

DON'T
STAPLE

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 give notice of a conversion of shares into stock.

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

1 Company details

Company number 09846804

Company name in full BFINANCE GROUP 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 Date of resolution

Date of resolution 08/02/2023

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
B2 ORDINARY	6500	£0.20	1300000	£0.001

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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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

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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'.

Continuation page
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

GBP	A ORDINARY	65161	65.161	
GBP	A PREFERENCE	11504056	11504.056	
GBP	B PREFERENCE	6473694	6473.694	
Totals		18042911	18042.911	0.00

Currency table B

Totals				

Currency table C

Totals				

Total issued share capital table

Complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶ ❷
Grand total	19395408	19395.408	0.00

❶ Show different currencies separately. For example: £100 + €100 + \$10

❷ **Total aggregate amount unpaid**
Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

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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 .	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.
Class of share	A ORDINARY	
Prescribed particulars ^①	VOTING: EACH SHARE CARRIES THE RIGHT TO ONE VOTE DIVIDENDS: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTIRBUTIONS AS RESPECTS DIVIDENDS CAPITAL: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS AS RESPECTS CAPITAL REDEMPTION: THE SHARES ARE NON-REDEEMABLE	
Class of share	A PREFERENCE	
Prescribed particulars ^①	VOTING: THE SHARES DO NOT CARRY VOTING RIGHTS DIVIDENDS: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTIRBUTIONS AS RESPECTS DIVIDENDS CAPITAL: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS AS RESPECTS CAPITAL REDEMPTION: THE SHARES ARE REDEEMABLE IN CERTAIN CIRCUMSTANCES	
Class of share	B PREFERENCE	
Prescribed particulars ^①	VOTING: THE SHARES DO NOT CARRY VOTING RIGHTS DIVIDENDS: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTIRBUTIONS AS RESPECTS DIVIDENDS CAPITAL: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS AS RESPECTS CAPITAL REDEMPTION: THE SHARES ARE REDEEMABLE IN CERTAIN CIRCUMSTANCES	

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Signature

	I am signing this form on behalf of the company.	
Signature	<div>Signature</div> <div><div>X</div><div><div>DocuSigned by:</div><div>David Vafai</div><div>7DEE4F18B7A149D...</div></div><div>X</div></div>	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.
	This form may be signed by: Director ^② , Secretary, Person authorised ^③ , Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.	

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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	REF: MS39/VAF.001-0001				
Company name	SQUIRE PATTON BOGGS (UK) LLP				
Address	PREMIER PLACE				
	2 & A HALF DEVONSHIRE SQUARE				
Post town	LONDON				
County/Region					
Postcode	E	C	2	M	4 U J
Country					
DX					
Telephone	0207 655 1028				



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

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.

04/22 Version 6.0

In accordance with
Section 619, 621 & 689
of the Companies Act
2006.

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8 Statement of capital (prescribed particulars of rights attached to shares) ❶		
Class of share	B1 ORDINARY	<div>❶ Prescribed particulars of rights attached to shares</div> <div>The particulars are:</div> <div>a. particulars of any voting rights, including rights that arise only in certain circumstances;</div> <div>b. particulars of any rights, as respects dividends, to participate in a distribution;</div> <div>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</div> <div>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</div> <div>A separate table must be used for each class of share.</div>
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Class of share	D ORDINARY	
Prescribed particulars	VOTING: THE SHARES DO NOT CARRY VOTING RIGHTS DIVIDENDS: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTIRBUTIONS AS RESPECTS DIVIDENDS CAPITAL: THE SHARES CARRY THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS AS RESPECTS CAPITAL REDEMPTION: THE SHARES ARE NON-REDEEMABLE	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.