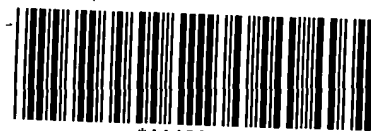




✓ What this form is for
You may use this form to give notice of redenomination of shares.

X What this form is NOT for
You cannot use this form to
notice of a reduction of cap
following redenomination. For
this, please use form SH15.



AA4GCU6J

A25 14/05/2021 #82

COMPANIES HOUSE

1 Company details

Company number	0	5	6	1	3	0	6	0
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Company name in full	Marex Spectron Group Limited
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→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Date resolution passed

Resolution date	^d 1	^d 0	^m 0	^m 5	^y 2	^y 0	^y 2	^y 1
-----------------	----------------	----------------	----------------	----------------	----------------	----------------	----------------	----------------

3	Shares redenominated
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[illegible]

① The new nominal value of the shares must be calculated by translating the aggregate (total) nominal value of all the shares of that class into the new currency (at the rate of exchange specified in the resolution) and dividing that amount by the number of shares in the class.

SH14

Notice of redenomination

4

Statement of capital

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

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				
USD	Growth	27,297,003	US\$4,504.005495	
USD	Ordinary	106,491,588	US\$17,571.11202	
USD	Ordinary Non-Voting	3,986,376	US\$657.75204	
Totals		137,774,967	US\$22732.869555	US\$0
Currency table B				
GBP	Deferred Shares	106,798,538	£50,044.70556	
Totals		106,798,538	£50,044.70556	£0
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares 244,573,505	Total aggregate nominal value ❶ £50,044.70556 + US\$22,732.869555	Total aggregate amount unpaid ❶ £0 + US\$0

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

SH14

Notice of redenomination

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

Deferred

Prescribed particulars
①

These shares carry no voting rights or rights as to participation in dividends or distributions. On a return of capital on a winding up or otherwise, the assets of the company available for distribution to its members shall be applied in paying a sum equal to £1 to the holders of the Deferred Shares pro-rata according to the number of Deferred Shares held by them (rounded to the nearest £0.01, but such that the total paid in aggregate to all the holders shall in no event exceed £1). They carry no right of redemption.

Class of share

Growth

Prescribed particulars
①

Shares carry no voting rights, no rights as to participation in dividends and no entitlement to return of capital (including on winding up). Shares may be redeemed by the company on a specified redemption date and at a redemption price to be calculated by reference to the formula contained in the Articles of Association.

Class of share

Ordinary

Prescribed particulars
①

Each Ordinary Share carries the right to vote, rights as to participation in dividends or distributions pro rata with the Non-Voting Ordinary Shares, entitlement to return of capital (including on winding up) pro rata with the Non-Voting Ordinary Shares. There is no right of redemption.

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.

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^②, Secretary, Person authorised^②, 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.

SH14 - continuation page

Notice of redenomination

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

Class of share	Ordinary Non-Voting
Prescribed particulars 1	<p>These shares do not carry voting rights. They carry rights as to participation in dividends pro rata with the Ordinary Shares and entitlement to return of capital (including winding up) pro rata with the Ordinary Shares. They carry no right of redemption.</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.

SH14

Notice of redenomination

**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 **Thomas Vaughan**

Company name **Herbert Smith Freehills LLP**

Address **Exchange House**

Primrose Street

London

Post town

County/Region

Postcode **E C 2 A 2 E G**

Country **UK**

DX

Telephone **+44 20 7374 8000**

**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 the resolution was passed in 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