

SH06

Notice of cancellation of shares

5

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

Prescribed particulars
①

SEE CONTINUATION PAGE.

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

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.

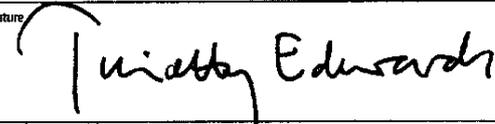
6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:
Director ①, Secretary, Person authorised ①, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

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.

① 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 HEFFERNAN**

Company name **COVINGTON & BURLING LLP**

Address **265 STRAND**

Post town **LONDON**

County/Region

Postcode **W C 2 R 1 B H**

Country **UNITED KINGDOM**

DX

Telephone **020 7067 2109**

 **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.

 **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

5 Statement of capital (prescribed particulars of rights attached to shares) ●	
Class of share	SERIES A PREFERENCE SHARES
Prescribed particulars	<p>THE SERIES A PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR WINDING UP OF THE COMP ANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS. THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES A PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES.</p> <p>SERIES B PREFERENCE SHARES</p> <p>THE SERIES B PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR WINDING UP OF THE COMP ANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS AND THE SERIES A CONVERTIBLE PREFERENCE SHAREHOLDERS. THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES B PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES</p> <p>SERIES C PREFERENCE SHARES</p> <p>THE SERIES C PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR WINDING UP OF THE COMP ANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS AND THE SERIES A AND SERIES B CONVERTIBLE PREFERENCE SHAREHOLDERS. THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES C PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES.</p> <p>ORDINARY SHARES</p> <p>EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES AND HAS RIGHTS TO DIVIDENDS AND DISTRIBUTIONS AFTER PREFERENTIAL RIGHTS HAVE BEEN EXERCISED.</p>

● **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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