

# SH10

## Notice of particulars of variation of rights attached to shares



**What this form is for**  
You may use this form to give notice of particulars of variation of rights attached to shares.

**What this form is NOT for**  
You cannot use this form to give notice of particulars of variation of class rights of a company with shares. To do this, please use form SH10A.

For further information, please refer to our website at [www.gov.uk](http://www.gov.uk)



SATURDAY

A21 \*A4KNX8QK\* #376  
21/11/2015  
COMPANIES HOUSE

### 1 Company details

Company number: 0 8 6 9 1 4 9 9

Company name in full: COINO UK LTD

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

### 2 Date of variation of rights

Date of variation of rights: 2 9 1 0 2 0 1 5

### 3 Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

1. A ORDINARY SHARES OF £0.0000001 EACH ARE VARIED SO THAT QUORUM FOR GENERAL MEETINGS SHALL BE BOTH THE INVESTOR SHAREHOLDERS TOGETHER WITH BOTH FOUNDER SHAREHOLDERS.

2. A ORDINARY SHARES OF £0.0000001 EACH ARE VARIED SO THAT ANY FOUNDER SHAREHOLDER OR INVESTOR SHAREHOLDER SHALL BE ENTITLED TO BE A DIRECTOR OF THE BOARD OF DIRECTORS OF THE COMPANY OR APPOINT ONE NOMINEE TO THE BOARD OF DIRECTORS OF THE COMPANY.

(PLEASE SEE SH10 CONTINUATION SHEET).

#### Continuation pages

Please use a continuation page if you need to enter more details.

### 4 Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

#### 1 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.

#### 2 Person authorised

Under either Section 270 or 274 of the Companies Act 2006.

This form may be signed by:

Director 1, Secretary, Person authorised 2, Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.

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## Notice of particulars of variation of rights attached to 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

Ref: JXJ

Company name

Matthew Arnold & Baldwin LLP

Address

21 Station Road

Post town

Watford

County/Region

Postcode

W

D

1

7

1

H

T

Country

DX

Telephone

01923 202020

### 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 variation of rights in section 2.
- You have provided details of the variation of rights in section 3.
- 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)



**3**

**Details of variation of rights**

Please give details of the variation of rights attached to shares.

Variation

3. A ORDINARY SHARES OF £0.0000001 EACH ARE VARIED SO THAT IF:

(I) ALL OF THE FOUNDERS AND INVESTORS THAT ARE SHAREHOLDERS; OR

(II) ANY ONE OR MORE FOUNDER OR INVESTOR (BUT NOT ALL) IN RECEIPT OF AN OFFER FROM A PROPOSED BUYER TO ACQUIRE THE ENTIRE ISSUED SHARE CAPITAL OF THE COMPANY, THE AGGREGATE CONSIDERATION FOR WHICH IS £500,000,000 OR GREATER,

WISH TO TRANSFER ALL OF THEIR INTEREST IN THEIR SHARES TO A BONA FIDE ARM'S LENGTH PURCHASER, THE SELLING SHAREHOLDERS MAY REQUIRE THE OTHER SHAREHOLDERS TO SELL AND TRANSFER ALL THEIR SHARES TO THE PROPOSED BUYER.

4. A ORDINARY SHARES OF £0.0000001 EACH ARE VARIED SO THAT SAVE WITH THE CONSENT OF ALL OF THOSE INVESTORS AND FOUNDERS THAT ARE SHAREHOLDERS OR WHOSE PERMITTED TRANSFEREES ARE SHAREHOLDERS, IF THE COMPANY PROPOSES TO ALLOT ANY RELEVANT SECURITIES, THOSE RELEVANT SECURITIES SHALL NOT BE ALLOTTED TO ANY PERSON UNLESS THE COMPANY HAS FIRST OFFERED THEM TO THE HOLDERS OF THE ORDINARY SHARES ON A PARI PASSU BASIS AND IN THE RESPECTIVE PROPORTIONS THAT THE NUMBER OF ORDINARY SHARES HELD BY EACH SUCH HOLDER BEARS TO THE TOTAL NUMBER OF ORDINARY SHARES HELD BY ALL SUCH HOLDERS AND ON THE SAME TERMS, AND AT THE SAME PRICE AS THOSE RELEVANT SECURITIES ARE BEING OR ARE TO BE OFFERED TO ANY OTHER PERSON.

5. A ORDINARY SHARES OF £0.0000001 EACH ARE VARIED SO THAT ANY FOUNDER AND ANY INVESTOR MAY TRANSFER ALL OR ANY OF HIS OR ITS SHARES TO A PERMITTED TRANSFEREE OR IN THE CASE OF A FOUNDER OR INVESTOR THAT IS ALSO A C ORDINARY SHAREHOLDER TRANSFER ANY OF ITS SHARES TO A SYNDICATE INVESTOR.