THE AMOUNT OF UNPAID PREFERENCE DIVIDEND HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND AT TH

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	6167194
		Total aggregate nominal value:	137079.25
		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.



Companies House

COMPANY NAME: EVERFIELD HOLDINGS LTD

COMPANY NUMBER: 14073120

A second filed SH01 was registered on 17/11/2022.