

SH01

Return of allotment of shares

BLUEPRINT

2000

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

THURSDAY



SCT *S007JA5U* 15/12/2011 #31
COMPANIES HOUSE

1 Company details

Company number S C 3 6 2 1 9 4

Company name in full Mintra Training Portal 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 2 m 1 m 1 y 2 y 0 y 1 y 1
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.

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
A Ordinary	GBP	125,000	£1.00	£1.00	£0.00

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)

SH01

Return of allotment of shares

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
A Ordinary	£1.00	£0.00	375,000	£ 375,000
Z Ordinary	£1.00	£0.00	1	£ 1.00
				£
				£
Totals			375,001	£ 375,001

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
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
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

Total aggregate
nominal value ④

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

① Including both the nominal value and any
share premium.

② Total number of issued shares in this class.

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

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

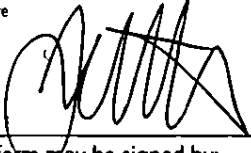
SH01

Return of allotment of shares

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 .		<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	A Ordinary	
Prescribed particulars ①	Please see continuation page	
Class of share	Z Ordinary	
Prescribed particulars ①	Please see continuation page	
Class of share		
Prescribed particulars ①		

8 Signature

I am signing this form on behalf of the company.		<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>
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>	

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 ENE/11/5/GBD/CMcK/RKS

Company name Paul & Williamsons LLP

Address Union Plaza (6th Floor)

1 Union Wynd

Post town Aberdeen

County/Region

Postcode A B 1 0 1 D Q

Country Scotland

DX AB35

Telephone 01224 621621



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

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	
Prescribed particulars	<p>The 'A' Ordinary Shares shall entitle their holders to a dividend.</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise (other than a redemption or purchase of shares made in accordance with these Articles) the surplus assets of the Company remaining after the payment of its liabilities shall be applied as if they were the proceeds of a Sale under Article 4.</p> <p>On a Sale the following provisions of this Article 4 shall apply to determine the allocation of the proceeds of such Sale.</p> <p>4.1.1 The Members selling Shares shall pay the proceeds thereof into a joint account at a UK clearing bank nominated by the 'A' Ordinary Majority immediately prior to the Sale and such proceeds shall as between the Members be allocated and paid to them (i) provided Mintra shall be the holder of the 'Z' Ordinary Shares, in paying to the holder of the 'Z' Ordinary Shares (if any) Two Hundred Thousand Pounds (£200,000) Sterling plus interest from the date of adoption of these Articles on such principal amount at a rate of three per cent per annum. Interest (if any) payable on such principal amount shall be calculated on a daily basis and a year of 365 days ; (ii) provided Mintra shall be the holder of the 'Z' Ordinary Shares, the provisions of clause 11 and Part 2 of the Schedule to the Joint Venture Shareholders' Agreement shall apply; and (iii) in distributing the balance pro rata amongst the holders of the 'A' Ordinary Shares and the 'B' Ordinary Shares (pari passu as if the same constituted one class of Share)</p> <p>4.1.2 The provisions of Article 4.1 shall not apply on or after a Listing.</p> <p>4.1.3 Immediately prior to and conditionally upon a Listing the shareholders shall enter into such reorganisation of the share capital of the Company as they may agree</p> <p>4.2 Immediately prior to and conditionally upon a Listing the shareholders shall enter into such reorganisation of the share capital of the Company as they may agree</p> <p>The holder of an 'A' Ordinary Share shall be entitled to receive notice of and to attend and speak at any general meetings of the Company and such holder who (being an individual) is present in person or by proxy or (being a body corporate) is present by duly authorised representative or by proxy shall, on a show of hands, have one vote, and, on a poll, have one vote for each 'A' Ordinary Share held by him.</p>	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Z Ordinary	
Prescribed particulars	<p>The 'Z' Ordinary Shares shall not entitle their holders to a dividend. On a return of capital whether on liquidation or capital reduction or otherwise (other than a redemption or purchase of shares made in accordance with these Articles) the surplus assets of the Company remaining after the payment of its liabilities shall be applied as if they were the proceeds of a Sale under Article 4.</p> <p>On a Sale the following provisions of this Article 4 shall apply to determine the allocation of the proceeds of such Sale.</p> <p>4.1.1 The Members selling Shares shall pay the proceeds thereof into a joint account at a UK clearing bank nominated by the 'A' Ordinary Majority immediately prior to the Sale and such proceeds shall as between the Members be allocated and paid to them (i) provided Mintra shall be the holder of the 'Z' Ordinary Shares, in paying to the holder of the 'Z' Ordinary Shares (if any) Two Hundred Thousand Pounds (£200,000) Sterling plus interest from the date of adoption of these Articles on such principal amount at a rate of three per cent per annum. Interest (if any) payable on such principal amount shall be calculated on a daily basis and a year of 365 days ; (ii) provided Mintra shall be the holder of the 'Z' Ordinary Shares, the provisions of clause 11 and Part 2 of the Schedule to the Joint Venture Shareholders' Agreement shall apply; and (iii) in distributing the balance pro rata amongst the holders of the 'A' Ordinary Shares and the 'B' Ordinary Shares (pari passu as if the same constituted one class of Share)</p> <p>4.1.2 The provisions of Article 4.1 shall not apply on or after a Listing.</p> <p>4.1.3 Immediately prior to and conditionally upon a Listing the shareholders shall enter into such reorganisation of the share capital of the Company as they may agree</p> <p>4.2 Immediately prior to and conditionally upon a Listing the shareholders shall enter into such reorganisation of the share capital of the Company as they may agree</p> <p>The 'Z' Ordinary Shares shall entitle their holders to receive notice of a general meeting of the Company but not to attend or speak or vote thereat.</p>	