


**Paperclip
only**
SH01**Return of allotment of shares****Companies House**
Go online to file this information
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.

TUESDAY



A12 *A81K18TT* 19/03/2019 #263
 COMPANIES HOUSE

 please
 house
1 Company details

Company number 0 7 1 8 0 4 6 3

Company name in full POD POINT HOLDING 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 ¹

From Date	d	0	d	1	m	0	m	3	y	2	y	0	y	1	y	9
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.

Currency ²	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	ORDINARY	1,111,111	£0.0001	£0.0105	0
GBP	A ORDINARY	48,148,148	£0.0001	£0.27	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)

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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
Currency table A				
GBP	ORDINARY	218,208,979	21,820.8979	
GBP	A ORDINARY	103,046,154	10,304.6154	
Totals		321,255,133	32,125.5133	0

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	321,255,133	32,125.5133	0

❶ 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

1. The Ordinary shares rank pari passu in all respects with other Ordinary shares in issue.
2. There are no preferential rights to dividends.
3. Each share entitles the holder to one vote.
4. No Ordinary share is liable to be redeemed.
5. There are no preferential rights on a return of capital.

Class of share

A ORDINARY

Prescribed particulars
①

1. The A Ordinary shares rank pari passu in all respects with other A Ordinary shares in issue.
2. There are no preferential rights to dividends.
3. Each share entitles the holder to one vote.
4. No A Ordinary share is liable to be redeemed.
- 5.1. Subject to 5.2-5.4 below, on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of shares) (cont.d)

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.

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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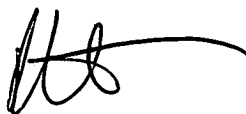
Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director 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

RH

Company name

KEYSTONE LAW

Address

48 CHANCERY LANE

Post town

LONDON

County/Region

Postcode

W C 2 A 1 J F

Country

DX

193 CHANCERY LN

Telephone

020 3319 3700

**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 or email 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

Shares allotted

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

06/16 Version 6.0

SH01 - continuation page

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)

Complete the table below to show the issued share capital.

Complete a separate table for each currency.

[illegible]

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY	
Prescribed particulars	<p>(cont.d)</p> <p>the surplus assets of the company remaining after payment of its liabilities ("Surplus Assets") shall (to the extent that the company is lawfully permitted to do so) be distributed among the holders of shares pro rata (as if the shares constituted one and the same class) to the number of shares held.</p> <p>5.2 Subject to 5.3 and 5.4, if the distribution of the Surplus Assets in accordance with 5.1 would, when taken together with any prior dividends or other sums actually paid in respect of the applicable A Ordinary Share, result in the amount paid to the holder of any A Ordinary Share being less than the A Ordinary Shares Hurdle Amount for such A Ordinary Share ("Relevant A Ordinary Share), on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of shares) the Surplus Assets shall instead be applied (to the extent that the company is lawfully permitted to do so) as follows:</p> <p>5.2.1 first in paying each of the Relevant A Ordinary Share, in priority to any other distribution, an amount equal to the Subscription Price of each such Relevant A Ordinary Share held (provided that if there are insufficient Surplus Assets to pay such amount per share, the remaining Surplus Assets shall be distributed to the holders of the Relevant A Ordinary Shares pro rata to the total amounts due to them under this 5.2; and</p> <p>5.2.2 the balance of the Surplus Assets (if any) shall be distributed among the holders of shares pro rata (as if the shares constituted one and the same class) to the number of shares held.</p> <p>5.3 If 5.2 applies, in addition to each and every payment of the Surplus Assets pursuant to 5.2.1 and 5.2.2, subject to 5.4, the shareholders shall be paid the aggregate sum of £100 as follows:</p> <p>5.3.1 each shareholder shall receive a payment equal to the product of £100 multiplied by a fraction the numerator of which is the number of shares held by such shareholder and the denominator of which is the total outstanding number of shares on the date of such payment; and</p> <p>5.3.2 each payment to each shareholder shall be rounded up to the nearest penny.</p> <p>5.4 If there are insufficient Surplus Assets to make any payment in full in accordance with 5.2 and 5.3, the Surplus Assets shall be distributed pro rata to the amounts which such shareholders would otherwise have been entitled to receive under 5.2 and 5.3.</p> <p>For this purpose of 5.2 above, "A Ordinary Shares Hurdle Amount" means an amount equal to three times the Subscription Price of the relevant A Ordinary Share, and "Subscription Price" means in respect of any Share, the amount paid up, or credited as paid up, on that Share, including amounts paid by way of premium, which (for evidential purposes and without limitation to the foregoing) in respect of the A Ordinary Shares issued: (a) on or around 5 April 2017 is £0.1402, (b) on or around 9 February 2018 is £0.20 and (c) on 01 March 2019 is £0.27.</p>	