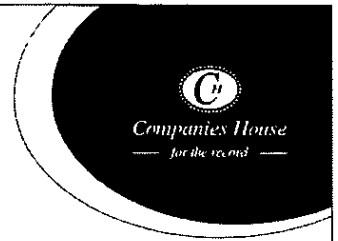


# SH02

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



**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  
stock

FRIDAY



A37 05/07/2013 #170  
COMPANIES HOUSE

ase  
uk

### 1 Company details

Company number 0 4 2 4 0 8 7 5

Company name in full Mobile Computing Systems Ltd

→ **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 <sup>d</sup>2 <sup>d</sup>8 <sup>m</sup>0 <sup>m</sup>6 <sup>y</sup>2 <sup>y</sup>0 <sup>y</sup>1 <sup>y</sup>3

### 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

### 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
'A' Preference	35,0000	1 00

# SH02

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<b>6 Re-conversion</b>			
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

### Statement of capital

Section 7 (also Section 8 and Section 9 if appropriate) should reflect the company's issued capital following the changes made in this form

<b>7 Statement of capital (Share capital in pound sterling (£))</b>				
Please complete the table below to show each share classes held in pound sterling If all your issued capital is in sterling, only complete Section 7 and then go to Section 10				
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
Ordinary	5		401	£ 201 000047
'A' Ordinary	5		182	£ 91
				£
				£
<b>Totals</b>			583	£ 292 000047

<b>8 Statement of capital (Share capital in other currencies)</b>				
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
<b>Totals</b>				

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
<b>Totals</b>				

❶ Including both the nominal value and any share premium

❷ Number of shares issued multiplied by nominal value of each share

**Continuation pages**  
Please use a Statement of Capital continuation page if necessary

❸ Total number of issued shares in this class

# SH02

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## 9 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital

① **Total aggregate nominal value**  
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

Total number of shares

583

Total aggregate nominal value ①

292 00047

## 10 Statement of capital (Prescribed particulars of rights attached to shares) ②

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 7 and Section 8

② **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

Please use a Statement of capital continuation page if necessary

Class of share

Ordinary

Prescribed particulars

The holders of the Ordinary Shares shall be entitled to receive notice of and to attend and speak at any general meetings of the Company and the holder of such shares who (being an individual) is present in person or by proxy or (being a corporation) is present by duly authorised representative or by proxy shall, on show of hands, have one vote, and, on a poll, have one vote each for every share of which he is the holder

Class of share

'A' Ordinary

Prescribed particulars

The holders of the 'A' Ordinary Shares shall be entitled to receive notice of and to attend and speak at any general meetings of the Company and the holder of such shares who (being an individual) is present in person or by proxy or (being a corporation) is present by duly authorised representative or by proxy shall, on show of hands, have one vote, and, on a poll, have one vote each for every share of which he is the holder

Class of share

Prescribed particulars


# SH02

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

Class of share		<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 and any terms or conditions relating to redemption of these shares</li> </ul> <p>A separate table must be used for each class of share</p> <p>Please use a Statement of capital continuation page if necessary</p>
Prescribed particulars		
Class of share		
Prescribed particulars		

**11**

### Signature

	I am signing this form on behalf of the company	<p><b>Societas Europaea</b>          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><b>Person authorised</b>          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 <sup>Ⓢ</sup>, Secretary, Person authorised <sup>Ⓢ</sup>, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager</p>	

# SH02

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

Company name

Address

Post town

County/Region

Postcode

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.companieshouse.gov.uk](http://www.companieshouse.gov.uk) 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## SH02 - continuation page

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	Ordinary <span style="float: right;">+</span>	① Prescribed particulars of rights attached to shares
Prescribed particulars	<p>Subject to payment of the 'A' Ordinary Dividend and CRP Dividend and the 'A' Preference Dividend any remaining profits which the Company determines are available for distribution in respect of any Financial Year (having regard to the provisions of the Act) may only be distributed to members with the prior approval of the members of the Company in general meeting (including the approval of the Investor)</p> <p>In the event the Investor does consent to a further distribution of profits so available then such funds so available shall first be applied amongst the holders of the Ordinary Shares such that the Ordinary Shareholders receive a dividend per Ordinary Share equal to the amount per Share received by the holders of the 'A' Ordinary Shares and if the amount available for distribution is less than the amount received per share by the 'A' Ordinary Shareholders multiplied by the number of Ordinary Shares then in issue then the Ordinary Shareholders will receive the whole of such amount divided between them pro rata to their holdings of Ordinary Shares</p> <p>Any remaining profits which the Company determines to distribute in respect of any Financial Year following the payment of the CRP Dividend, the 'A' Ordinary Dividend, the 'A' Preference Dividend and the dividend payable above may, subject to the approval of members of the Company in general meeting (including the approval of the Investor) be applied in distributing the balance of such profits amongst the holders of the 'A' Ordinary Shares and the Ordinary Shares then in issue pari passu according to the number of such Shares held by them respectively as if they constituted one class of Share</p> <p>The shares are not redeemable On a return of capital on liquidation or otherwise the assets of the Company available for distribution amongst the shareholders of the Company shall be applied first in paying 'A' Ordinary Shareholders accrued and unpaid Dividends and the Issue Price of their shares, second in paying CRP Shareholders accrued and unpaid Dividends and the Issue Price of their shares, third in paying Ordinary Shareholders declared and unpaid Dividends and the Issue Price of their shares, fourth in paying 'A' Preference Shareholders declared and unpaid Dividends and the Issue Price of their shares, thereafter in distributing the balance of such assets amongst the holders of the Ordinary Shares and the 'A' Ordinary Shares pari passu in proportion to the numbers of the Ordinary Shares and the 'A' Ordinary shares held by them respectively</p>	<p>The particulars are</p> <ol 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 and any terms or conditions relating to redemption of these shares</li> </ol> <p>A separate table must be used for each class of share</p>

