

SH10

Notice of particulars of variation of rights attached to shares


Companies House
for the record

☒ **What this form is for**
You may use this form to give notice of particulars of variation of rights attached to shares

☐ **What this form is NOT**
You cannot use this form to give notice of particulars of variation of class rights of members, please use form SH12

WEDNESDAY



A22 *AF495J5V* 14/04/2010 253
COMPANIES HOUSE

1 Company details

Company number 07009647

Company name in full Semperian PPP Investment Partners Group 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 variation of rights

Date of variation of rights 31/03/2010

3 Details of variation of rights

Variation Please give details of the variation of rights attached to shares.

All capitalised terms used but not otherwise defined in this Form SH01 have the meanings given in the articles of association of the company adopted on 31 March 2010

The rights attached to the Ordinary Shares of the Company have been varied as follows.

(continued on continuation page 1)

Continuation pages
Please use a continuation page if you need to enter more details.

4 Signature

I am signing this form on behalf of the company

Signature



Signature


X




For and on behalf of
**SEMPERIAN SECRETARIAT
SERVICES LIMITED**

X

This form may be signed by
Director , Secretary, Person authorised , Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager

 **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

 **Person authorised**
Under either Section 270 or 274 of the Companies Act 2006

SH10

Notice of particulars of variation of rights attached to shares



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 Juliet Anderson

Company name Kirkland & Ellis International LLP

Address 30 St Mary Axe

Post town London

Country/Region

Postcode E C 3 A 8 A F

Country England

DX

Telephone 02074692276



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 variation of rights in section 2
- ☐ You have provided details of the variation of rights in section 3
- ☐ 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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email 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

SH10 – continuation page

Notice of particulars of variation of rights attached to shares

3	Details of variation of rights	
	Please give details of the variation of rights attached to shares.	
Variation	<p>CONTINUATION PAGE 1</p> <p>1 Rights to participate in Dividends</p> <p>1 1 If the Performance Condition has been met to any extent and there are Available Profits, the Directors shall declare the Preference Dividend payable and the Company shall, in respect of each Preference Share, pay the Preference Dividend within 20 days of the Preference Dividend Date</p> <p>1 2 Once the Preference Dividend has been duly declared the Preference Dividend shall automatically become a debt due from and payable by the Company</p> <p>1 3 If and to the extent that the Preference Dividend is not declared and paid within 20 days of the Preference Dividend Date</p> <p>(a) the amount of the Preference Dividend shall accrete at a daily rate equivalent to 6 per cent per annum of the of the Preference Dividend (on the basis of 365 days in a year) in respect of the period from and including the Preference Dividend Date to and including the date of payment, and</p> <p>(b) all Available Profits (or other monies which may lawfully be applied for the purpose of making distributions) shall be applied first in paying the Preference Dividends and any accretion thereon</p> <p>1 4 Immediately following payment of its Preference Dividend, a Preference Share shall rank par passu in all respects with the Ordinary Shares and shall be deemed to have the same rights attaching to it as are attached to the Ordinary Shares, as if they formed one and the same class of shares</p> <p>1 5 Subject to the Act and payment of the Preference Dividend, all Available Profits shall be available for distribution among the holders of the Ordinary Shares by way of dividend pro rata to the number of Ordinary Shares held by each of them</p> <p>(continued on continuation page 2)</p>	

SH10 – continuation page

Notice of particulars of variation of rights attached to shares

3	Details of variation of rights	
	Please give details of the variation of rights attached to shares.	
Variation	<p>CONTINUATION PAGE 2</p> <p>2 Rights to participate in Distributions on a liquidation or a return of capital</p> <p>2.1 Subject to paragraph 2.2 below, on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase by the company of shares) the assets of the company available for distribution among the shareholders shall be applied in paying to each holder of Outstanding Preference Shares (in priority to any payment to the holders of any other class of shares) an amount equal to the Issue Price for each Preference Share it holds</p> <p>2.2 On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase by the company of shares), after making payment to the holders of the Outstanding Preference Shares pursuant to paragraph 2.1 above the assets of the company available for distribution among the shareholders shall be distributed among the holders of the Ordinary Shares pro rata to the number of Ordinary Shares held by them</p>	