

SH01

Return of allotment of shares



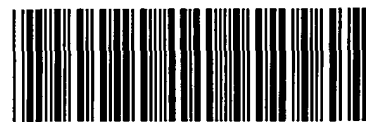
Companies House

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**
You cannot use this form
notice of shares taken by
on formation of the com
for an allotment of a new
shares by an unlimited cu

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L45JWLFK
LD7 17/04/2015 #25
COMPANIES HOUSE

1 Company details

Company number 0 9 4 5 1 3 7 4

Company name in full SAND HOLDCO LIMITED

→ **Filing 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 1 d 7 m 0 m 4 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
REDEEMABLE NON-VOTING	STERLING	50,000	£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.

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
ORDINARY	£1.00	£0.00	1	£ 1.00
REDEEMABLE NON-VOTING	£1.00	£0.00	50,000	£ 50,000.00
				£
				£
Totals			50,001	£ 50,001.00

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.

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

Total number of shares

Total aggregate nominal value ④

① Including both the nominal value and any share premium.

② 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.

③ Total number of issued shares in this class.

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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 statement of capital share tables in Section 4 and Section 5.

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 and any terms or conditions relating to redemption of these shares.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

Class of share

ORDINARY

Prescribed particulars
①

SEE CONTINUATION PAGE

Class of share

REDEEMABLE NON-VOTING

Prescribed particulars
①

SEE CONTINUATION PAGE

Class of share

Prescribed particulars
①

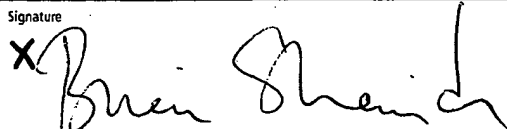
8

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

Class of share	ORDINARY	
Prescribed particulars	<p>A. SUBJECT TO THE COMPANY'S ARTICLES OF ASSOCIATION, EACH HOLDER OF AN ORDINARY SHARE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH IT IS A HOLDER.</p> <p>B. THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS ON THE ORDINARY SHARES IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION.</p> <p>C. ON A RETURN OF CAPITAL ON A WINDING-UP OR OTHERWISE, ANY SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL, AFTER PAYING ANY HOLDERS OF REDEEMABLE NON-VOTING SHARES IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION, BE DISTRIBUTED TO EACH HOLDER OF AN ORDINARY SHARE PRO RATA TO ITS SHAREHOLDING.</p> <p>D. THE ORDINARY SHARES ARE NOT REDEEMABLE.</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	REDEEMABLE NON-VOTING	
Prescribed particulars	<p>A. A HOLDER OF REDEEMABLE NON-VOTING SHARES SHALL HAVE NO RIGHT TO ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OR MEETING OF A CLASS OF MEMBERS OF THE COMPANY.</p> <p>B. A HOLDER OF REDEEMABLE NON-VOTING SHARES SHALL NOT BE ENTITLED TO DIVIDENDS.</p> <p>C. ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING-UP OR OTHERWISE, THE HOLDERS OF REDEEMABLE NON-VOTING SHARES SHALL BE ENTITLED TO RECEIVE OUT OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION THE SUM OF, IN AGGREGATE, £1 BUT SHALL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN THE ASSETS OF THE COMPANY.</p> <p>D. THE COMPANY MAY REDEEM THE REDEEMABLE NON-VOTING SHARES FOR NIL CONSIDERATION AT ANY TIME.</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 **KATIE PEEK**Company name **LATHAM & WATKINS**Address **99 BISHOPSGATE**Post town **LONDON**

County/Region

Postcode **E C 2 M 3 X F**Country **UK**

DX

Telephone **020 7710 1820****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