

**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.

FRIDAY



\*A963YDCA\*

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29/05/2020

#258

COMPANIES HOUSE

## 1 Company details

Company number 1 0 7 8 2 2 2 0

Company name in full LOVAT PARKS 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 2 6 0 5 2 0 2 0

## 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
PREFERENCE	10,000,000	£1	250	£40,000

## 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

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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
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**Currency table A**

GBP	Series A Preference	250	£10,000,000	
GBP	A Ordinary	100	£100	
<b>Totals</b>		350	£10,000,100	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
	350	£10,000,100	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.	
Class of share	Series A Preference
Prescribed particulars ①	[See continuation sheet]
Class of share	A Ordinary
Prescribed particulars ①	[See continuation sheet]
Class of share	
Prescribed particulars ①	

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:

9 Signature	
I am signing this form on behalf of the company.	
Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">X</div> <div style="text-align: center;"> <p><i>David Brown</i></p> </div> <div style="margin-left: 20px;">X</div> </div>
<p>This form may be signed by: Director<sup>②</sup>, Secretary, Person authorised<sup>③</sup>, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.</p>	

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

Company name

Macfarlanes LLP

Address

20 Cursitor Street

Post town

London

County/Region

London

Postcode

E C 4 A I L T

Country

UK

DX

DX No: 138 Chancery Lane

Telephone

+44 (0)20 7831 9222



### 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)

## SH02 - continuation page

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

Class of share	Series A Preference	
Prescribed particulars	<p>Each Series A Preference Share carries one vote, provided that the aggregate number of votes in respect of the A Ordinary Shares shall never be less than 30 per cent of the overall votes that may be cast.</p> <p>Prior to the A Ordinary Shares participating in any dividend, the Series A Preference Shares carry the right to first receive an amount equal to the Preferred Return (as defined in the Company's articles). Subject to (i) this prior payment to Series A Preference Shareholders having been received; (ii) the recommendation of the Board; and (iii) the AIMF regulations, any available profits shall be distributed equally amongst the holders of the Preference shares and the Ordinary Shares <i>pari passu</i>.</p> <p>On a return of capital (including on a winding up), the surplus assets of the Company shall be applied in the following order:</p> <p>(i) to the holders of the Series A Preference Shares, an amount equal to any accrued but unpaid Preferred Return; and as to the balance;</p> <p>(ii) to the holders of the Series A Preference Shares whichever is the greater of: (a) the nominal value in respect of the Preference Shares, less any dividend paid in respect of that share; and (b) the amount that would be allocated to the Preference Shares if the remaining surplus assets were to be distributed amongst the holders of the A Ordinary Shares and Preference Shares <i>pari passu</i> and thereafter amongst the holders of the Ordinary Shares and Preferences Shares <i>pari passu</i>;</p> <p>(iii) to the holders of the A Ordinary Shares the amount that would be allocated under (ii)(b) above if the remaining surplus assets were to be distributed amongst the holders of the A Ordinary Shares and Preference Shares <i>pari passu</i>;</p> <p>(iv) to the holders of the B Ordinary Shares the amount that would be allocated under (ii)(b) above if the remaining surplus assets were to be distributed amongst the holders of the Ordinary Shares and Preference Shares <i>pari passu</i>; and</p> <p>(v) after the distribution of the first £1,000,000,000 of such assets, the holders of the Deferred Shares shall be entitled to receive 0.01p per Deferred Share of which it is the holder and thereafter any balance of such assets shall be distributed to the holders of the Ordinary Shares.</p> <p>The Series A Preference Shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> <li>particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ol> <p>A separate table must be used for each class of share.</p>

## SH02 - continuation page

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

Class of share	A Ordinary	
Prescribed particulars	<p>Each A Ordinary Share carries one vote provided that the aggregate number of votes in respect of the A Ordinary Shares shall never be less than 30 per cent of the overall votes that may be cast.</p> <p>The A Ordinary Shares do not carry any right to participate in distributions until each holder of the Series A Preference Shares has first received an amount equal to the Preferred Return (as defined in the Company's Articles). Subject to (i) this prior payment to Series A Preference shareholders having been received; (ii) the recommendation of the Board; and (iii) the AIMF regulations, any available profits shall be distributed equally amongst the Series A Preference shares and A Ordinary Shares <i>pari passu</i>.</p> <p>On a return of capital (including on a winding up), the surplus assets of the Company shall be applied in the following order:</p> <p>(i) to the holders of the Series A Preference Shares, an amount equal to any accrued but unpaid Preferred Return; and as to the balance;</p> <p>(ii) to the holders of the Series A Preference Shares whichever is the greater of: (a) the nominal value in respect of the Preference Shares, less any dividend paid in respect of that share; and (b) the amount that would be allocated to the Preference Shares if the remaining surplus assets were to be distributed amongst the holders of the A Ordinary Shares and Preference Shares <i>pari passu</i> and thereafter amongst the holders of the Ordinary Shares and Preferences Shares <i>pari passu</i>;</p> <p>(iii) to the holders of the A Ordinary Shares the amount that would be allocated under (ii)(b) above if the remaining surplus assets were to be distributed amongst the holders of the A Ordinary Shares and Preference Shares <i>pari passu</i>;</p> <p>(iv) to the holders of the B Ordinary Shares the amount that would be allocated under (ii)(b) above if the remaining surplus assets were to be distributed amongst the holders of the Ordinary Shares and Preference Shares <i>pari passu</i>; and</p> <p>(v) after the distribution of the first £1,000,000,000 of such assets, the holders of the Deferred Shares shall be entitled to receive 0.01p per Deferred Share of which it is the holder and thereafter any balance of such assets shall be distributed to the holders of the Ordinary Shares.</p> <p>The A Ordinary Shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> <li>particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ol> <p>A separate table must be used for each class of share.</p>