RP04

Second filing of a document previously delivered

Companies House

What this form is for
You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

What this form is NOT for
You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies Order 1986 reg delivered.

A second filing cannot be filed information that properly delivere used in these cir

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For further information, please refer to our guidance at www.gov.uk/companieshouse

A7EZK1FV
A13 21/09/2018 #170
COMPANIES HOUSE

1 Company details

Company number	0 8 7 6 3 4 1 2
Company name in full	PRAETURA ASSET FINANCE (HOLDINGS) LIMITED

Filling in this form
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Applicable documents

This form **only** applies to the following forms:

AP01	Appointment of director
AP02	Appointment of corporate director
AP03	Appointment of secretary
AP04	Appointment of corporate secretary
CH01	Change of director's details
CH02	Change of corporate director's details
CH03	Change of secretary's details
CH04	Change of corporate secretary's details
TM01	Termination of appointment of director
TM02	Termination of appointment of secretary
SH01	Return of allotment of shares
AR01	Annual Return
CS01	Confirmation statement (Parts 1-4 only)
PSC01	Notice of individual person with significant control (PSC)
PSC02	Notice of relevant legal entity (RLE) with significant control
PSC03	Notice of other registrable person (ORP) with significant control
PSC04	Change of details of individual person with significant control (PSC)
PSC05	Change of details of relevant legal entity (RLE) with significant control
PSC06	Change of details of other registrable person (ORP) with significant control
PSC07	Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
PSC08	Notification of PSC statements
PSC09	Update to PSC statements

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3 Description of the original document

Document type ❶	SH01	❶ **Description of the original document** Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.
Date of registration of the original document	d 0 d 9 m 0 m 3 y 2 y 0 y 1 y 6	

4 Section 243 or 790ZF Exemption ❷

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below: The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.	❷ If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01)

RP04
Second filing of a document previously delivered

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: KHM
Company name: GATELEY PLC

Address: SHIP CANAL HOUSE
98 KING STREET

Post town: MANCHESTER
County/Region:
Postcode: M 2 4 W U
Country:
DX:
Telephone: 0161 836 7798

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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'

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.

Section 243 or 790ZF exemption
If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.

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

This form has been provided free of charge by Companies House

In accordance with Section 555 of the Companies Act 2006

SH01

Return of allotment of shares

Go online to file this information
www.gov.uk/companieshouse

✓ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

✗ **What this form is NOT for**
You cannot use this form to give notice of shares taken by subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0 8 7 6 3 4 1 2
Company name in full	PRAETURA ASSET FINANCE (HOLDINGS) LIMITED

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates ●

From Date	d 1 d 5	m 0 m 1	y 2 y 0 y 1 y 6
To Date	d d	m m	y y y y

● **Allotment date**
If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

● **Currency**
If currency details are not completed we will assume currency is in pound sterling.

Currency ●	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	C3 ORDINARY	300	0.01	40	0

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

SH01
Return of allotment of shares

4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

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				
GBP	A ORDINARY	3850	38.50	
GBP	B1 ORDINARY	2214	22.14	
GBP	B2 ORDINARY	375	7.5	
	Totals	6439	68.14	0
Currency table B				
	Totals	0	0	0
Currency table C				
	Totals	0	0	0

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	9259	96.34	0

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

SH01
Return of allotment of shares

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	A ORDINARY
Prescribed particulars ❶	SEE CONTINUATION SHEET
Class of share	B1 ORDINARY
Prescribed particulars ❶	SEE CONTINUATION SHEET
Class of share	B2 ORDINARY
Prescribed particulars ❶	SEE CONTINUATION SHEET

❶ 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.

Continuation page
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 ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ 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

❸ Person authorised
Under either section 270 or 274 of the Companies Act 2006.

SH01
Return of allotment of 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 KHM

Company name Gateley Plc

Address Ship Canal House

98 King Street

Post town Manchester

County/Region

Postcode M 2 4 W U

Country United Kingdom

DX 14317 Manchester - 1

Telephone 0161 836 7700

Checklist

We may return the 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 shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in 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

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

4 Statement of capital

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

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
GBP	C1 ORDINARY	1800	18	
GBP	C2 ORDINARY	720	7.20	
GBP	C3 ORDINARY	300	3	
	Totals	2820	28 20	0

In accordance with Section 555 of the Companies Act 2006

SH01 - continuation page

Return of allotment of shares

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

Class of share	C1 ORDINARY
Prescribed particulars	SEE CONTINUATION SHEET

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	C2 ORDINARY
Prescribed particulars	SEE CONTINUATION SHEET

In accordance with Section 555 of the Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

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

Class of share	C3 ORDINARY
Prescribed particulars	SEE CONTINUATION SHEET

PRAETURA ASSET FINANCE (HOLDINGS) LIMITED

PRESCRIBED PARTICULARS FOR SH01

A ORDINARY

THE HOLDERS OF THE A ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS· (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS; (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS; (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS. THE HOLDERS OF THE A ORDINARY SHARES SHALL HAVE ONE VOTE FOR EVERY SUCH SHARE HELD. THE A ORDINARY SHARES DO NOT CONTAIN A RIGHT OF REDEMPTION.

B1 ORDINARY

THE HOLDERS OF THE B1 ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS; (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS; (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C

ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS THE HOLDERS OF THE B1 ORDINARY SHARES SHALL HAVE ONE VOTE FOR EVERY SUCH SHARE HELD. THE B1 ORDINARY SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME IN THE 24 MONTHS FROM 30 SEPTEMBER 2017.

B2 ORDINARY

THE HOLDERS OF THE B2 ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS, (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS; (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS. THE HOLDERS OF THE B2 ORDINARY SHARES SHALL HAVE ONE VOTE FOR EVERY SUCH SHARE HELD AND SHALL ALSO BE ENTITLED, AS A CLASS, TO SUCH PROPORTION OF THE VOTING RIGHTS AS THE ISSUED B2 ORDINARY SHARES REPRESENT AS A PROPORTION OF THE AGGREGATE NUMBER OF A ORDINARY SHARES, B1 ORDINARY SHARES, B2 ORDINARY SHARES AND C1 ORDINARY SHARES IN ISSUE, SUBJECT TO THE B2 ORDINARY SHARES, ENTITLING THE HOLDERS TO A MINIMUM VOTING ENTITLEMENT, AS A CLASS, OF 5%. THE B2 ORDINARY SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME IN THE 24 MONTHS FROM 30 SEPTEMBER 2017.

C1 ORDINARY

THE HOLDERS OF THE C1 ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS, (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT

£2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS, (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS. THE HOLDERS OF THE C1 ORDINARY SHARES SHALL HAVE ONE VOTE FOR EVERY SUCH SHARE HELD. THE C1 ORDINARY SHARES DO NOT CONTAIN A RIGHT OF REDEMPTION.

C2 ORDINARY

THE HOLDERS OF THE C2 ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS; (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS; (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS. THE C2 ORDINARY SHARES SHALL NOT CARRY ANY VOTING RIGHTS. THE C2 ORDINARY SHARES DO NOT CONTAIN A RIGHT OF REDEMPTION.

C3 ORDINARY

THE HOLDERS OF THE C3 ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE "LOAN NOTES" (BEING TOGETHER THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2013 ISSUED BY PRAETURA ASSET FINANCE LIMITED AND THE £10,000,000 SECURED FIXED RATE LOAN NOTES 2014 ISSUED BY PRAETURA ASSET FINANCE LIMITED) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THAT, ANY DIVIDENDS DECLARED BY THE COMPANY SHALL BE APPLIED ON A NON-CUMULATIVE BASIS BETWEEN THE HOLDERS FOR THE TIME BEING OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES, THE C2 ORDINARY SHARES AND THE C3 ORDINARY SHARES, PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE PROCEEDS ON A RETURN OF CAPITAL (BUT EXCLUDING A REDEMPTION OR PURCHASE OF OWN SHARES) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE ISSUE PRICE OF THOSE SHARES TOGETHER WITH ALL ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C1 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £5,000,000 OF SUCH PROCEEDS; (III) THIRD IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES, C1 ORDINARY SHARES AND C2 ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT

£2,500,000 OF SUCH PROCEEDS; (IV) FOURTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE NEXT £50,000,000 OF SUCH PROCEEDS; (V) FIFTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) THE ISSUE PRICE OF THOSE B ORDINARY SHARES WHICH HAVE BEEN CONVERTED INTO DEFERRED SHARES; AND (VI) SIXTH IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF ONE CLASS) THE BALANCE (IF ANY) OF ANY SURPLUS ASSETS. THE C3 ORDINARY SHARES SHALL NOT CARRY ANY VOTING RIGHTS. THE C3 ORDINARY SHARES DO NOT CONTAIN A RIGHT OF REDEMPTION.