

# SH01

## Return of allotment of shares



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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 NOT for**  
You cannot use this form  
notice of shares taken by  
on formation of the comp  
for an allotment of a new  
shares by an unlimited co



SCT \*S5FF89XS\* 13/09/2016 #435  
COMPANIES HOUSE  
SCT \*S5EXQBUI\* 06/09/2016 #102  
COMPANIES HOUSE

### 1 Company details

Company number S C 5 4 1 1 9 2

Company name in full HIL BM 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 <sup>d</sup> 2 <sup>d</sup> 9 <sup>m</sup> 0 <sup>m</sup> 8 <sup>y</sup> 2 <sup>y</sup> 0 <sup>y</sup> 1 <sup>y</sup> 6  
To Date <sup>d</sup> <sup>d</sup> <sup>m</sup> <sup>m</sup> <sup>y</sup> <sup>y</sup> <sup>y</sup> <sup>y</sup>

**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	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	B ORDINARY	100	1	100	0
GBP	C ORDINARY	100	1	100	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)

Allotted credited as fully paid pursuant to profit share agreement.

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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	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
<b>Currency table A</b>				
GBP	A ORDINARY	1.00	1	
GBP	B ORDINARY	100.00	100	
GBP	C ORDINARY	100.00	100	
<b>Totals</b>		201.00	201	0

<b>Currency table B</b>				
<b>Totals</b>		0.00	0	

<b>Currency table C</b>				
<b>Totals</b>		0.00	0	

**Totals (including continuation  
pages)**

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
201	201	0

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

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**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	A ORDINARY
Prescribed particulars ①	SEE CONTINUATION PAGE

Class of share	B ORDINARY
Prescribed particulars ①	SEE CONTINUATION PAGE

Class of share	C ORDINARY
Prescribed particulars ①	SEE CONTINUATION PAGE

**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.

**6 Signature**

I am signing this form on behalf of the company.

Signature

Signature

X

R. Johnson.

X

This form may be signed by:

Director ②, Secretary, Person authorised ②, 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  
STEWART MOY

Company name  
MORTON FRASER LLP

Address  
QUARTERMILE TWO

2 LISTER SQUARE

Post town  
EDINBURGH

County/Region

Postcode  
E H 3 9 G L

Country  
UK

DX  
ED 119

Telephone  
0131 247 1000

**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)

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## Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	A Ordinary	
Prescribed particulars	<p>A) The A Ordinary Shares shall entitle the holders thereof to receive notice of and attend and vote at every general meeting</p> <p>B) The holders of the A Ordinary Shares will be entitled to receive by way of dividend such sums (if any) as the directors may resolve to distribute from time to time which are equivalent to sums received by the Company by way of fees paid to the Company in return for services provided by the Company and/or its directors to the Investee Company after the Company's deduction of an amount equivalent to the tax payable by the Company in relation to the receipt of such fees</p> <p>C) Right to receive a distribution of all sums due on a return of capital pro-rata following all payments made to holders of the B Ordinary Shares.</p> <p>D) Non-redeemable</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary	
Prescribed particulars	<p>A) No voting rights</p> <p>B) B Ordinary Shares will be entitled to receive by way of dividend such sums (if any) as the directors may resolve to distribute from time to time which are equivalent to sums received by the Company in the form of the payment to the Company by the Investors or Hothouse Brands Limited or HIL (Nominees) Limited of part of the Profit Share in respect of shares in the Investee Company issued on or before 30 April 2016 after the deduction of an amount equivalent to the amount of tax payable by the Company in relation to the receipt of such dividends</p> <p>C) on a return of capital the holders of the B Shares shall be entitled to receive a sum equal to the amount of all Carry Fees received by the Company (net of any taxes due thereon) relating to investments made by syndicate known as the Hothouse Club prior to 30 April 2016</p> <p>D) Not Redeemable</p>	

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

Class of share	C ORDINARY	
Prescribed particulars	<p>A) No voting rights</p> <p>B) C Ordinary Shares will be entitled to receive by way of dividend such sums (if any) as the directors may resolve to distribute from time to time which are equivalent to sums received by the Company in the form of the payment to the Company by the Investors or Hothouse Brands Limited or HIL (Nominees) Limited of part of the Profit Share in respect of shares in the Investee Company issued on or after 30 April 2016 after the deduction of an amount equivalent to the amount of tax payable by the Company in relation to the receipt of such dividends</p> <p>C) on a return of capital the holders of the C Shares shall be entitled to receive a sum equal to the amount of all Carry Fees received by the Company (net of any taxes due thereon) relating to investments made by syndicate known as the Hothouse Club after 30 April 2016</p> <p>D) Not Redeemable</p>	