

A7JR78XF
A05 29/11/2018 #31
COMPANIES HOUSE

SH06

Notice of cancellation of shares

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Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

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				
GBP	A Ordinary	1013501	1,013,501.00	
GBP	A Preference	40000	40,000.00	
GBP	B Preference	50000	50,000.00	
Totals		1103501	1,103,501.00	0
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)		79160709	50,645,077.00	0

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)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share

A Ordinary

Prescribed particulars

1

See continuation page

Class of share

A Preference

Prescribed particulars

1

See continuation page

Class of share

B Preference

Prescribed particulars

1

See continuation page

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.

Continuation pages

Please use a Statement of Capital continuation page if necessary.

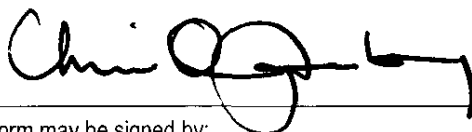
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Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:
 Director 2, Secretary, Person authorised 3, 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 Emma Davies

Company name Addleshaw Goddard LLP

Address One St Peter's Square

Post town Manchester

County/Region Greater Manchester

Postcode M 2 3 D E

Country United Kingdom

DX 14301 Manchester

Telephone 0161 934 6000



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.



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 completed section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquires@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Statement of capital

Complete a separate table for each currency.

CHFP025
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Statement of capital (prescribed particulars of rights attached to shares) ^①

Class of share	A Ordinary
Prescribed particulars	<p>VOTING: THE A ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF THE ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PRIORITY ENTITLEMENTS OF THE A PREFERENCE AND B PREFERENCE SHAREHOLDERS, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.</p>

① Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- 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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Statement of capital (prescribed particulars of rights attached to shares) ¹

Class of share	A Preference
Prescribed particulars	<p>VOTING: THE A PREFERENCE SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A FIXED NON CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF SIX TIMES THE NOMINAL VALUE OF THE A PREFERENCE SHARES IN ISSUE WHICH SHALL ACCRUE FROM THE DATE ON WHICH THE SHARES ARE ISSUED AND IS PAYABLE HALF YEARLY ON 30 SEPTEMBER AND 31 MARCH. CAPITAL: PRIORITY ENTITLEMENT TO A SUM EQUAL TO ALL ARREARS AND ACCRUALS CALCULATED TO AND INCLUDING THE DATE OF THE WINDING UP OR ON A RETURN OF CAPITAL, TOGETHER WITH AN AMOUNT IN AGGREGATE FOR ALL THE A PREFERENCE SHARES IN ISSUE OF £4,000,000 OR IF LOWER, THE AGGREGATE SUM OF £100 EACH FOR EACH A PREFERENCE SHARE HELD AT THE DATE OF WINDING UP OR ON THE RETURN OF CAPITAL. THESE SHARES ARE NOT REDEEMABLE.</p>

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.

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

Class of share	B Preference	<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>
Prescribed particulars	<p>VOTING: THE B PREFERENCE SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE/ ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: SUBJECT TO THE RIGHTS ATTACHING TO THE A PREFERENCE SHARES, A FIXED NON CUMULATIVE DIVIDEND OF £250,000 PER ANNUM (INDEXED) IS PAYABLE WHICH SHALL ACCRUE FROM THE LATER OF 1 OCTOBER 2022 AND THE DEATH OF CHRISTOPHER GEORGE OGLESBY AND ENDING ON THE EARLIER OF 30 SEPTEMBER 2048 AND THE DATE OF DEATH OF JANE SUSAN OGLESBY AND IS PAYABLE HALF YEARLY ON 30 SEPTEMBER AND 31 MARCH. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENT OF THE A PREFERENCE SHARES, THE HOLDERS OF THE B PREFERENCE SHARES ARE ENTITLED TO A SUM EQUAL TO THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON THE B PREFERENCE SHARES HELD BY THEM. THESE SHARES ARE NOT REDEEMABLE.</p>	

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

Class of share	C Ordinary
Prescribed particulars	<p>VOTING: THE C ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF THE ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS TO THE HOLDERS OF THE A PREFERENCE AND B PREFERENCE SHARE, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.</p>

¹ Prescribed particulars of rights attached to shares

The particulars are

- particulars of any voting rights, including rights that arise only in certain circumstances,
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- 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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Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	D1 Ordinary	<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>
Prescribed particulars	<p>VOTING: THE D1 ORDINARY SHARES DO NOT CONFER THE RIGHT TO RECEIVE NOTICE, ATTEND OR VOTE AT GENERAL MEETINGS. INCOME: ENTITLEMENT TO A DIVIDEND IS AT THE DISCRETION OF THE BOARD AND SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. DIVIDENDS ARE PAID TO THE HOLDERS OF ORDINARY SHARES TOGETHER AS IF THEY CONSTITUTE ONE CLASS AND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS OF THE HOLDERS OF THE A PREFERENCE AND THE B PREFERENCE SHARES, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE ORDINARY SHAREHOLDERS. THESE SHARES ARE NOT REDEEMABLE.</p>	

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

Class of share	D2 Ordinary	<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>
Prescribed particulars	<p>VOTING: THE HOLDERS OF THE D2 ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND, SPEAK AND VOTE AT, ANY GENERAL MEETING OF THE COMPANY. INCOME: THE HOLDERS OF THE D2 ORDINARY SHARES SHALL NOT BE ENTITLED TO PARTICIPATE IN THE PROFITS OF THE COMPANY. CAPITAL: SUBJECT TO THE PREFERENTIAL ENTITLEMENTS OF THE HOLDERS OF THE A PREFERENCE, THE B PREFERENCE SHARES AND THE RIGHTS COLLECTIVELY OF THE FIRST CAPITAL ORDINARY SHAREHOLDERS, ANY SURPLUS ASSETS SHALL BE APPLIED PARI PASSU AMONGST THE HOLDERS OF THE D2 SHARES. THESE SHARES ARE NOT REDEEMABLE.</p>	