

RP04

Second filing of a document previously delivered



Companies House

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of whether it was properly delivered.

A second filing of a document cannot be filed where it is correcting information that was originally properly delivered. Form RP04 cannot be used in these circumstances.

For further information, please refer to our guidance at www.gov.uk/companieshouse



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12/11/2022

#149

COMPANIES HOUSE

SATURDAY

1

Company details

Company number 1 4 0 7 3 1 2 0

Company name in full EVERFIELD 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

Applicable documents

This form **only** applies to the following forms:

AP01 Appointment of director
AP02 Appointment of corporate director
AP03 Appointment of secretary
AP04 Appointment of corporate secretary

CH01 Change of director's details
CH02 Change of corporate director's details
CH03 Change of secretary's details
CH04 Change of corporate secretary's details

TM01 Termination of appointment of director
TM02 Termination of appointment of secretary

SH01 Return of allotment of shares

AR01 Annual Return

CSC01 Confirmation statement (Parts 1-4 only)

PSC01 Notice of individual person with significant control (PSC)
PSC02 Notice of relevant legal entity (RLE) with significant control
PSC03 Notice of other registrable person (ORP) with significant control
PSC04 Change of details of individual person with significant control (PSC)
PSC05 Change of details of relevant legal entity (RLE) with significant control
PSC06 Change of details of other registrable person (ORP) with significant control
PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
PSC08 Notification of PSC statements
PSC09 Update to PSC statements

RP04

Second filing of a document previously delivered

3 Description of the original document

Document type ①

SH01
Return of allotment of shares

① Description of the original document

Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.

Date of registration of the original document

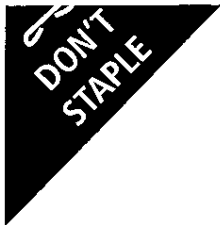
^d1^d9 ^m1^m0 ^y2^y0^y2^y2

4 Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).



SH01

Return of allotment of shares



Companies House



Go online to file this information
www.gov.uk/companieshouse

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

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number 1 4 0 7 3 1 2 0

Company name in full EVERFIELD 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 ¹

From Date 2 2 0 7 2 2

To Date 2 2 0 7 2 2

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
EUR	A Ordinary	100	0.01	199	
EUR	A Ordinary	999,800	0.01	999,800	
EUR	Preference	743,339	0.01	743,339	

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

Subscription amount part satisfied by the assignment by AQ Crossover Holdings Ltd to Everfield Holdings Ltd of an intercompany receivable of EUR 697,779.37 owed to AQ Crossover Holdings Ltd by Everfield UK Ltd.

Continuation page

Please use a continuation page if necessary.

Shares allotted

2 Currency

[illegible]

SHU I

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'.

Continuation page

Please use a Statement of Capital continuation page if necessary.

Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

Currency table A

EUR	A Ordinary	1,000,000	10,000	
EUR	Preference	1535,339	15,35339	
EUR	B Ordinary	8,000	80	
Totals				

Currency table B

Totals				

Currency table C

Totals				

Total issued share capital table

You must complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value	Total aggregate amount unpaid ❶
		Show different currencies separately. For example: £100 + €100 + \$10	Show different currencies separately. For example: £100 + €100 + \$10
Grand total			

❶ Total aggregate amount unpaid

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

Statement of capital

Complete the table below to show the issued share capital.

Complete a separate table for each currency.

Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)	
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium	
EUR	C1 Ordinary	55,455	554,55		
EUR	C2 Ordinary	20,714	207,14		
Totals		2,619,508	1,621,588		Nil

SHU I
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**.

Class of share

Prescribed particulars
❶

Please see continuation page

Class of share

Prescribed particulars
❶

Please see continuation page

Class of share

Prescribed particulars
❶

Please see continuation page

❶ 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.

6 **Signature**

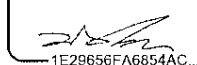
I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:



1E29656FA6854AC...

X

❷ 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.

❸ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

This form may be signed by:

Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

SHU I - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	CI Ordinary	
Prescribed particulars	<p>Voting</p> <p>(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;</p> <p>(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;</p> <p>Income</p> <p>(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.</p> <p>(10%) per annum on the Original Value of such Preference Shares (the "Preference Dividend"). The Preference Dividend shall accrue and 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;</p> <p>(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</p> <p>Capital</p> <p>(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.</p>	

SHU 1 - 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>Income</p> <p>(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.</p> <p>(10%) per annum on the Original Value of such Preference Shares (the "Preference Dividend"). The Preference Dividend shall accrue and 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;</p> <p>(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</p> <p>Capital</p> <p>(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.</p>	

SHU 1 - 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>Income</p> <p>(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.</p> <p>(10%) per annum on the Original Value of such Preference Shares (the "Preference Dividend"). The Preference Dividend shall accrue and 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;</p> <p>(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</p> <p>Capital</p> <p>(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.</p>	

SHU 1 - continuation page

Return of allotment of shares

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

Class of share	C2 Ordinary	
Prescribed particulars	<p>Income</p> <p>(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.</p> <p>(10%) per annum on the Original Value of such Preference Shares (the "Preference Dividend"). The Preference Dividend shall accrue and 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;</p> <p>(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</p> <p>Capital</p> <p>(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.</p>	

SHU 1 - 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>Income</p> <p>(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.</p> <p>(10%) per annum on the Original Value of such Preference Shares (the "Preference Dividend"). The Preference Dividend shall accrue and 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;</p> <p>(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</p> <p>Capital</p> <p>(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.</p>	