

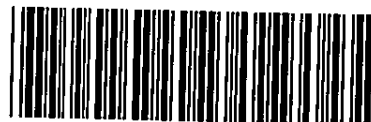
SH02

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares



Companies House

WEDNESDAY



A40IPDP

A17

04/02/2015

#15

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
notice of a conversion of sh.
stock

1 Company details	
Company number	0 7 7 4 9 2 2 3
Company name in full	AESICA HOLCO 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	26 01 2015

3 Consolidation				
Please show the amendments to each class of share				
	Previous share structure		New share structure	
Class of shares (E.g. Ordinary/Preference etc.)	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				
	Previous share structure		New share structure	
Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share
A ORDINARY SHARES	790,000	£0.10	7,900,000	£0.01

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

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

7 Statement of capital (Share capital in pound sterling (£))				
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 ②	Number of shares ③	Aggregate nominal value ④
A ORDINARY SHARES	£0.1	N/A	7,900,000	£ 79,000
B ORDINARY SHARES	£1	N/A	205,000	£ 20,500
C ORDINARY SHARES	£0.1	N/A	158,375	£ 15,837.5
PREFERENCE SHARES	1	N/A	1,696,302	£ 16,963.02
Totals			9,959,677	£ 132,300.52

8 Statement of capital (Share capital in other currencies)				
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 ②	Number of shares ③	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 ②	Number of shares ③	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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9	Statement of capital (Totals)	
	Please give the total number of shares and total aggregate nominal value of issued share capital	
Total number of shares	9,959,677	
Total aggregate nominal value [ⓐ]	132,300 52	
	[ⓐ] Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + 100 + \$10 etc	
10	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 statement of capital share tables in Section 7 and Section 8	
Class of share	A ORDINARY SHARES	
Prescribed particulars	SEE THE CONTINUATION PAGE	
Class of share	B ORDINARY SHARES	
Prescribed particulars	SEE THE CONTINUATION PAGE	
Class of share	C ORDINARY SHARES	
Prescribed particulars	C ORDINARY SHARES CARRY FOLLOWING KEY CHARACTERISTICS I) VOTING RIGHTS AS DEFINED FOR ORDINARY SHARES IN THE COMPANIES ACT, II) NO RIGHT TO RECEIVE DIVIDENDS, AND III) ON REDEMPTION THE C SHARES ARE PAID PARI PASSU WITH THE A AND B SHARES AS IF THEY WERE ALL ONE CLASS OF SHARE BUT ONLY AFTER A DISTRIBUTION HAS BEEN MADE TO EACH HOLDER OF THE A AND B SHARES EQUAL TO THE ISSUE PRICE PLUS £100,000 PER SHARE	
	[ⓑ] 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 and any terms or conditions relating to redemption of these shares. A separate table must be used for each class of share. Please use a Statement of capital continuation page if necessary	

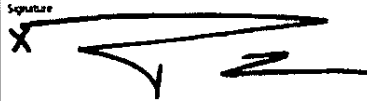
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Class of share	PREFERENCE SHARES	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b. particulars of any 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	PREFERENCE SHARES HAVE NO VOTING RIGHTS. HOLDERS ARE ENTITLED TO A 12% OR 3% DIVIDEND WHICH HAS TO BE ACCRUED AND COMPOUNDED ANNUALLY ON RETURN OF CAPITAL THE PREFERENCE SHARE HOLDERS SHALL BE PAID OUT IN PRIORITY TO ORDINARY SHAREHOLDERS THE ISSUE PRICE AND ANY ACCRUED AND/OR UNPAID DIVIDEND	
Class of share		
Prescribed particulars		

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Signature

	I am signing this form on behalf of the company	<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>
Signature	<p>Signature</p>  <p>This form may be signed by: Director ④ Secretary, Person authorised ④, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager</p>	

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Statement of capital (Prescribed particulars of rights attached to shares)⁶

Class of share		
Prescribed particulars	<p>A ORDINARY SHARES</p> <p>A ORDINARY SHARES CARRY FOLLOWING KEY CHARACTERISTICS I) VOTING RIGHTS AS DEFINED FOR ORDINARY SHARES IN THE COMPANIES ACT, II) THE RIGHT TO RECEIVE DIVIDENDS PARI PASSU WITH THE B ORDINARY SHAREHOLDERS, AND III) ON REDEMPTION THE HOLDERS OF A SHARES ARE PAID PARI PASSU WITH THE HOLDERS OF B SHARES AS IF THEY WERE ALL ONE CLASS OF SHARES UP TO A DISTRIBUTION BEING MADE TO EACH HOLDER OF THE A AND B SHARES EQUAL TO THE ISSUE PRICE PLUS £100,000 PER SHARE, AFTER SUCH DISTRIBUTION ANY FURTHER DISTRIBUTION IS PAID PARI PASSU WITH HOLDERS OF B AND C SHARES AS IF THEY WERE ALL ONE CLASS OF SHARE</p>	<p>⑥ Prescribed particulars of rights attached to shares</p> <p>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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>

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Statement of capital (Prescribed particulars of rights attached to shares)⁰

Class of share		
Prescribed particulars	<p>B ORDINARY SHARES</p> <p>B ORDINARY SHARES CARRY FOLLOWING KEY CHARACTERISTICS I) VOTING RIGHTS AS DEFINED FOR ORDINARY SHARES IN THE COMPANIES ACT, II) THE RIGHT TO RECEIVE DIVIDENDS PARI PASSU WITH THE A ORDINARY SHAREHOLDERS, AND III) ON REDEMPTION THE HOLDERS OF B SHARES ARE PAID PARI PASSU WITH THE HOLDERS OF A SHARES AS IF THEY WERE ALL ONE CLASS OF SHARES UP TO A DISTRIBUTION BEING MADE TO EACH HOLDER OF THE B AND A SHARES EQUAL TO THE ISSUE PRICE PLUS £100,000 PER SHARE, AFTER SUCH DISTRIBUTION ANY FURTHER DISTRIBUTION IS PAID PARI PASSU WITH HOLDERS OF A AND C SHARES AS IF THEY WERE ALL ONE CLASS OF SHARE</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</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 **ANDRIS IVANOV**

Company name **COVINGTON & BURLING LLP**

Address **285 STRAND**

Post town **LONDON**

County/Region

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

Country

DX

Telephone **20 7067 2288**



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 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