

# SH02

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



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  
into stock.

SATURDAY



A30 \*A63EX3SI\* 01/04/2017 #143  
COMPANIES HOUSE

### 1 Company details

Company number 0 9 5 5 3 0 3 1  
Company name in full IH HOLDINGS INTERNATIONAL 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 d 2 d 9 m 1 m 1 y 2 y 0 y 1 y 6

### 3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	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.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

### 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
DEFERRED SHARES	753,417	\$0.01

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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

**7 Statement of capital**

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

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

**Currency table A**

USD	ORDINARY SHARES	13,073,076	130,730.76	
USD	SERIES A SHARES	10,518,350	105,183.50	
USD	SERIES B SHARES	1,334,048	13,340.48	
<b>Totals</b>		24,925,474	249,254.74	0

**Currency table B**

<b>Totals</b>				

**Currency table C**

<b>Totals</b>				

**Totals (including continuation pages)**

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
34,598,669	345,986.69	0

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

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**Statement of capital (prescribed particulars of rights attached to shares) ①**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 7**.

Class of share

Ordinary Shares

Prescribed particulars  
①

Voting rights - shares rank equally for voting purposes. On a show of hands each member shall have one vote and on a poll each member shall have one vote per ordinary share held. Dividend rights - each share shall have a right to dividends in accordance with Article 4.2. Distribution rights on a winding up - in the event that there are surplus assets of the Company after payment of the Company's liabilities and payments of distributions to the holders of the Series A shares, deferred shares and the F Ordinary shares, the holders of the ordinary shares shall be entitled to participate in distributions along with the holders of Series A shares, F Ordinary shares and Series B shares in accordance with Article 5(d). Redeemable shares - the shares are not redeemable.

Class of share

Series A

Prescribed particulars  
①

Voting rights - the Series A shares confer on each holder of Series A shares the right to vote. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. Dividend rights - the holders of Series A shares have a right to dividends in accordance with Article 4.2. Distributions rights on a winding up - the holders of Series A shares shall be entitled to an amount per share pursuant to Article 5(a) in priority to the holders of deferred shares (if any), the holders of Series B shares, the holders of F Ordinary shares and the holders of ordinary shares and have an additional right to participate in distributions along with the holders of ordinary shares, F Ordinary shares and Series B shares in accordance with Article 5(d). Redeemable shares - the shares are not redeemable.

Class of share

Series B

Prescribed particulars  
①

(a) the Series B Shares do not entitle the holders of them to receive notice of, to attend, to speak or to vote at any general meeting of the Company nor to receive or vote on, or otherwise constitute an eligible member for the purposes of, proposed written resolutions of the Company; (b) the holders of the Series B shares are entitled to dividends in accordance with Article 4.2; (c) on a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of shares), in the event that there are surplus assets of the Company after payment of the Company's liabilities and payments of distributions to the holders of the Series A shares, deferred shares, F Ordinary shares and ordinary shares (to the extent they are entitled), the holders of the Series B shares shall be entitled to a distribution provided that the surplus assets are in aggregate above a certain amount; and (d) the Series B Shares are non-redeemable.

**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.

Please use a Statement of capital continuation page if necessary.

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**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X *Stephenson Harwood* X

This form may be signed by:

Director ②, Secretary, Person authorised ③, 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.

**③ Person authorised**

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

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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

01-54-03380

Company name

Stephenson Harwood LLP

Address

1 Finsbury Circus

London

Post town

County/Region

Postcode

E C 2 M 7 S H

Country

DX

DX 64, Chancery Lane

Telephone

020 7329 4422



## 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

## Statement of capital

**Complete a separate table for each currency.**

06/16 Version 5.0

# SH02 - continuation page

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## 8 Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	F ORDINARY SHARES	
Prescribed particulars	<p>Voting rights - the F Ordinary shares confer on each holder of F Ordinary shares the right to vote. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. Dividend rights - the holders of F Ordinary shares have a right to dividends in accordance with Article 4.2. Distributions rights on a winding up - in the event that there are surplus assets of the Company after payment of the Company's liabilities and payments of distributions to the holders of Series A shares and the holders of deferred shares, the holders of F Ordinary shares shall be entitled to an amount of Series B shares and the holders of ordinary shares. Redeemable shares - the shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ul> <p>A separate table must be used for each class of share.</p>