

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 1986 or the Companies (Northern Ireland) Order 1986 registered.

A second filing of a document cannot be filed where the information that was properly delivered. Form RP01 must be used in these circumstances.

For further information, please refer to our guidance at [companieshouse.gov.uk](#)



A09 *ABYASHJD* 28/02/2023 #82
COMPANIES HOUSE

1 Company details

Company number	0	9	2	8	6	5	3	1
Company name in full	GARRISON TECHNOLOGY LTD							

→ 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

RP04

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3 Description of the original document

Document type ①

Return of allotment of shares - SH01

① 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 2 ^m 1 ^m 1 ^y 2 ^y 0 ^y 2 ^y 2

4 Section 243 or 790ZF Exemption ②

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.

② 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

Company name

Azets

Address

Ashcombe Court

Woolsack Way

Post town

Godalming

County/Region

Postcode

G U 7 1 L Q

Country

DX

Telephone



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



SH01

Return of allotment of shares



Companies House



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 9 2 8 6 5 3 1

Company name in full GARRISON TECHNOLOGY LTD

→ 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 ¹

From Date

d	2	d	4	m	0	m	6	y	2	y	0	y	2	y	2
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

To Date

d	2	d	5	m	1	m	0	y	2	y	0	y	2	y	2
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

1 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.)

2 Currency

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

Currency ²	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)	N Shares	276,954	£0.000025	£0.020002	

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 <i>Complete a separate table for each currency</i>	Class of shares <i>E.g. Ordinary/Preference etc.</i>	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) <i>Including both the nominal value and any share premium</i>
--	---	------------------	---	--

Currency table A

£ (GBP)	A Preferred Shares	1,147,715	£28.692875	
	A1 Preferred Shares	944,733	£23.618325	
	A2 Preferred Shares	2,617,449	£65.436225	
Totals are on the continuation page. Sub-Totals		4,709,897	£117.747425	£0.00

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
11,164,718	£279.11795	£0.00

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 Preferred Shares
Prescribed particulars ①	VOTING THE HOLDERS OF THE A PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A PREFERRED SHARE HELD DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO (This prescribed particulars description has an extension page.)
Class of share	A1 Preferred Shares
Prescribed particulars ①	VOTING THE HOLDERS OF THE A1 PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A1 PREFERRED SHARE HELD DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO (This prescribed particulars description has an extension page.)
Class of share	A2 Preferred Shares
Prescribed particulars ①	VOTING THE HOLDERS OF THE A2 PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A2 PREFERRED SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO (This prescribed particulars description has an extension page.)

① 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.

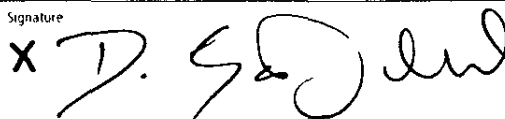
6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

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

② 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.

① 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	Louise Davies
Company name	Azels -Godalming
Address	Ashcombe Court Woolsack Way
Post town	Godalming
County/Region	Surrey
Postcode	G U 7 1 L Q
Country	United Kingdom
DX	
Telephone	

**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

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

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SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A Preferred Shares	
Prescribed particulars	(Continued prescribed particulars description.)	
	<p>DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON A LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES; AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION</p>	

SH01 - continuation page

Return of allotment of shares

5

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

Class of share	A1 Preferred Shares	
Prescribed particulars	<p>(Continued prescribed particulars description.)</p> <p>DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES; AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION</p>	

SH01 - continuation page
Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	A2 Preferred Shares	
Prescribed particulars	<p>(Continued prescribed particulars description.)</p> <p>DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION.</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	B Preferred Shares	
Prescribed particulars	<p>VOTING THE HOLDERS OF THE B PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A2 PREFERRED SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION.</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	N Shares	
Prescribed particulars	<p>VOTING: THE HOLDERS OF THE N SHARES SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY NOR THE RIGHT TO ATTEND, SPEAK OR VOTE AT ANY SUCH GENERAL MEETING. DIVIDENDS: ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE PREFERRED SHARES, ORDINARY SHARES AND N SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES OR EQUITY SHARES. CAPITAL: AS TO CAPITAL, ON A LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION.</p>	

SH01 - continuation page

Return of allotment of shares

5

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

Class of share	Ordinary Shares
Prescribed particulars	<p>VOTING THE HOLDERS OF THE ORDINARY SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH ORDINARY SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON A LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED SHARES A SUM EQUAL TO THE ISSUE PRICE FOR SUCH SHARES (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE ISSUE PRICE, THE SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES PRO RATA IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION NO RIGHTS OF REDEMPTION</p>