

SH10

Notice of particulars of variation of rights attached to shares

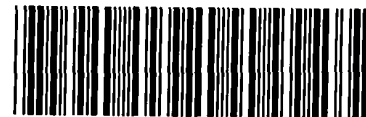


Companies House

☒ 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
notice of particulars of varia
of class rights of members of
company without share cap
do this, please use form SH1

WEDNESDAY



A6DXW5BT

A18

30/08/2017

#432

COMPANIES HOUSE

1

Company details

Company number 0 9 8 9 9 1 7 3

Company name in full FARMSTAND 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 3 9 0 7 2 0 1 7

3

Details of variation of rights

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

Variation

Voting

1 Each A Ordinary Share shall entitle the A Shareholder to one (1) vote on any resolution of the members.

2 Each B Ordinary Share shall entitle the B Shareholder thereof to:
(a) fifteen (15) votes on any resolution of the members and; (b) cast
such number of votes as is necessary to achieve not less than 75%
voting rights on any resolution of the member.

Dividends

1 Subject to the provisions of the Act, the Directors may, having
received Shareholder approval, declare an interim dividend and the
Company may by ordinary resolution, upon the recommendation of
the Directors, declare a final dividend but no dividend shall exceed
the amount recommended by the Directors.

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

X *Steve Wil* X

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 – 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	<p>2 Where a dividend is declared in respect of all classes of Shares the Company may, by ordinary resolution, differentiate between classes as to the amount or percentage of dividend payable, but in default the Shares in each such class shall be deemed to rank pari passu in all respects as if they constituted one class of Share.</p> <p>Variation of class rights</p> <p>Whenever the share capital of the Company is divided into different classes of shares, the special rights attached to any such class may only be varied or abrogated (either whilst the Company is a going concern or during or in contemplation of a liquidation) by the B Shareholder.</p> <p>The B Shareholder has a right of first refusal over the proposed transfer of A Ordinary Shares (other than to a permitted transferee) by an A Shareholder before those shares may be offered to any other A Shareholder.</p> <p>In the event that the B Shareholder transfers any of his B Ordinary Shares, they will be redesignated as A Ordinary Shares. Where no B Ordinary Shares remain following the redesignation, the rights of the B Shareholder under the Articles (including director appointment rights) shall fall away.</p> <p>In addition to the right to right to decide the Reserved Matters, A Shareholders are now afforded:</p> <ul style="list-style-type: none"> (a) anti-dilution rights; and (b) co-sale rights, where the B Shareholder proposes to sell an amount of B Ordinary Shares that amounts to an excess of 10 per cent of the total issued share capital of the Company. 	