

In accordance with
Section 555 of the
Companies Act 2006.

SH01

Return of allotment of shares



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 NOT for**
You cannot use this form to give
notice of shares taken
on formation of the company
for an allotment of a new
share by an unlimited

WEDNESDAY



AAJF3VRB
A19 15/12/2021 #129
COMPANIES HOUSE

1 Company details

Company number
Company name in full

→ **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
To Date

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
	SEE CONTINUATION PAGE				

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)

SEE CONTINUATION PAGE

SH01

Return of allotment of shares

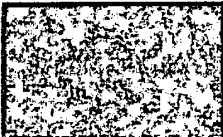
4

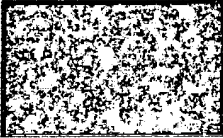
Statement of capital


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				
£	A ORDINARY	845000	16900	
£	B ORDINARY	35669	10700.70	
£	C ORDINARY	101831	30549.30	
Totals		982500	58150.00	12341.35

Currency table B				
				
Totals		0	0	0

Currency table C				
				
Totals		0	0	0

**Totals (including continuation
pages)**

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
982500	58150.00	12341.35

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

SH01

Return of allotment of shares

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

SEE CONTINUATION PAGES

Prescribed particulars

1

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.

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

Russel Sang

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.

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 JG3/51100533.1

Company name Gateley Plc

Address Park View House

58 The Ropewalk

Post town Nottingham

County/Region

Postcode N G 1 5 D W

Country United Kingdom

DX 15491 Nottingham - 2

Telephone 0115 983 8200

**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

In accordance with
Section 555 of the
Companies Act 2006.

SH01 - continuation page
Return of allotment of shares

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.

[illegible]

In accordance with
Section 555 of the
Companies Act 2006.

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)

554,221 A ORDINARY SHARES OF £0.02 EACH AND 17,947 B ORDINARY SHARES OF
£0.30 EACH WERE ISSUED AS CONSIDERATION IN ACCORDANCE WITH CLAUSE 3 OF A
SHARE EXCHANGE AGREEMENT DATED 1 DECEMBER 2021 AND MADE BETWEEN (1)
STEVEN MICHAEL DE POLO AND OTHERS AND (2) THE COMPANY.

In accordance with
Section 555 of the
Companies Act 2006.

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>REFERENCES TO DEFINED TERMS ARE TO THE DEFINED TERMS WITH THE SAME MEANING IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 1 DECEMBER 2021.</p> <p>A. SUBJECT TO ARTICLES 5,2, 50, 51 AND 52 OF THE ARTICLES, THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE PER SHARE PROVIDED THAT ALL SUCH A ORDINARY SHARES HELD BY ALL LDC SHAREHOLDERS AND ALL LDC ENTITIES SHALL NOT CONFER MORE THAN 49.9% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME.</p> <p>B. SUBJECT TO ANY DISTRIBUTIONS MADE PURSUANT TO ARTICLES 8.3 AND/OR 8.4 OF THE ARTICLES, ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY DETERMINES TO DISTRIBUTE (WHICH SHALL REQUIRE INVESTOR APPROVAL) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM.</p> <p>C. THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO PARTICIPATE IN A RETURN OF CAPITAL (INCLUDING ON A WINDING UP) IN ACCORDANCE WITH ARTICLES 7 AND 8 OF THE ARTICLES.</p> <p>D. THE A ORDINARY SHARES ARE NOT REDEEMABLE.</p>	

In accordance with
Section 555 of the
Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5

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

Class of share	B ORDINARY	
Prescribed particulars	<p>REFERENCES TO DEFINED TERMS ARE TO THE DEFINED TERMS WITH THE SAME MEANING IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 1 DECEMBER 2021.</p> <p>A. SUBJECT TO ARTICLES 5,2, 50, 51 AND 52 OF THE ARTICLES, THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE PER SHARE.</p> <p>B. SUBJECT TO ANY DISTRIBUTIONS MADE PURSUANT TO ARTICLES 8.3 AND/OR 8.4 OF THE ARTICLES, ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY DETERMINES TO DISTRIBUTE (WHICH SHALL REQUIRE INVESTOR APPROVAL) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM.</p> <p>C. THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO PARTICIPATE IN A RETURN OF CAPITAL (INCLUDING ON A WINDING UP) IN ACCORDANCE WITH ARTICLES 7 AND 8 OF THE ARTICLES.</p> <p>D. THE B ORDINARY SHARES ARE NOT REDEEMABLE.</p>	

In accordance with
Section 555 of the
Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5

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

Class of share	C ORDINARY	
Prescribed particulars	<p>REFERENCES TO DEFINED TERMS ARE TO THE DEFINED TERMS WITH THE SAME MEANING IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 1 DECEMBER 2021.</p> <p>A. SUBJECT TO ARTICLES 5,2, 50, 51 AND 52 OF THE ARTICLES, THE HOLDERS OF THE C ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE PER SHARE.</p> <p>B. SUBJECT TO ANY DISTRIBUTIONS MADE PURSUANT TO ARTICLES 8.3 AND/OR 8.4 OF THE ARTICLES, ANY PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY DETERMINES TO DISTRIBUTE (WHICH SHALL REQUIRE INVESTOR APPROVAL) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM.</p> <p>C. THE HOLDERS OF THE C ORDINARY SHARES SHALL BE ENTITLED TO PARTICIPATE IN A RETURN OF CAPITAL (INCLUDING ON A WINDING UP) IN ACCORDANCE WITH ARTICLES 7 AND 8 OF THE ARTICLES.</p> <p>D. THE C ORDINARY SHARES ARE NOT REDEEMABLE.</p>	



Companies House

COMPANY NAME: AQUAVISTA WATERSIDES TOPCO LTD

COMPANY NUMBER: 13771013

A second filed SH01 was registered on 11/01/22