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

SH02

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

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1	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 g notice of a conversion of shar stock

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20/07/2011 COMPANIES HOUSE

1	Compa	any det	ails								
company number	0 3	_ <u>`</u>	0 1	. 3 8	3 2					in this form	
ompany name in full	OPD 0	OPD Group plc				Please complete in typescript or ii bold black capitals					
onipany namo in rail				<u>-</u>		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				ds are mandatory unless	
	<u> </u>				_				specifi	ed or indicated by *	
2	Date of										
ate of resolution	⁰ 1 ⁰ 4		mo m	ץ ק	2 70	'1 ^y 1					
3	Conso	lidation	1								
Please show the ame	ndments	to each	class o	f share							
			Prev	rious share	structure			New share struc	New share structure		
Class of shares E.g. Ordinary/Preference of	etc)		Nurr	Number of issued shares		Nominal value of each share		Number of issued shares		Nominal value of each share	
											
, <u> </u>			- -	· · · · · · · · · · · · · · · · · · ·							
			- -		_		—		 		
,	Sub-di	vision	_ !		<u></u>	1				<u> </u>	
Please show the ame	ndments	to each	class o	of share							
			Prev	Previous share structure			New share structure				
Dass of shares E.g. Ordinary/Preference	etc)	··	Num	nber of issue	d shares	Nominal value of each share		Number of issue	d shares	Nominal value of each share	
Ordinary				267	7.2796	5,000	00	26	727960	0.0	
			_								
5	Reden	ntion		·				<u> </u> 		<u> </u>	
		<u> </u>									
Please show the clas Only redeemable sha	s numbe ires can l	r and no be redee	minal va med	alue of sha	ares that f	iave been redeeme	đ				
lass of shares	4-1		Nun	nber of issue	d shares	Nominal value of each	1				
E g Ordinary/Preference	etc)		_			share		.[
			_ _								
				·— -·				İ			

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6	Re-conversion						
Please show the class	s number and nomina	value of shares following	g re-conversion from sto	ck			
	New share structure						
Value of stock	Class of shares (E.g. Ordinary/Preference	e etc)	Number of issued shares	Nominal value of each share			
	-						
	Statement of cap	ital	<u></u>		· · · · · · · · · · · · · · · · · · ·		
		ction 8 and Section 9 if a		ct the company's			
7	Statement of cap	ital (Share capital in p	oound sterling (£))				
		ach share classes held in complete Section 7 and the					
Class of shares (E.g. Ordinary/Preference e	etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value 3		
Ordinary		0.05		26727960	£ 1,336,398.00		
					£		
					£		
					£		
			Totals	26727960	£ 1,336,398.00		
8	Statement of cap	ital (Share capital in o	other currencies)				
	table below to show a	ny class of shares held ir currency	other currencies				
Сигтепсу					,		
Class of shares (E.g. Ordinary / Preference	etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value 3		
							
			Totals				
Currency							
Class of shares (E.g. Ordinary/Preference	etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 2	Aggregate nominal value		
		-					
			Totals				
Including both the non- share premium Total number of issued	·	Number of shares issue nominal value of each si	hare Ple	entinuation pages ease use a Statement of Capit ge if necessary	al continuation		

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9	Statement of capital (Totals)	
	Please give the total number of shares and total aggregate nominal value of issued share capital	Total aggregate nominal value Please list total aggregate values in different currences separately For
Total number of shares		example £100 + €100 + \$10 etc
Total aggregate nominal value 1		
10	Statement of capital (Prescribed particulars of rights attached to shares	s) 0
	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.	Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights,
Class of share	Ordinary	including rights that arise only in certain circumstances,
Prescribed particulars	Each share is entitled to: (1) one vote in any circumstances, (2) pari passu to dividend payments or any other distribution, (3) pari passu to participate in a distribution arising from a winding up of the company, and (4) no share is redeemable	b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in 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 the redemption of these shares A separate table must be used for each class of share
Class of share		Please use a Statement of capital
Prescribed particulars		continuation page if necessary
Class of share		
Prescribed particulars		

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	Prescribed particulars of rights attached to shares
	The particulars are a particulars of any voting rights, including rights that anse 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
Signature	
I am signing this form on behalf of the company	2 Societas Europaea If the form is being filed on behalf
This form may be signed by Director , Secretary, Person authorised , Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager	of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership Person authorised Under either section 270 or 274 of the Companies Act 2006
	I am signing this form on behalf of the company Signature X This form may be signed by

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Presenter Information	Important 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	Please note that all information on this form will appear on the public record.			
visible to searchers of the public record	☑ Where to send			
Contact name Stephen Wylle/ Rebecca Clark Company name Stephenson Harwood	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:			
Address 1 Finsbury Circus	For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff			
Post town London County/Region	For companies registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2,			
Postcode E C 2 M 7 S H	139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)			
DX DX 64 Chancery Lane	For companies registered in Northern Ireland: The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street,			
Telephone 02078092260	Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1			
✓ Checklist	7 Further Information			
We may return forms completed incorrectly or with information missing.	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk.or			
Please make sure you have remembered the following:	email enquines@companieshouse gov uk			
The company name and number match the information held on the public Register	This form is available in an			
You have entered the date of resolution in	alternative format. Please visit the			
Section 2 Where applicable, you have completed Section 3, 4,	forms page on the website at			
5 or 6 You have completed the statement of capital You have signed the form	www.companieshouse.gov.uk			