

DON'T
STAPLE

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 stock
into stock.

WEDNESDAY



ABYV12SZ

A03

08/03/2023

#103

COMPANIES HOUSE

1 Company details

Company number 3 8 0 7 7 5 5

Company name in full CARRIER RENTAL SYSTEMS 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 2 3 0 2 2 0 2 3

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
Deferred shares	60	£1.00	6,000,000	£0.00001

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	

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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	

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'.

Continuation page
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
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Currency table A

GBP	Deferred	6,000,000	60	
GBP	A ordinary	6,274,477	62.74477	
GBP	Non-voting	14,618,010	146.1801	
Totals		26,892,487	268.92487	0.00

Currency table B

Totals				

Currency table C

Totals				0.00

Total issued share capital table

Complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value ^①	Total aggregate amount unpaid ^{① ②}
Grand total	110,443,608	1,104.43608	0.00

^① Show different currencies separately. For example: £100 + €100 + \$10^② Total aggregate amount unpaid

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

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

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

Deferred

Prescribed particulars^①

The deferred shares: (i) have no right to attend general meetings or vote; (ii) no right to a dividend until the holders of ordinary shares and non-voting "A" ordinary shares have received £10 million per share; and (iii) in the event of a winding up situation, any surplus is distributed between the ordinary, non-voting and A-ordinary shares, subject to the holders of non-voting A ordinary shares being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds.

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.

Please use a Statement of capital continuation page if necessary.

Class of share

A ordinary

Prescribed particulars^①

The A ordinary shares: (i) have a right to attend general meetings but not vote; (ii) rank pari passu with non-voting shares and ordinary shares in event of distribution of profits, subject to the holders of the non-voting A ordinary share being entitled to a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds; and (iii) in the event of a winding up situation, any surplus is distributed between the ordinary, non-voting and A-ordinary shares, subject to the holders of non-voting A ordinary shares being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds.

Class of share

Non-voting

Prescribed particulars^①

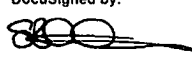
The non-voting shares: (i) have a right to attend general meetings but not vote; (ii) rank pari passu with A ordinary shares and ordinary shares in event of distribution of profits, subject to the holders of the non-voting A ordinary share being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds; and (iii) in the event of a winding up situation, any surplus is distributed between the ordinary, non-voting and A-ordinary shares, subject to the holders of non-voting A ordinary shares being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds.

9 Signature

I am signing this form on behalf of the company.

Signature

Signature

DocuSigned by:

 DBB8DA9A0244DB...

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

Henry Wright

Company name

Edwin Coe LLP

Address

2 Stone Buildings

Lincoln's Inn

Post town

County/Region

London

Postcode

W C 2 A 3 T H

Country

United Kingdom

DX

191 LDE

Telephone

0203 974 8186

**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

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

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Complete the table below to show the issued share capital.
Complete a separate table for each currency.

04/22 Version 6.0

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

SH02 - continuation page

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

Class of share	Ordinary	
Prescribed particulars	<p>The ordinary shares: (i) have one vote per share at any general meeting of the Company; (ii) rank pari passu with non-voting shares and A ordinary shares in event of distribution of profits, subject to the holders of the non-voting A ordinary share being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds; and (iii) in the event of a winding up situation, any surplus is distributed between the ordinary, non-voting and A-ordinary shares, subject to the holders of non-voting A ordinary shares being entitled to receive a maximum aggregate value of £900,000 whether through distribution of profits, return of capital or sale proceeds.</p>	<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>