

# SH01

## Return of allotment of shares



Companies House



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[www.gov.uk/companieshouse](http://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.

MONDAY



A08 08/01/2018 #81  
COMPANIES HOUSE

### 1 Company details

Company number **S C 4 4 4 2 1 5**  
Company name in full **FISHERS 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 **2 7** **1 1** **2 0** **1 7**  
To Date

**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
	ORDINARY	3,144,904	£1	£10	NIL

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)

**3,144,904** SHARES WERE ISSUED IN REPAYMENT OF A LOAN OF £  
MADE BY FTL UK ACQUISITION COMPANY UK LIMITED TO THE COMPANY

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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
<b>Currency table A</b>				
	ORDINARY	3,153,794	£3,153,794	
	A PREFERENCE	10,700,889	£10,700,889	
	B PREFERENCE	873,400	£873,400	
<b>Totals</b>		<b>14,728,083</b>	<b>£14,728,083</b>	<b>NIL</b>
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		<b>14,783,639</b>	<b>£14,783,639</b>	<b>NIL</b>

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

Please see attached continuation.

Class of share

A PREFERENCE

Prescribed particulars

1

Please see the attached continuation.

Class of share

B PREFERENCE

Prescribed particulars

1

Please see attached continuation.

**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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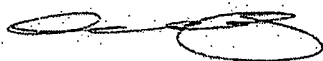
**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director <sup>1</sup> Secretary, Person authorised <sup>2</sup> 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.

**SH01****Return of allotment of shares****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 927659

Company name PWC LLP

Address CORNWALL COURT

19 CORNWALL STREET

Post town BIRMINGHAM

County/Region WEST MIDLANDS

Postcode B 3 2 D T

Country UNITED KINGDOM

DX

Telephone 0121 265 5178

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

## 3

Please give details of the shares allotted, including bonus shares.

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

[illegible]

In accordance with  
Section 555 of the  
Companies Act 2006.

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## Return of allotment of shares

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)

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Complete the table below to show the issued share capital.  
Complete a separate table for each currency.

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY	
Prescribed particulars	<p><b>Voting rights</b> On a show of hands, every holder of Ordinary Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative (not being a member entitled to vote) shall have one vote, and, on a poll every member holding Ordinary shares shall have one vote for every such share of which he is the holder.</p> <p><b>Dividend rights</b> Any profits which the directors may lawfully determine to distribute in respect of any financial year shall be distributed amongst the holders of the Ordinary shares pro rata according to the number of fully paid up shares held by them, respectively, and shall accrue on a daily basis. No dividend shall be paid on any Ordinary share where amounts are outstanding on such Ordinary shares.</p> <p><b>Rights to capital</b> On a return of capital on liquidation or capital reduction or other return or distribution of capital or assets, any capital or assets of the Company remaining after the payment of its liabilities or on an exit, the proceeds for distributions among the members shall be applied as follows: first, in paying to each holder of A Preference shares the paid up amount of the A Preference shares held by him; second, in paying to each holder of the B Preference shares the paid up amount of the B Preference shares held by him; third, to the holders of the C Preference shares as a class the fixed sum of £1,040,042 with such sum to be allocated among the holders of the C Preference shares pro rata accordingly to the number of C Preference shares held by them; and thereafter, in distributing the balance of such capital, assets or proceeds amongst the holders of the Ordinary shares in proportion to the number of Ordinary shares held by them respectively.</p> <p><b>Redemption</b> The Ordinary shares are not redeemable.</p>	



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

Class of share	A PREFERENCE
Prescribed particulars	<p><b>Voting rights</b> The A Preference shares shall not entitle the holders thereof to receive notice of, attend or vote at any general meetings of the Company or to vote on written resolutions of the Company.</p> <p><b>Dividend rights</b> No dividend shall be paid on any A Preference shares.</p> <p><b>Rights to capital</b> On a return of capital on liquidation or capital reduction or other return or distribution of capital or assets, any capital or assets of the Company remaining after the payment of its liabilities or on an exit, the proceeds for distributions among the members shall be applied as follows: first, in paying to each holder of A Preference shares the paid up amount of the A Preference shares held by him; second, in paying to each holder of the B Preference shares the paid up amount of the B Preference shares held by him; third, to the holders of the C Preference shares as a class the fixed sum of £1,040,042 with such sum to be allocated among the holders of the C Preference shares pro rata accordingly to the number of C Preference shares held by them; and thereafter, in distributing the balance of such capital, assets or proceeds amongst the holders of the Ordinary shares in proportion to the number of Ordinary shares held by them respectively.</p> <p><b>Redemption</b> The A Preference shares are not redeemable.</p>

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B PREFERENCE	
Prescribed particulars	<p><b>Voting rights</b> The B Preference shares shall not entitle the holders thereof to receive notice of, attend or vote at any general meetings of the Company or to vote on written resolutions of the Company.</p> <p><b>Dividend rights</b> No dividend shall be paid on any B Preference shares.</p> <p><b>Rights to capital</b> On a return of capital on liquidation or capital reduction or other return or distribution of capital or assets, any capital or assets of the Company remaining after the payment of its liabilities or on an exit, the proceeds for distributions among the members shall be applied as follows: first, in paying to each holder of A Preference shares the paid up amount of the A Preference shares held by him; second, in paying to each holder of the B Preference shares the paid up amount of the B Preference shares held by him; third, to the holders of the C Preference shares as a class the fixed sum of £1,040,042 with such sum to be allocated among the holders of the C Preference shares pro rata accordingly to the number of C Preference shares held by them; and thereafter, in distributing the balance of such capital, assets or proceeds amongst the holders of the Ordinary shares in proportion to the number of Ordinary shares held by them respectively.</p> <p><b>Redemption</b> The B Preference shares are not redeemable.</p>	

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

Class of share	C PREFERENCE	
Prescribed particulars	<p><b>Voting rights</b> The C Preference shares shall not entitle the holders thereof to receive notice of, attend or vote at any general meetings of the Company or to vote on written resolutions of the Company.</p> <p><b>Dividend rights</b> No dividend shall be paid on any C Preference shares.</p> <p><b>Rights to capital</b> On a return of capital on liquidation or capital reduction or other return or distribution of capital or assets, any capital or assets of the Company remaining after the payment of its liabilities or on an exit, the proceeds for distributions among the members shall be applied as follows: first, in paying to each holder of A Preference shares the paid up amount of the A Preference shares held by him; second, in paying to each holder of the B Preference shares the paid up amount of the B Preference shares held by him; third, to the holders of the C Preference shares as a class the fixed sum of £1,040,042 with such sum to be allocated among the holders of the C Preference shares pro rata accordingly to the number of C Preference shares held by them; and thereafter, in distributing the balance of such capital, assets or proceeds amongst the holders of the Ordinary shares in proportion to the number of Ordinary shares held by them respectively.</p> <p><b>Redemption</b> The C Preference shares are not redeemable.</p>	