

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
into shares.

SATURDAY



A16 *A9GCD1RM* #319
24/10/2020
COMPANIES HOUSE

1 Company details

Company number

Company name in full

→ **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

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	6,416,008,200	£0.0001	64,160,082	£0.01

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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6 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

7 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.

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 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

	See continuation page			
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

❶ 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)¹

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

Class of share	Ordinary
Prescribed particulars ¹	Ordinary shares all rank equally and each carries the right to exercise one vote at a general meeting. There are no special voting or dividend rights beyond those prescribed in the Companies Act 2006. There are no redemption rights.
Class of share	Preference
Prescribed particulars ¹	Redeemable upon notice. No voting rights except in connection with a winding up or on a resolution relating to the rights of the preference shares.
Class of share	
Prescribed particulars ¹	See continuation pages

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.

9

Signature

I am signing this form on behalf of the company.

Signature

Signature


This form may be signed by:
 Director², Secretary, Person authorised³, 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	Ref: NC4
Company name	Fieldfisher
Address	Riverbank House 2 Swan Lane
Post town	London
County/Region	
Postcode	E C 4 R 3 T T
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 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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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	Deferred	895,424,391	£8,954,243.91	
	Ordinary	64,160,082	£641,600.82	
	Second Deferred Ordinary	18,616,118,301	£1,861,611.8301	
	Preference	50,000	£50,000	
Totals		19,575,752,774	£11,507,456.5601	

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	Deferred	
Prescribed particulars	<p>The Deferred shares have no rights to participate in the profits of the Company, receive notice of any general meeting, or to attend, speak or vote at one. Deferred shares can be compulsorily purchased by the company and cancelled. The sole right of the Deferred shares is on a winding up or a return of capital to repayment of the nominal capital paid up but only after holders of the ordinary shares have received £10 million on each ordinary share.</p>	<p>① Prescribed particulars of rights attached to shares 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. <p>A separate table must be used for each class of share.</p>

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	Second Deferred Ordinary	
Prescribed particulars	<p>The Deferred shares have no rights to participate in the profits of the Company, receive notice of any general meeting, or to attend, speak or vote at one. Deferred shares can be compulsorily purchased by the company and cancelled. The sole right of the Deferred shares is on a winding up or a return of capital to repayment of the nominal capital paid up but only after holders of the ordinary shares have received £10 million on each ordinary share.</p>	<p>① Prescribed particulars of rights attached to shares 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. <p>A separate table must be used for each class of share.</p>