

SH10

Notice of particulars of variation of rights attached to shares

✓ **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 for**
You cannot use this form to give notice of particulars of variation of class rights of members of a company without shares. If you wish to do this, please use form SH11.

WEDNESDAY



A6CG6QIZ
09/08/2017 #74
COMPANIES HOUSE

1 Company details

Company number 08850932

Company name in full JMCD Investments 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

06/06/2017

3 Details of variation of rights

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

Variation

100 Ordinary Shares re-designated as 18 Ordinary A Shares, 18 Ordinary B Shares, 14 Ordinary C Shares, 18 Ordinary D Shares, 18 Ordinary E Shares, 14 Ordinary F Shares. The change of rights are set out in the continuation page.

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

✗

✗

This form may be signed by:
Director ①, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.

① 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.

② 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 Amanda Hughes

Company name Mills & Reeve LLP

Address 1 City Square

Post town Leeds

County/Region

Postcode L S 1 2 E S

Country United Kingdom

DX DX 310011 Leeds Park Square

Telephone 0344 880 2666



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, 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

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

Appointment of Chairman of the Board

If John McDonnell ceases to be chairman of the board and does not nominate a director to be an alternative chairman or the nominee refuses the position, for so long as persons who are the registered holders of any of the C and/or F Ordinary Shares are the trustees of a Qualifying Trust they shall have the right to appoint the new and subsequent chairmen and to remove chairmen, other than John, by majority vote. If the holders of the Ordinary C and F shares are not trustees of a Qualifying Trust or are unable to agree by majority vote, then the shareholders shall have the right to appoint a chairman in general meeting by ordinary resolution.

Appointment of Directors

For so long as persons who are the registered holders of any of the C and/or F Ordinary Shares are the trustees of a Qualifying Trust, such persons shall together be entitled to appoint up to 2 directors.

Profit and Capital Gains

Prior to any distribution of income, profits or gains by the company the Board shall determine the Distributable Profits of the company in respect of each class of Ordinary Shares and calculate such class of Ordinary Shares' maximum entitlement to the Distributable Profits ("Maximum Entitlement") as follows:

a) in respect of the first calculation of the Maximum Entitlement since incorporation the Distributable Profits shall be apportioned using the following percentages ("Percentage Entitlement"):

Ordinary A Shares	18%
Ordinary B Shares	18%
Ordinary C Shares	14%
Ordinary D Shares	18%
Ordinary E Shares	18%
Ordinary F Shares	14%

b) in respect of subsequent apportionments of Distributable Profits:

i) amounts distributed in respect of each class of Ordinary Shares at any time shall reduce that class of Ordinary Shares' Maximum Entitlement by the amount distributed in respect of such class of Ordinary Shares;

ii) if the Distributable Profits are equal to or less than the current aggregate Maximum Entitlement of each class of Ordinary Shares then the Maximum Entitlement of each class of Ordinary Shares shall be reduced such that the aggregate Maximum Entitlement of all classes of Ordinary Shares is equal to the aggregate Distributable Profits at that time. The reduction shall be apportioned in the same percentages as each such classes of Ordinary Shares' Percentage Entitlement and the Maximum Entitlement of each class of Ordinary Shares shall be reduced accordingly. For the avoidance of doubt reductions which reduce a class of Ordinary Shares' Maximum Entitlement below zero shall be recorded as negative;

iii) if the Distributable Profits exceed the current aggregate Maximum Entitlements any excess shall be apportioned amongst all classes of Ordinary Shares in the same percentages as each such classes of Ordinary Shares' Percentage Entitlement and the Maximum Entitlement of each class of Ordinary Shares shall be increased accordingly.