In accordance with Section 619, 621 & 689 of the Companies Act 2006.

Don't staple this form

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.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0 2 5 6 5 9 5 3
Company name in full	NEW ENGLAND SEAFOOD INTERNATIONAL LIMITED

→ **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 0 / 1 0 / 2 0 2 0

3 Consolidation

Please show the amendments to each class of share.

	Previous share structure		New share structure	
Class of shares (E.g. Ordinary/Preference etc.)	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.

	Previous share structure		New share structure	
Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share
D Ordinary Shares	12,000	£0.40	48,000	£0.10
E Ordinary Shares	10,000	£0.40	40,000	£0.10

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

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
Currency table A				
£	Ordinary Shares	515,464	£51,546.40	
£	A Ordinary Shares	79,000	£7,900.00	
£	B Ordinary Shares	16,500	£1,650.00	
	Totals	610,964	£61,096.40	NIL
Currency table B				
	Totals			
Currency table C				
	Totals			

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	758,896	£75,889.60	NIL

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) ❶

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 SHARES
Prescribed particulars ❶	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES
Class of share	A ORDINARY SHARES
Prescribed particulars ❶	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE SHARES HAVE NO DIVIDEND RIGHTS AND NO CAPITAL RIGHTS OTHER THAN THE RETURN OF NOMINAL VALUE ON WINDING UP.
Class of share	B ORDINARY SHARES
Prescribed particulars ❶	EACH SHARE CARRIES VOTING RIGHTS OF 0.218181818 OF A VOTE. THE SHARES CARRY DIVIDEND RIGHTS ONLY ONCE THE COMPANY HAS ACHIEVED A DEFINED EARNINGS LEVEL IN ANY FINANCIAL YEAR. THEREAFTER DIVIDENDS ARE PAYABLE ONLY AT THE DISCRETION OF THE DIRECTORS. THE SHARES CARRY RESTRICTED RIGHTS AS TO PARTICIPATION IN CAPITAL DISTRIBUTIONS.

❶ **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

X DocuSigned by: Kent Rasmussen E8DEDA4F8A9E43A... X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.

❷ **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.

❸ **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	Heather McLoughlin
Company name	K&L Gates LLP
Address	One New Change
Post town	London
County/Region	
Postcode	E C 4 M 9 A F
Country	
DX	
Telephone	02073608114

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

In accordance with Section 619, 621 & 689 of the Companies Act 2006.

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7 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	C Ordinary Shares	13,200	£1,320.00	
GBP	D Ordinary Shares	48,000	£4,800.00	
GBP	E Ordinary Shares	40,000	£4,000.00	
GBP	F Ordinary Shares	21,300	£2,130.00	
GBP	G Ordinary Shares	11,200	£1,120.00	
GBP	H Ordinary Shares	14,232	£1,423.20	
	Totals	147,932	£14,793.20	NIL

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

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

Class of share	C ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 0.722197 OF A VOTE. THE SHARES CARRY DIVIDEND RIGHTS ONLY ONCE THE COMPANY HAS ACHIEVED A DEFINED EARNINGS LEVEL IN ANY FINANCIAL YEAR. THEREAFTER DIVIDENDS ARE PAYABLE ONLY AT THE DISCRETION OF THE DIRECTORS. THE SHARES CARRY RESTRICTED RIGHTS AS TO PARTICIPATION IN CAPITAL DISTRIBUTIONS.

❶ **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.

In accordance with Section 619, 621 & 689 of the Companies Act 2006.

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

Class of share	D ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 2.916667 OF A VOTE. THE SHARES CARRY DIVIDEND RIGHTS ONLY ONCE THE COMPANY HAS ACHIEVED A DEFINED EARNINGS LEVEL IN ANY FINANCIAL YEAR. THEREAFTER DIVIDENDS ARE PAYABLE ONLY AT THE DISCRETION OF THE DIRECTORS. THE SHARES CARRY RESTRICTED RIGHTS AS TO PARTICIPATION IN CAPITAL DISTRIBUTIONS.

❶ **Prescribed particulars of rights attached to shares**
The particulars are:
a. particulars of any voting rights, including rights that arise only in certain circumstances;
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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.

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

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

Class of share	E ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 3.5000011 OF A VOTE. THE SHARES CARRY DIVIDEND RIGHTS ONLY ONCE THE COMPANY HAS ACHIEVED A DEFINED EARNINGS LEVEL IN ANY FINANCIAL YEAR. THEREAFTER DIVIDENDS ARE PAYABLE ONLY AT THE DISCRETION OF THE DIRECTORS. THE SHARES CARRY RESTRICTED RIGHTS AS TO PARTICIPATION IN CAPITAL DISTRIBUTIONS.

❶ **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.

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

Class of share	F ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 0.0625 OF A VOTE. THE SHARES CARRY DIVIDEND RIGHTS ONLY ONCE THE COMPANY HAS ACHIEVED A DEFINED EARNINGS LEVEL IN ANY FINANCIAL YEAR. THEREAFTER DIVIDENDS ARE PAYABLE ONLY AT THE DISCRETION OF THE DIRECTORS. THE SHARES CARRY RESTRICTED RIGHTS AS TO PARTICIPATION IN CAPITAL DISTRIBUTIONS.

❶ **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.

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

Class of share	G ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 0.036713287 OF A VOTE. DIVIDENDS CAN ONLY BE PAYABLE AFTER THE THIRD ANNIVERSARY OF THE ISSUE OF THE SHARES.

❶ 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.

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

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

Class of share	H ORDINARY SHARES
Prescribed particulars	EACH SHARE CARRIES VOTING RIGHTS OF 0.036713287 OF A VOTE. DIVIDENDS CAN ONLY BE PAYABLE AFTER THE THIRD ANNIVERSARY OF THE ISSUE OF THE SHARES.

❶ **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.