

# 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  
notice of a conversion of  
stock

THURSDAY



A33

\*A3F97NYR\*

28/08/2014

#83

COMPANIES HOUSE

### 1 Company details

Company number **06475379**

Company name in full **ABINGDON HEALTH LIMITED**

→ **Filing 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 **19/08/2014**

### 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
<b>ORDINARY</b>	<b>1,918</b>	<b>£1.00</b>	<b>1,918,000</b>	<b>£0.001</b>
<b>PREFERRED ORDINARY</b>	<b>2,351</b>	<b>£1.00</b>	<b>2,351,000</b>	<b>£0.001</b>

### 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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<b>6 Re-conversion</b>			
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

<b>7 Statement of capital (Share capital in pound sterling (£))</b>				
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
ORDINARY	£ 0 001	NIL	1,918,000	£ 1,918
PREFERRED ORDINARY	£ 0 001	NIL	2,351,000	£ 2,351
A ORDINARY	£ 0 01	NIL	10,000	£ 100
				£
Totals			4,279,000	£ 4,369

<b>8 Statement of capital (Share capital in other currencies)</b>				
Please complete the table below to show any class of shares held in other currencies				
Please complete a separate table for each currency				
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				

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 Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

**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	<p>① Total aggregate nominal value Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc</p>
Total number of shares	4,279,000	
Total aggregate nominal value ①	4,369	

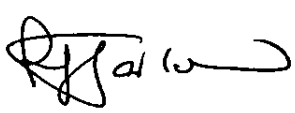
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## Statement of capital (Prescribed particulars of rights attached to shares)②

	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	<p>② Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p> <p>Please use a Statement of capital continuation page if necessary</p>
Class of share	ORDINARY	
Prescribed particulars	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. WINDING UP RIGHTS ARE EQUAL WITH PREFERRED ORDINARY SHARES AND PREFERENTIAL TO A ORDINARY SHARES	
Class of share	PREFERRED ORDINARY	
Prescribed particulars	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCE WINDING UP RIGHTS ARE EQUAL WITH ORDINARY SHARES AND PREFERENTIAL TO A ORDINARY SHARES.	
Class of share	A ORDINARY SHARES	
Prescribed particulars	EACH SHARE IS ENTITLED TO 1/100TH OF A VOTE PER A ORDINARY SHARE AT ALL GENERAL MEETINGS SAVE THAT SUCH SHARES SHALL CARRY ONE VOTE PER SHARE AT A CLASS MEETINGS OF THE HOLDERS OF A ORDINARY SHARES DIRECTORS ACTING WITH INVESTOR CONSENT MAY RESOLVE TO DISTRIBUTE DIVIDENDS TO HOLDERS OF A ORD SHARES AS AN INDEPENDENT PD	

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Class of share	A ORDINARY SHARES (CONTINUED)		<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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> <p>A separate table must be used for each class of share</p> <p>Please use a Statement of capital continuation page if necessary</p>
Prescribed particulars	<p>CLASS OF SHARES FROM EQUITY SHARES BUT SHALL BE MADE PARI PASSU AMONGST HOLDERS OF A ORD SHARES AT THE TIME OF THE DISTRIBUTION.</p> <p>ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE (OTHER THAN A CONVERSION OR PURCHASE OF THE SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN AN ORDER OF PRIORITY WHEREBY HOLDERS OF PREFERRED AND ORDINARY SHARES RECEIVE AMOUNTS UP TO A FURTHER RATE</p>		
Class of share			<p>A separate table must be used for each class of share</p> <p>Please use a Statement of capital continuation page if necessary</p>
Prescribed particulars	<p>AND THEN AMOUNTS ABOVE THAT RATE ARE ALLOCATED 10% TO A ORDINARY SHAREHOLDERS AND THE BALANCE TO PREFERRED AND ORDINARY SHAREHOLDERS WHENEVER THE SHARE CAPITAL OF THE CON</p> <p>SEE CONTINUATION PAGE</p> <p>(PLEASE NOTE THERE IS NO CHANCE TO TAKE A ORDINARY SHARES RIGHTS).</p>		
<p><b>11</b> Signature</p> <p>I am signing this form on behalf of the company</p>			
Signature	<p>Signature</p> <p>X  X</p>		<p>② Societas Europaea</p> <p>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</p> <p>③ Person authorised</p> <p>Under either section 270 or 274 of the Companies Act 2006</p>
<p>This form may be signed by</p> <p>Director ②, Secretary, Person authorised ③, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager</p>			

# SH01 - continuation page

## Return of allotment of shares

### 7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share		
Prescribed particulars	<p>EACH SHARE IS ENTITLED TO 1/100TH OF A VOTE PER A ORDINARY SHARE AT ALL GENERAL MEETINGS SAVE THAT SUCH SHARES SHALL CARRY ONE VOTE PER SHARE AT A CLASS MEETING OF THE HOLDERS OF A ORDINARY SHARES - DIRECTORS ACTING WITH INVESTOR CONSENT MAY RESOLVE TO DISTRIBUTE DIVIDENDS TO HOLDERS OF A ORDINARY SHARES AS AN INDEPENDENT CLASS OF SHARE FROM THE EQUITY SHARES BUT SHALL BE MADE PARI PASSU AMONGST HOLDERS OF A ORDINARY SHARES AT THE TIME OF DISTRIBUTION - ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE (OTHER THAN A CONVERSION OR PURCHASE OF SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN AN ORDER OF PRIORITY WHEREBY HOLDERS OF PREFERRED ORDINARY AND ORDINARY SHARES RECEIVE AMOUNTS UP TO AN AGREED HURDLE RATE AND THEN AMOUNTS ABOVE THAT RATE ARE ALLOCATED 10% TO A ORDINARY SHAREHOLDERS AND THE BALANCE TO PREFERRED ORDINARY AND ORDINARY SHAREHOLDERS - WHENEVER THE SHARE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES, THE SPECIAL RIGHTS ATTACHED TO ANY SUCH CLASS MAY ONLY BE VARIED OR ABROGATED (EITHER WHILST THE COMPANY IS A GOING CONCERN OR DURING OR IN CONTEMPLATION OF A WINDING UP) WITH THE CONSENT IN WRITING OF THE HOLDERS OF AT LEAST 75% IN NOMINAL VALUE OF THE ISSUED SHARES OF THAT CLASS SAVE THAT THE A ORDINARY SHARES SHALL BE TREATED AS ONE CLASS OF SHARES FOR THE PURPOSES OF ARTICLE 10 - ON A SALE OF THE COMPANY OR AT A LISTING, THE PROCEEDS SHALL BE ALLOCATED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) IN AN ORDER OF PRIORITY WHEREBY HOLDERS OF PREFERRED ORDINARY AND ORDINARY SHARES RECEIVE AMOUNTS UP TO AN AGREED HURDLE RATE AND THEN AMOUNTS ABOVE THAT RATE ARE ALLOCATED 10% TO A ORDINARY SHAREHOLDERS AND THE BALANCE TO PREFERRED ORDINARY AND ORDINARY SHAREHOLDERS</p>	

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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	R. MARLOW
Company name	ABINGDON HEALTH
Address	ALRI FOOD INNOVATION CAMPUS SAND HUTTON
Post town	YORK
County/Region	N. YORKSHIRE
Postcode	YO41 1LZ
Country	ENGLAND
DX	
Telephone	01904 462 253



### 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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)