

SH01

Return of allotment of shares



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
you on formation of the company
for an allotment of a new
share by an unlimited company.



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A21

23/02/2016

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COMPANIES HOUSE

1 Company details

Company number 0 4 3 6 2 1 8 1

Company name in full CHAPEL DOWN GROUP.PLC

→ **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 0 d 9 m 1 m 2 y 2 y 0 y 1 y 5

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
ORDINARY	GBP	23884	0.05	0.05	
A1	GBP	14,322,158	0.0001	0.0001	
A2	GBP	3,800,000	0.0001	0.0001	

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

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
CONTINUATION SHEET				£
				£
				£
				£
Totals				£

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	119,116,106
Total aggregate nominal value ❹	£5,051,509.62

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.

❸ Total number of issued shares in this class.

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

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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	ORDINARY	
Prescribed particulars ①	THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON A WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary.</p>
Class of share	A1	
Prescribed particulars ①	CONTINUATION SHEET	
Class of share	A2	
Prescribed particulars ①	CONTINUATION SHEET	

8 Signature

	I am signing this form on behalf of the company.	
Signature	<p>Signature</p> <p>X <i>Richard W. Mose</i> X</p> <p>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>	<p>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.</p> <p>③ Person authorised Under either section 270 or 274 of the Companies Act 2006.</p>

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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 **RICHARD WOODHOUSE**

Company name **CHAPEL DOWN GROUP PLC**

Address **CHAPEL DOWN WINERY**

SMALL HYTHE ROAD

Post town **TENTERDEN**

County/Region **KENT**

Postcode **T N 3 0 7 N G**

Country

DX

Telephone **01580 763033**

**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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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				
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
ORDINARY	0.05	0.00	10,698,000	£534,900.00
ORDINARY	0.10	0.00	23,050,000	£1,152,500.00
ORDINARY	0.13	0.00	500,000	£25,000.00
ORDINARY	0.14	0.00	175,000	£8,750.00
ORDINARY	0.15	0.00	5,476,664	£273,833.20
ORDINARY	0.20	0.00	2,425,000	£121,250.00
ORDINARY	0.14	0.00	2,494,285	£124,714.25
ORDINARY	0.17	0.00	25,572,009	£1,278,600.45
ORDINARY	0.0955	0.00	11,518,324	£575,916.20
ORDINARY	0.10	0.00	1,508,200	£75,410.00
ORDINARY	0.125	0.00	1,180,326	£59,016.30
ORDINARY	0.15	0.00	1,311,474	£65,573.70
ORDINARY	0.15	0.00	80,000	£4,000.00
ORDINARY	0.28	0.00	3,962,498	£198,124.90
ORDINARY	0.28	0.00	2,035,714	£101,785.70
ORDINARY	0.28	0.00	8,122,570	£406,128.50
ORDINARY	0.15	0.00	460,000	£23,000.00
ORDINARY	0.125	0.00	400,000	£20,000.00
ORDINARY	0.05	0.00	23,884	£1,194.20
A1	0.0001	0.00	14,322,158	£1,432.22
A2	0.0001	0.00	3,800,000	£380.00
Totals			119,116,106	£5,051,509.62

❶ Including both the nominal value and any share premium.

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

❸ Total number of issued shares in this class.

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A1	
Prescribed particulars	<p>a) Non-voting</p> <p>(b) Entitled to receive a dividend on a pari passu basis with the ordinary shares in issue in Chapel Down Group plc in the event that a dividend is consequently declared by Chapel Down Group plc following:</p> <p>(i) an acquisition of shares in Curious Drinks Limited allowing a party to gain a controlling interest (Curious Drinks Takeover);</p> <p>(ii) a liquidation of the assets of Curious Drinks Limited (Curious Drinks Liquidation);</p> <p>(iii) an admission of all or any part of the equity share capital of Curious Drinks Limited to trading on the Official List of the UK Listing Authority, the London Stock Exchange's market for listed securities, AIM or any other recognised investment exchange (Curious Drinks Listing);</p> <p>(iv) a transfer of all or substantially all of the trade and assets of Curious Drinks Limited (Curious Drinks Disposal);</p> <p>(v) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Curious Drinks Limited (Curious Drinks Partial Disposal);</p> <p>(vi) a transfer of all or substantially all of the trade and assets of Chapel Down Group plc (Company Disposal); or</p> <p>(vii) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Chapel Down Group plc (Company Partial Disposal).</p> <p>(c) No capital rights, save for (1) on a Company Takeover (being an acquisition of shares in Chapel Down Group plc allowing a party to gain a controlling interest) and (2) on conversion into ordinary shares as set out in paragraph (d) below.</p> <p>(d) Non-redeemable, though may be converted into ordinary shares on the occurrence of a Curious Drinks Takeover, Curious Drinks Liquidation, Curious Drinks Listing, Curious Drinks Disposal, Curious Drinks Partial Disposal, Company Disposal, Company Partial Disposal, Company Liquidation (being a liquidation of the assets of Chapel Down Group plc) or Company Listing (an admission of all or any part of the equity share capital of Chapel Down Group plc to trading on the Official List of the UK Listing Authority, the London Stock Exchange's market for listed securities, AIM or any other recognised investment exchange).</p>	

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

Class of share	A2	
Prescribed particulars	<p>(a) Non-voting</p> <p>(b) Entitled to receive a dividend on a pari passu basis with the ordinary shares in issue in Chapel Down Group plc in the event that a dividend is consequently declared by Chapel Down Group plc following:</p> <p>(i) an acquisition of shares in Curious Drinks Limited allowing a party to gain a controlling interest (Curious Drinks Takeover);</p> <p>(ii) a liquidation of the assets of Curious Drinks Limited (Curious Drinks Liquidation);</p> <p>(iii) an admission of all or any part of the equity share capital of Curious Drinks Limited to trading on the Official List of the UK Listing Authority, the London Stock Exchange's market for listed securities, AIM or any other recognised investment exchange (Curious Drinks Listing);</p> <p>(iv) a transfer of all or substantially all of the trade and assets of Curious Drinks Limited (Curious Drinks Disposal);</p> <p>(v) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Curious Drinks Limited (Curious Drinks Partial Disposal);</p> <p>(vi) a transfer of all or substantially all of the trade and assets of Chapel Down Group plc (Company Disposal); or</p> <p>(vii) a transfer (in a single transaction or a series of connected transactions) of part of the trade and assets of Chapel Down Group plc (Company Partial Disposal).</p> <p>(c) No capital rights, save for (1) on a Company Takeover (being an acquisition of shares in Chapel Down Group plc allowing a party to gain a controlling interest) and (2) on conversion into ordinary shares as set out in paragraph (d) below.</p> <p>(d) Non-redeemable, though may be converted into ordinary shares on the occurrence of a Curious Drinks Takeover, Curious Drinks Liquidation, Curious Drinks Listing, Curious Drinks Disposal, Curious Drinks Partial Disposal, Company Disposal, Company Partial Disposal, Company Liquidation (being a liquidation of the assets of Chapel Down Group plc) or Company Listing (an admission of all or any part of the equity share capital of Chapel Down Group plc to trading on the Official List of the UK Listing Authority, the London Stock Exchange's market for listed securities, AIM or any other recognised investment exchange).</p> <p>The rights attaching to the A2 Shares shall attach only in respect of the A2 Shares that are vested.</p>	