

# 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  
into stock.

For further information, please



\*A6L57VQJ\*  
A20 12/12/2017 #182  
COMPANIES HOUSE

TUESDAY

### 1 Company details

Company number 0 8 8 1 5 2 2 7

Company name in full CLOUD IMPERIUM GAMES UK LIMITED

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>0 <sup>d</sup>7 <sup>m</sup>1 <sup>m</sup>2 <sup>y</sup>2 <sup>y</sup>0 <sup>y</sup>1 <sup>y</sup>7

### 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
ORDINARY	100	£1	1,000,000	£0.0001

### 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	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

GBP	ORDINARY	1,000,000	£100	
<b>Totals</b>		1,000,000	£100	£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 ❶	Total aggregate amount unpaid ❶
	1,000,000	£100	£0

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

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**8 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.

Class of share	ORDINARY
Prescribed particulars <sup>1</sup>	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Class of share	
Prescribed particulars <sup>1</sup>	

Class of share	
Prescribed particulars <sup>1</sup>	

- 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 
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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.

Company Number: 08815227

**CLOUD IMPERIUM GAMES UK LIMITED  
(the "Company")**

**MINUTES OF A MEETING OF THE  
DIRECTORS OF THE COMPANY HELD  
AT FRANKFURT, GERMANY  
ON 7th DECEMBER 2017 AT 4:00 P.M.**

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**PRESENT: Chris Robert (Chairman), Erin Roberts, Chris Roberts**

**IN ATTENDANCE: none**

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**1. NOTICE AND QUORUM**

The Chairman reported that notice of the meeting had been given to all of the directors of the Company and that since all directors were present, the meeting was quorate.

**2. PURPOSE OF MEETING**

- 2.1. Each Director confirms that the purpose of these resolutions is to:
- 2.2. approve the proposed sub-division of the Company's issued share capital; and
- 2.3. circulate a written resolution to sub-divide the Company's issued share capital to the members of the Company for approval (the "**Written Resolution**").

**3. DIRECTORS' DUTIES AND DECLARATIONS OF INTEREST**

In accordance with section 177 of the Companies Act 2006, each Director confirms that by signing these resolutions he or she has made the other Directors aware of any personal interest he or she has in the proposed transactions and the nature and extent of his or her interest.



Company Number: 08815227

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE MEMBERS

of

CLOUD IMPERIUM GAMES UK LIMITED

(the "Company")

Pursuant to chapter 2 of part 13 of Companies Act 2006, the following resolution (the "**Resolution**") is proposed by the directors as an ordinary resolution, as indicated below. The Resolution was first circulated to members of the Company on 7th December 2017 (the "**Circulation Date**").

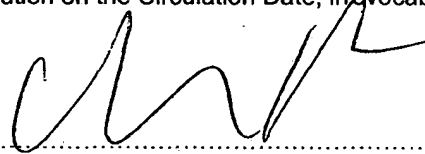
ORDINARY RESOLUTION

**THAT** the Company be authorised to exercise the power conferred by section 618 Companies Act 2006 to sub-divide each of the 100 issued ordinary shares of £1 each in the capital of the Company into 10,000 ordinary shares of £0.0001 each and that the directors be authorised to take, or cause to be taken, all such steps as they may deem necessary or desirable to implement such sub-division.

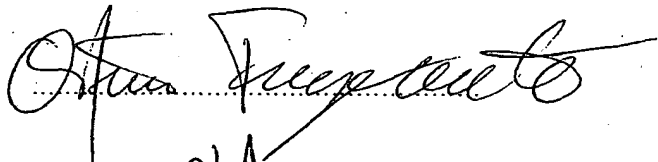
AGREEMENT OF MEMBERS

We, being all persons entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution:

SIGNED by CHRIS ROBERTS )



SIGNED by ORTIN FREYERMUTH )



SIGNED by ERIN ROBERTS )

