

SH01

Return of allotment of shares



Companies House



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A5G1VVT6

A30 22/09/2016 #274

COMPANIES HOUSE

A5EJVX76

A14 31/08/2016 #379

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☒ **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
notice of shares taken
on formation of the company
for an allotment of a new
share by an unlimited
company.

THURSDAY

WED

1 Company details	
Company number	0 9 4 5 1 3 7 4
Company name in full	LIVANOVA PLC
<p>→ Filling in this form Please complete in typescript or in bold black capitals.</p> <p>All fields are mandatory unless specified or indicated by *</p>	
2 Allotment dates	
From Date	d 2 9 m 0 7 y 2 0 y 1 6
To Date	d 1 7 m 0 8 y 2 0 y 1 6
<p>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.</p>	
3 Shares allotted	
Please give details of the shares allotted, including bonus shares. (Please use a continuation page if necessary.)	
<p>2 Currency If currency details are not completed we will assume currency is in pound sterling.</p>	
Currency	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 Sheet
If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.	
<p>Continuation page Please use a continuation page if necessary.</p>	
<p>Details of non-cash consideration.</p> <p>If a PLC, please attach valuation report (if appropriate)</p>	

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Shares allotted

Please give details of the shares allotted, including bonus shares.

① Currency
If currency details are not
completed we will assume currency
is in pound sterling.

Class of shares (E.g. Ordinary/Preference etc.)	Currency ①	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	167	£1.00	£32.22	0
ORDINARY	GBP	315	£1.00	£19.45	0
ORDINARY	GBP	255	£1.00	£39.27	0
ORDINARY	GBP	300	£1.00	£39.27	0
ORDINARY	GBP	600	£1.00	£39.27	0
ORDINARY	GBP	182	£1.00	£43.05	0
ORDINARY	GBP	613	£1.00	£38.93	0
ORDINARY	GBP	1073	£1.00	£43.05	0
ORDINARY	GBP	1134	£1.00	£38.93	0
ORDINARY	GBP	1393	£1.00	£43.05	0
ORDINARY	GBP	672	£1.00	£43.05	0
ORDINARY	GBP	1152	£1.00	£19.29	0
ORDINARY	GBP	303	£1.00	£43.05	0
ORDINARY	GBP	550	£1.00	£38.93	0
ORDINARY	GBP	343	£1.00	£39.19	0
ORDINARY	GBP	212	£1.00	£43.34	0
ORDINARY	GBP	501	£1.00	£32.11	0
ORDINARY	GBP	845	£1.00	£39.19	0
ORDINARY	GBP	1756	£1.00	£43.34	0
ORDINARY	GBP	11322	£1.00	£43.77	0
ORDINARY	GBP	10595	£1.00	£39.58	0
ORDINARY	GBP	618	£1.00	£39.58	0
ORDINARY	GBP	1109	£1.00	£19.61	0
ORDINARY	GBP	120	£1.00	£43.94	0
ORDINARY	GBP	500	£1.00	£13.42	0
ORDINARY	GBP	2000	£1.00	£11.32	0
ORDINARY	GBP	312	£1.00	£19.78	0
ORDINARY	GBP	400	£1.00	£11.29	0
ORDINARY	GBP	353	£1.00	£39.80	0
ORDINARY	GBP	2000	£1.00	£39.96	0
ORDINARY	GBP	310	£1.00	£32.82	0

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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]

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Return of allotment of shares

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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	Class of shares	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
Complete a separate table for each currency	E.g. Ordinary/Preference etc.			
Currency table A				
	See Continuation Sheet			
	Totals			
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
		49,129,803	£49,129,803	0

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

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Return of allotment of shares

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	ORDINARY	48822316	£48,822,316	
GBP	ORDINARY	50966	£50,966	
GBP	ORDINARY	3500	£3,500	
GBP	ORDINARY	10000	£10,000	
GBP	ORDINARY	8046	£8,046	
GBP	ORDINARY	8258	£8,258	
GBP	ORDINARY	2500	£2,500	
GBP	ORDINARY	750	£750	
GBP	ORDINARY	150	£150	
GBP	ORDINARY	5250	£5,250	
GBP	ORDINARY	150	£150	
GBP	ORDINARY	5075	£5,075	
GBP	ORDINARY	2425	£2,425	
GBP	ORDINARY	18567	£18,567	
GBP	ORDINARY	2500	£2,500	
GBP	ORDINARY	8144	£8,144	
GBP	ORDINARY	2500	£2,500	
GBP	ORDINARY	1240	£1,240	
GBP	ORDINARY	385	£385	
GBP	ORDINARY	9762	£9,762	
GBP	ORDINARY	9683	£9,683	
GBP	ORDINARY	651	£651	
GBP	ORDINARY	3888	£3,888	
GBP	ORDINARY	480	£480	
GBP	ORDINARY	134	£134	
GBP	ORDINARY	4961	£4,961	
GBP	ORDINARY	1875	£1,875	
GBP	ORDINARY	5301	£5,301	
Totals				

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	ORDINARY	2417	£2,417	
GBP	ORDINARY	131	£131	
GBP	ORDINARY	184	£184	
GBP	ORDINARY	4133	£4,133	
GBP	ORDINARY	1088	£1,088	
GBP	ORDINARY	7216	£7,216	
GBP	ORDINARY	494	£494	
GBP	ORDINARY	677	£677	
GBP	ORDINARY	1829	£1829	
GBP	ORDINARY	397	£397	
GBP	ORDINARY	369	£369	
GBP	ORDINARY	5785	£5,785	
GBP	ORDINARY	1043	£1,043	
GBP	ORDINARY	1098	£1,098	
GBP	ORDINARY	815	£815	
GBP	ORDINARY	686	£686	
GBP	ORDINARY	908	£908	
GBP	ORDINARY	7714	£7,714	
GBP	ORDINARY	1362	£1,362	
GBP	ORDINARY	8476	£8,476	
GBP	ORDINARY	934	£934	
GBP	ORDINARY	323	£323	
GBP	ORDINARY	578	£578	
GBP	ORDINARY	2087	£2,087	
GBP	ORDINARY	9972	£9,972	
GBP	ORDINARY	1647	£1,647	
GBP	ORDINARY	416	£416	
GBP	ORDINARY	7320	£7,320	
Totals				

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	ORDINARY	540	£540	
GBP	ORDINARY	207	£207	
GBP	ORDINARY	2426	£2,426	
GBP	ORDINARY	4316	£4,316	
GBP	ORDINARY	1100	£1,100	
GBP	ORDINARY	259	£259	
GBP	ORDINARY	424	£424	
GBP	ORDINARY	1000	£1,000	
GBP	ORDINARY	460	£460	
GBP	ORDINARY	602	£602	
GBP	ORDINARY	250	£250	
GBP	ORDINARY	500	£500	
GBP	ORDINARY	375	£375	
GBP	ORDINARY	167	£167	
GBP	ORDINARY	315	£315	
GBP	ORDINARY	1155	£1,155	
GBP	ORDINARY	3623	£3,623	
GBP	ORDINARY	2297	£2,297	
GBP	ORDINARY	1152	£1,152	
GBP	ORDINARY	1188	£1,188	
GBP	ORDINARY	1968	£1,968	
GBP	ORDINARY	501	£501	
GBP	ORDINARY	11322	£11,322	
GBP	ORDINARY	11213	£11,213	
GBP	ORDINARY	1109	£1,109	
GBP	ORDINARY	120	£120	
GBP	ORDINARY	500	£500	
GBP	ORDINARY	2000	£2,000	
Totals				

In accordance with
Section 555 of the
Companies Act 2006.

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	ORDINARY	312	£312	
GBP	ORDINARY	400	£400	
GBP	ORDINARY	353	£353	
GBP	ORDINARY	2000	£2,000	
GBP	ORDINARY	460	£460	
GBP	ORDINARY	6412	£6,412	
GBP	ORDINARY	6358	£6,358	
GBP	ORDINARY	2780	£2,780	
GBP	ORDINARY	83	£83	
Totals		49,129,803	£49,129,803	0

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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

Prescribed particulars
①

See Continuation Sheet

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.

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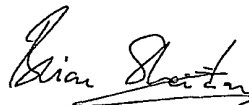
Signature

I am signing this form on behalf of the company.

Signature

Signature

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	Catherine Moroz
Company name	LivaNova PLC
Address	5 Merchant Square, North Wharf Road
Post town	
County/Region	London
Postcode	W 2 1 A Y
Country	United Kingdom
DX	
Telephone	

**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

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share		
Prescribed particulars	<p>A) EACH HOLDER OF AN ORDINARY SHARE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH IT IS A HOLDER</p> <p>B) THE HOLDERS OF ORDINARY SHARES SHALL, IN RESPECT OF THE ORDINARY SHARES HELD BY THEM, BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT, GENERAL MEETINGS OF THE COMPANY.</p> <p>C) THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS ON THE ORDINARY SHARES EACH ORDINARY SHARE SHALL RANK EQUALLY WITH ALL OTHER ORDINARY SHARES IN THE CAPITAL OF THE COMPANY FOR ANY DIVIDEND AND SHALL RECEIVE ITS PRO RATA PORTION OF ANY DIVIDEND ROUNDED TO THE NEAREST WHOLE NUMBER.</p> <p>D) ON A RETURN OF CAPITAL ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG MEMBERS SHALL, AFTER PAYING ANY SHARES WHICH RANK IN PRIORITY, BE DISTRIBUTED TO EACH HOLDER OF ANY ORDINARY SHARE PRO RATA TO ITS SHAREHOLDING ROUNDED TO THE NEXT WHOLE NUMBER.</p> <p>E) THE ORDINARY SHARES ARE NOT REDEEMABLE</p>	