

# SH01

## Return of allotment of shares

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04/01/2010

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COMPANIES HOUSE

You can use the WebFiling service to file this form online.  
Please go to [www.companieshouse.gov.uk](http://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](http://www.companieshouse.gov.uk)

### 1 Company details

Company number 0 4 0 6 3 7 4 4

Company name in full Eden Springs UK 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 2 m 1 1 y 2 0 0 7  
To Date d d m m 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.

#### 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)	Amount (if any) unpaid (including share premium)
Ordinary	GBP	17,193,406	1.00	£17,193,406	

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)

Irrevocable and unconditional release and discharge of the Company in respect of any further liability or obligation in respect of the following:

- the outstanding principal amount of the loan by Eden Springs Europe BV to the Company in the principal amount of EUR 5,150,0000, pursuant to the Amended and Restated Credit Facility Agreement dated 1 January 2008 (the Euro loan); and
- the outstanding principal amount of the loan by Eden Springs Europe BV to the Company in the principal amount of GBP 12,623,300, pursuant to the Amended and Restated Credit Facility Agreement dated 1 January 2008 (the Sterling loan).

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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 <sup>1</sup>	Amount (if any) unpaid on each share <sup>1</sup>	Number of shares <sup>2</sup>	Aggregate nominal value <sup>3</sup>
Ordinary	£1.00		1	£ 1.00
Ordinary	£3.60		216,438	£ 216438.00
Ordinary	£1.00		99,999	£ 99999.00
Ordinary	£1.00		17,193,406	£ 17193406.00
<b>Totals</b>			17509844	£ 17509844.00

**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	EURO			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share <sup>1</sup>	Amount (if any) unpaid on each share <sup>1</sup>	Number of shares <sup>2</sup>	Aggregate nominal value <sup>3</sup>
<b>Totals</b>				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share <sup>1</sup>	Amount (if any) unpaid on each share <sup>1</sup>	Number of shares <sup>2</sup>	Aggregate nominal value <sup>3</sup>
<b>Totals</b>				

**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 17,531,834

Total aggregate nominal value <sup>4</sup> £17,531,834

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

<sup>1</sup> Including both the nominal value and any share premium.

<sup>3</sup> E.g. Number of shares issued multiplied by nominal value of each share.

<sup>2</sup> Total number of issued shares in this class.

**Continuation Pages**

Please use a Statement of Capital continuation page if necessary.

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

Class of share	Ordinary
Prescribed particulars 1	<p>a) One vote per share.</p> <p>b) The directors shall declare &amp; pay dividends according to the amounts paid up on the shares on which the dividend is to be paid.</p> <p>c) To be determined by the liquidator.</p> <p>d) The shares are not redeemable.</p>
Class of share	
Prescribed particulars 1	
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.

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**Signature**

I am signing this form on behalf of the company.

Signature	<p>Signature</p> <p>X <i>David T R Kerr</i> X</p> <p>DIRECTOR OF SF SECRETARIES LTD</p> <p>This form may be signed by:            Director <sup>2</sup>, Secretary, Person authorised <sup>3</sup>, Administrator, Administrative receiver, Receiver, Receiver manager, CIG manager.</p>
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**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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## 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

BF/EDE11895-113

Company name

Simple Fraser LLP

Address

80 George Street

Edinburgh

Post town

County/Region

Postcode

E H 2 3 B U

Country

DX

ED447

Telephone

0131 273 3771



### Checklist

We may return 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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS.  
DX 481 N.R. Belfast 1.



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## Statement of capital

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

Currency		GBP		
Class of shares (E.g. Ordinary/preference etc.)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
Ordinary	EUR 526		2	2.00
Ordinary	EUR 526.15		21,988	21988.00

<sup>1</sup> Including both the nominal value and any share premium.

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

<sup>2</sup> Total number of issued shares in this class.