

SH01

Return of allotment of shares

SATURDAY



S1NCZUQZ
SCT 08/12/2012 #182
COMPANIES HOUSE

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

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.companieshouse.gov.uk

1 Company details

Company number **S C 3 1 2 1 2 3**

Company name in full **LAMELLAR BIOMEDICAL LIMITED**

→ **Filing 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	d	6	m	1	m	2	y	2	y	0	y	1	y	2
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

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.

Class of shares (E.g. Ordinary/Preference etc.)	Currency ②	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
A ORDINARY	GBP	128,032	£0.01	35.00	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)

£939,246.28 of the total consideration paid for the shares was paid by way of capitalisation of loan notes issued by the Company to Barwell Plc and SE and loans to the Company by Barwell Plc. This was made up of a principal of £861,178.47 and an interest payment of £78,067.81. 11,149 shares were issued to SE and 15,685 were issued to Barwell in respect of this.

Shares were issued to the following shareholders by way of capitalisation of fees owed to them as follows: (1) Frances MacDonald: £6,000.00 (171 shares); (2) Binnie Medforth (ST): £5,000.00 (142 shares); and (3) Barwell: £37,500.00 (1,071 shares).

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return.

4 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
A ORDINARY	£35.00	0	128,032	£ 1,280.32
A ORDINARY	£60.00	0	15,440	£ 154.40
A ORDINARY	£50.33	0	25,743	£ 257.43
ORDINARY	£0.01	0	10,000	£ 100.00
Totals			179,215	£ 1,792.15

5 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital.

Total number of shares	
Total aggregate nominal value ❹	

❹ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

❶ Including both the nominal value and any share premium.

❷ E.g. Number of shares issued multiplied by nominal value of each share.

Continuation Pages
Please use a Statement of Capital continuation page if necessary.

❸ Total number of issued shares in this class.

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7 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 statement of capital share tables in **Section 4** and **Section 5**.

Class of share	A ORDINARY
Prescribed particulars ①	Voting: the right to receive notice of and attend, speak and vote at all general meetings of the Company. On a show of hands each holder of such 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 and on a poll shall have one vote for each share held by him. Continued on Continuation Sheet 1

Class of share	ORDINARY
Prescribed particulars ①	Voting: the right to receive notice of and attend, speak and vote at all general meetings of the Company. On a show of hands each holder of such 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 and on a poll shall have one vote for each share held by him. Continued on Continuation Sheet 2

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 and any terms or conditions relating to redemption of these shares.

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

Continuation page
Please use a Statement of Capital continuation page if necessary.

8 Signature

I am signing this form on behalf of the company.

Signature	Signature X  X
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This form may be signed by:
Director ②, Secretary, Person authorised ③, 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

Company name **BRODIES LLP (WED)**

Address **15 ATHOLL CRESCENT**

Post town **EDINBURGH**

County/Region

Postcode **E H 3 8 H A**

Country

DX

Telephone **0131 656 0294**



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 appropriate 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	A ORDINARY	
Prescribed particulars	<p>CONTINUATION PAGE 1</p> <p>Dividends: right to receive such dividends as the Board, with Investor Majority Consent, may require.</p> <p>Redemption: these shares are not redeemable.</p> <p>Capital: liquidator may divide among the members in specie the whole or any part of the assets of the Company and may value any assets and determine how the division shall be carried out as between the members or different classes of members.</p>	

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	ORDINARY	
Prescribed particulars	<p data-bbox="339 488 635 517">CONTINUATION PAGE 2</p> <p data-bbox="339 555 1026 618">Dividends: right to receive such dividends as the Board, with Investor Majority Consent, may require.</p> <p data-bbox="339 656 874 685">Redemption: these shares are not redeemable.</p> <p data-bbox="339 723 1102 846">Capital: liquidator may divide among the members in specie the whole or any part of the assets of the Company and may value any assets and determine how the division shall be carried out as between the members or different classes of members.</p>	