

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 shares into
stock

THURSDAY



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05/01/2012

#403

COMPANIES HOUSE

1 Company details

Company number 0 2 8 6 6 6 4 2

Company name in full NORTHERN GAS PROCESSING 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 15 12 2011

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

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
Class A Preference	4,000,000	\$1

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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

Statement of capital

Section 7 (also Section 8 and Section 9 if appropriate) should reflect the company's issued capital following the changes made in this form

7 Statement of capital (Share capital in pound sterling (£))				
Please complete the table below to show each share classes held in pound sterling				
If all your issued capital is in sterling, only complete Section 7 and then go to Section 10				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
				£
				£
				£
				£
Totals				£

8 Statement of capital (Share capital in other currencies)				
Please complete the table below to show any class of shares held in other currencies				
Please complete a separate table for each currency				
Currency	USD			
Class of shares (E g Ordinary / Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
Ordinary	\$1	Nil	100	\$100
Class B Preference	\$1	Nil	1	\$1
Totals			1	\$1

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
Totals				

- ① Including both the nominal value and any share premium
② Total number of issued shares in this class.

- ③ Number of shares issued multiplied by nominal value of each share

Continuation pages
Please use a Statement of Capital continuation page if necessary

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Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	① Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	101	
Total aggregate nominal value ①	\$101	

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Statement of capital (Prescribed particulars of rights attached to shares) ②

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 7 and Section 8	② 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 and any terms or conditions relating to redemption of these shares. A separate table must be used for each class of share Please use a Statement of capital continuation page if necessary
Class of share	Ordinary	
Prescribed particulars	<p>Confer the right to attend and vote at members' meetings and on written resolutions, with one share^{vote} each on a show of hands and on a written resolution, and one vote per share on a poll</p> <p>Are not entitled to receive dividends for as long as any Preference shares of either class remain in issue</p> <p>On distribution on liquidation or otherwise the ordinary shares shall be repaid for sums paid up after all other payments have been made in respect of the issued Preference shares of either class</p> <p>Are not redeemable</p>	
Class of share	Class B Preference	
Prescribed particulars	<p>Carry no rights to vote at general meetings or on written resolutions, save when Preference share rights are being discussed or voted on</p> <p>In such circumstances, they shall have one share^{vote} each on a show of hands and on a written resolution, and one vote per share on a poll</p> <p>Shall receive dividends in priority to the Class B Preference shares, and are entitled to a fixed cumulative dividend of 20 cents p a on each fully-paid share</p> <p>On winding-up, shall be repaid nominal value of each share, then a sum equal to any arrears etc of preferential dividend, then lastly repayment of any tax credit that may be outstanding</p>	
Class of share		
Prescribed particulars		

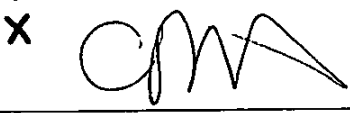
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Class of share		① Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate 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 and any terms or conditions relating to redemption of these shares. A separate table must be used for each class of share Please use a Statement of capital continuation page if necessary
Prescribed particulars		
Class of share		
Prescribed particulars		

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Signature

I am signing this form on behalf of the company		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
Signature	Signature  For and on behalf of JORDAN COMPANY SECRETARIES LIMITED	
This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager		

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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 HELEN GOOSE CLS/HG/L15443

Company name JORDANS LIMITED

Address 21 ST THOMAS STREET

Post town BRISTOL

County/Region

Postcode B S 1 6 J S

Country ENGLAND

DX 78161 BRISTOL

Telephone 0117 923 0600



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.companieshouse.gov.uk or email 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

SH02 - continuation page

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10 Statement of capital (Prescribed particulars of rights attached to shares)①

Class of share	Class B Preference ("CBP")	
Prescribed particulars	<p>Are redeemable only after the third stage of CAP redemption, on the earlier date of either 31/12/2018 OR the day on which all Preference Dividends actually paid and distributed on the CBP total \$40,000,000 (as determined without accounting for any associated tax credit to which the CBP shareholders may be entitled under UK law etc), at the amount payable (as with the third stage of CAP redemption) of the nominal value of the CBP plus an amount equal to any arrears etc, of the Preference Dividend (whether or not earned or declared or whether or not it has become due or payable)</p> <p>The notice for redemption shall be given by the company to the shareholder(s) not later than 14 days before the due date of each redemption, specifying the shares to be redeemed, the date fixed for redemption and the place at which the share certificates are to be delivered for redemption. On such delivery, the company shall pay to the holder or holders the amount due on such redemption.</p> <p>The Preference Dividend shall cease to accrue from the date of redemption.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share</p>