



# SH02

## Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

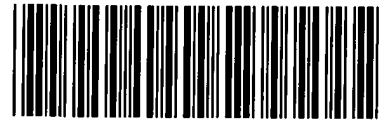


Companies House

**What this form is for**  
You may use this form to give notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares.

**What this form is NOT for**  
You cannot use this form to give notice of a conversion of shares into stock.

WEDNESDAY



\*A9JIKCA2\*  
A19 09/12/2020 #126  
COMPANIES HOUSE

### 1 Company details

Company number 0 8 6 8 4 4 7 4

Company name in full XEROS TECHNOLOGY GROUP PLC

→ **Filling in this form**  
Please complete in typescript or in bold black capitals.  
All fields are mandatory unless specified or indicated by \*

### 2 Date of resolution

Date of resolution 2 5 1 1 2 0 2 0

### 3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share
ORDINARY SHARES	1,994,088,100	£0.0015	19,940,881	£0.15

### 4 Sub-division

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

### 5 Redemption

Please show the class number and nominal value of shares that have been redeemed. Only redeemable shares can be redeemed.

Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

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### Re-conversion

Please show the class number and nominal value of shares following re-conversion from stock.

#### New share structure

Value of stock	Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

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### Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

Please use a Statement of Capital continuation page if necessary.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

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
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#### Currency table A

£	ORDINARY SHARES	19,940,881	2,991,132.15	
<b>Totals</b>		19,940,881	2,991,132.15	0

#### Currency table B

<b>Totals</b>				

#### Currency table C

<b>Totals</b>				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①

① 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)<sup>1</sup>**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 7.

**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.  
  
Please use a Statement of capital continuation page if necessary.

Class of share

ORDINARY SHARES

Prescribed particulars  
**1**

See continuation sheet.

Class of share

Prescribed particulars  
**1**

Class of share

Prescribed particulars  
**1**

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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 <sup>2</sup>, Secretary, Person authorised <sup>3</sup>, 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      cb26

Company name      Squire Patton Boggs (UK) LLP

Address              6 Wellington Place

Post town            Leeds

County/Region

Postcode            L   S   1   4   A   P

Country

DX

Telephone



## Checklist

We may return 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 entered the date of resolution in Section 2.
- Where applicable, you have completed Section 3, 4, 5 or 6.
- You have completed 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



SH02 - continuation page  
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'Statement of capital (prescribed particulars of rights attached to shares)'

<b>Class of share</b>	ORDINARY SHARES	<p><b>Prescribed particulars of rights attached to shares</b> The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ul> <p>A separate table must be used for each class of share.</p>
<b>Prescribed particulars</b>	<p>THE ORDINARY SHARES ARE NOT REDEEMABLE OR CONVERTIBLE.</p> <p>ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES PRO RATA ACCORDING TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES HELD BY THEM. THE CAPITAL AND ASSETS OF THE COMPANY ON A WINDING—UP OR OTHER RETURN OF CAPITAL SHALL BE APPLIED IN REPAYING TO THE HOLDERS OF THE ORDINARY SHARES THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES AND SUBJECT THERETO SHALL BELONG TO AND BE DISTRIBUTED ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THEM RESPECTIVELY.</p> <p>ON A SHOW OF HANDS, EVERY MEMBER PRESENT IN PERSON HAS ONE VOTE, EACH AUTHORISED PERSON APPOINTED BY A CORPORATE SHAREHOLDER HAS ONE VOTE AND EVERY PROXY PRESENT HAS ONE VOTE, UNLESS HE HAS BEEN APPOINTED BY ONE OR MORE OF THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHERS TO VOTE AGAINST IT, IN WHICH CASE HE HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION. IN THE CASE OF A POLL, EVERY MEMBER HAS ONE VOTE FOR EVERY SHARE HELD BY HIM AND HIS VOTING RIGHTS MAY BE EXERCISED BY ONE OR MORE PROXIES.</p> <p>THE ORDINARY SHARES CONFER NO FIXED DIVIDEND ENTITLEMENT. THE COMPANY MAY, BY ORDINARY RESOLUTION, DECLARE RIVIDENDS, BUT NO SUCH DIVIDEND SHALL EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. THE DIRECTORS MAY FROM TIME TO TIME PAY SUCH INTERIM DIVIDENDS AS APPEAR JUSTIFIED BY THE FINANCIAL POSITION OF THE COMPANY.</p>	