

**SH01**

Return of allotment of shares

laserform

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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 for**
You cannot use this form to give notice of shares taken on formation of the company for an allotment of shares by an unlimited company.

SATURDAY



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07/09/2019

#465

COMPANIES HOUSE

1**Company details**

Company number S C 2 4 0 4 3 8

Company name in full DEM Solutions 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 2 d 9 m 0 m 3 y 2 y 0 y 1 y 9

To Date d d m m y y y y

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.)

Currency
If currency details are not completed we will assume currency is in pound sterling.

Currency	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	Ordinary	2000	0.01	7.52	0.00

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	Ordinary	150200	1,502.00	
GBP	A Ordinary	133000	1,330.00	
GBP	B Ordinary	150447	1,504.47	
Totals		433647	4,336.47	0.00

Currency table B				
Totals				

Currency table C				
Totals				

	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)	433647	4336.47	0.00

① 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	Ordinary
Prescribed particulars ①	See continuation pages
Class of share	A Ordinary
Prescribed particulars ①	See continuation pages
Class of share	B Ordinary
Prescribed particulars ①	See continuation pages

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.

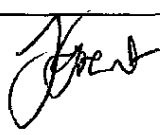
A separate table must be used for each class of share.

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	<div>Signature</div> <div>X  X</div> <div>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</div>

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 Abigail Lloyd

Company name Dickson Minto W.S

Address 16 Charlotte Square

Edinburgh

Post town

County/Region

Postcode

E H 2 4 D F

Country

DX 199

Telephone +44 (0) 131 225 4455

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	Ordinary Shares	
Prescribed particulars	(A) Voting	
	<p>(1) With the exception of any vote to remove a director appointed by or on behalf of Hollyport Secondary Opportunities IV LP, Shackleton Secondaries 3 LP or Scottish Enterprise, each holder of B ordinary shares shall have one vote and on a poll every holder of B ordinary shares shall have one vote for every share of which he is the holder.</p>	
	(B) Income	
	<p>(1) Subject to obtaining the appropriate consents under the articles each B ordinary share has the right, as respects dividends, to participate in a distribution.</p>	
	(c) Capital	
	<p>(1) Subject to obtaining the appropriate consents under the articles or otherwise, on a winding up, share capital reduction or other return or distribution of capital or assets, any surplus capital or assets remaining after payment of its liabilities (if applicable) shall be returned or distributed in the following order of priority:</p> <p>(a) first, in paying to the holders of B ordinary shares an amount of £16.78 in relation to each B ordinary share held by them respectively, (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the B ordinary shareholders pro rata to their respective holdings of B ordinary shares),</p> <p>(b) [please see attached continuation sheet]</p>	

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Prescribed particulars	(A) Voting	
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	<p>(1) Subject to obtaining the appropriate consents under the articles or otherwise, on a winding up, share capital reduction or other return or distribution of capital or assets, any surplus capital or assets remaining after payment of its liabilities (if applicable) shall be returned or distributed in the following order of priority:</p> <p>(a) first, in paying to the holders of B ordinary shares an amount of £16.78 in relation to each B ordinary share held by them respectively, (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the B ordinary shareholders pro rata to their respective holdings of B ordinary shares),</p> <p>(b) [please see attached continuation sheet]</p>	

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

Class of share	Ordinary Shares	
Prescribed particulars	Redemption (1) The B ordinary shares are not to be redeemed or liable to be redeemed at the option of the company or the shareholders.	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>(A) Voting</p> <p>(1) With the exception of any vote to remove a director appointed by or on behalf of Hollyport Secondary Opportunities IV LP, Shackleton Secondaries 3 LP or Scottish Enterprise, each holder of A ordinary shares shall have one vote and on a poll every holder of A ordinary shares shall have one vote for every share of which he is the holder.</p> <p>(B) Income</p> <p>(1) Subject to obtaining the appropriate consents under the articles each A ordinary share has the right, as respects dividends, to participate in a distribution.</p> <p>(c) Capital</p> <p>(1) Subject to obtaining the appropriate consents under the articles or otherwise, on a winding up, share capital reduction or other return or distribution of capital or assets, any surplus capital or assets remaining after payment of its liabilities (if applicable) shall be returned or distributed in the following order of priority:</p> <p>(a) first, in paying to the holders of B ordinary shares an amount of £16.78 in relation to each B ordinary share held by them respectively, (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the B ordinary shareholders pro rata to their respective holdings of B ordinary shares),</p> <p>(b) [please see attached continuation sheet]</p>	

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

Class of share	A Ordinary Shares
Prescribed particulars	<p>(b) second, in paying to the holders of A ordinary shares an amount of £7.52 in relation to each A ordinary share held by them respectively (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the A ordinary shareholders pro rata to their respective holdings of A ordinary shares),</p> <p>(c) third, in paying to the holders of ordinary shares an amount of £7.52 in relation to each ordinary share held by them respectively (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the ordinary shareholders pro rata to their respective holdings of ordinary shares),</p> <p>(d) fourth, in paying to the holders of A ordinary shares and ordinary shares an amount of £9.26 in relation to each A ordinary share and ordinary share held by them respectively (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the A ordinary shareholders and ordinary shareholders pro rata to their respective holdings of A ordinary shares and ordinary shares as if such shares formed one class of shares), and</p> <p>(e) the balance of any such capital and/or assets shall be distributed to the holders of shares (irrespective of class) pro rata according to the numbers of shares (irrespective of class) held by them respectively.</p> <p>(D) Redemption [please see attached continuation sheet]</p>

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5		Statement of capital (prescribed particulars of rights attached to shares)	
Class of share		A Ordinary Shares	
Prescribed particulars		Redemption	
(1)		The A ordinary shares are not to be redeemed or liable to be redeemed at the option of the company or the shareholders.	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary Shares	
Prescribed particulars	<p>(A) Voting</p> <p>(1) With the exception of any vote to remove a director appointed by or on behalf of Hollyport Secondary Opportunities IV LP, Shackleton Secondaries 3 LP or Scottish Enterprise, each holder of B ordinary shares shall have one vote and on a poll every holder of B ordinary shares shall have one vote for every share of which he is the holder.</p> <p>(B) Income</p> <p>(1) Subject to obtaining the appropriate consents under the articles each B ordinary share has the right, as respects dividends, to participate in a distribution.</p> <p>(c) Capital</p> <p>(1) Subject to obtaining the appropriate consents under the articles or otherwise, on a winding up, share capital reduction or other return or distribution of capital or assets, any surplus capital or assets remaining after payment of its liabilities (if applicable) shall be returned or distributed in the following order of priority:</p> <p>(a) first, in paying to the holders of B ordinary shares an amount of £16.78 in relation to each B ordinary share held by them respectively, (provided that if there are insufficient surplus assets to pay such amounts per share, the remaining surplus capital and/or assets shall be distributed to the B ordinary shareholders pro rata to their respective holdings of B ordinary shares),</p> <p>(b) [please see attached continuation sheet]</p>	

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