

Don't  
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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 stock into shares.



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05/03/2021

#194

COMPANIES HOUSE

FRIDAY

## 1 Company details

Company number 0 9 9 1 2 1 9 3

Company name in full NORTHCODERS 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 0 5 0 2 2 0 2 4

## 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
Ordinary A	2,830	£0.10	2,830,000	£0.0001
Ordinary B	2,170	£0.10	2,170,000	£0.0001
Ordinary R1	1,797	£0.10	1,797,000	£0.0001

## 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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### 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.

Please use a Statement of Capital continuation page if necessary.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
£	Ordinary A	2,830,000	£283.00	
£	Ordinary B	2,170,000	£217.00	
£	Ordinary R1	1,797,000	£179.70	
<b>Totals</b>		6,797,000	£679.70	0

<b>Currency table B</b>				
<b>Totals</b>				

<b>Currency table C</b>				
<b>Totals</b>				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	7,830,000	£783.00	0

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


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### 8 Statement of capital (prescribed particulars of rights attached to shares)<sup>①</sup>

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 7.	<b>① Prescribed particulars of rights attached to shares</b> 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	ORDINARY A	
Prescribed particulars ①	A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS, OR ON A POLL, ON THE BASIS OF ONE VOTE PER ORDINARY A SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION; C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL IN THE ORDER OF PRIORITY SET OUT IN THE ARTICLES IN PROPORTION TO THE NUMBER OF ORDINARY A SHARES HELD; AND D) THE ORDINARY A SHARES ARE NOT REDEEMABLE	
Class of share	ORDINARY B	
Prescribed particulars ①	A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS, OR ON A POLL, ON THE BASIS OF ONE VOTE PER B ORDINARY SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION; C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL IN THE ORDER OF PRIORITY SET OUT IN THE ARTICLES IN PROPORTION TO THE NUMBER OF ORDINARY B SHARES HELD; AND D) THE ORDINARY B SHARES ARE NOT REDEEMABLE	
Class of share	ORDINARY R1	
Prescribed particulars ①	A) NO VOTING RIGHTS ARE ATTACHED TO ORDINARY R1 SHARES; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION IN PROPORTION TO THE NUMBER OF ORDINARY R1 SHARES HELD; C) NO RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL; AND D) THE ORDINARY R1 SHARES ARE NOT REDEEMABLE	

### 9 Signature

	I am signing this form on behalf of the company.	<b>② Societas Europaea</b> 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.  <b>③ Person authorised</b> Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature 	
	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

Company name

Harper James Solicitors

Address

2-5 Velocity Tower

1 St Mary's Square

Post town

Sheffield

County/Region

England

Postcode

S

1

4

L

P

Country

DX

Telephone

0800 689 1700



#### 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.**

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## SH02 - continuation page

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

Class of share	ORDINARY R2	<p><b>Prescribed particulars of rights attached to shares</b> 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>
Prescribed particulars	<p>A) NO VOTING RIGHTS ARE ATTACHED TO ORDINARY R2 SHARES; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION IN PROPORTION TO THE NUMBER OF ORDINARY R2 SHARES HELD; C) NO RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL; AND D) THE ORDINARY R2 SHARES ARE NOT REDEEMABLE</p>	