

SH02

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

Oyez

☒ 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.

THURSDAY



RC2 *R7BY6S6W*
09/08/2018
COMPANIES HOUSE #48

1 Company details

Company number 1 1 4 2 5 4 5 1

Company name in full Sensyne Health 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 07 08 2018

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
Preferred C	277,025	57.55	277,025	1.08
			277,025	56.47

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'.

Please use a Statement of capital continuation page if necessary.

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
	see continuation page			
Totals				

Totals				

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ¹	Total aggregate amount unpaid ¹
	4 604 242	132 487 063.55	0.00

¹ 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)

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
Prescribed particulars ¹	Ordinary shares have full rights to receive notice of, attend and vote at general meetings. One share carries one vote, and full rights to dividends but in the case of capital distributions they will rank behind Preferred A and Preferred B shares, which will have preference (including on winding up, on sale of the Company and on the public flotation of the Company).
Class of share	Preferred A1
Prescribed particulars ¹	Preferred A1 shares have full rights to receive notice of, attend and vote at general meetings. One share carries one vote, and full rights to dividends but in the case of capital distributions they will rank ahead of Ordinary shares and behind Preferred B shares, which will have preference (including on winding up, on sale of the Company and on the public flotation of the Company).
Class of share	Preferred A2
Prescribed particulars ¹	Preferred A2 shares have full rights to receive notice of, attend and vote at general meetings. One share carries one vote, and full rights to dividends but in the case of capital distributions they will rank ahead of Ordinary shares and behind Preferred B shares, which will have preference (including on winding up, on sale of the Company and on the public flotation of the Company).

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	<p>Signature</p> <p>×  ×</p> <p>This form may be signed by: Director², Secretary, Person authorised³, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>
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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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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
GBP	Ordinary	433,199	467,854.92 ✓	
GBP	Ordinary	433,199	24,462,747.53 ✓	
GBP	Preferred A1	1,033,560	1,116,244.8 ✓	
GBP	Preferred A1	1,033,560	58,365,133.2 ✓	
GBP	Preferred A2	93,047	100,490.76 ✓	
GBP	Preferred A2	93,047	5,254,364.09 ✓	
GBP	Preferred B	465,290	502,513.2 ✓	
GBP	Preferred B	465,290	26,274,926.3 ✓	
GBP	Preferred C	277,025	299,187 ✓	
GBP	Preferred C	277,025	15,643,601.75 ✓	
Totals		4604242	132487063.55	0.00

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

Class of share	Preferred B	1 Prescribed particulars of rights attached to shares
Prescribed particulars	Preferred B shares have full rights to receive notice of, attend and vote at general meetings. One share carries one vote, and full rights to dividends but in the case of capital distributions they will rank ahead of Ordinary shares and Preferred A shares (including on winding up, on sale of the Company and on the public flotation of the Company).	<p>The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

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8 Statement of capital (prescribed particulars of rights attached to shares) ¹	
Class of share	Preferred C
Prescribed particulars	<p>Preferred C shares have full rights to receive notice of, attend and vote at general meetings. One share carries one vote, and full rights to dividends but in the case of capital distributions they will rank ahead of Preferred A shares, Preferred B shares and Ordinary shares (including on winding up, on sale of the Company and on the public flotation of the Company). Holders of Preferred C shares have the right to subscribe for additional Preferred C shares at the nominal value upon certain events taking place, including a public flotation or sale of the Company.</p>
<p>1 Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>	

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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

Amy Matthews

Company name

Osborne Clarke LLP

Address

2 Temple Back East

Temple Quay

Bristol

Post town

County/Region

Postcode

B

S

1

6

E

G

Country

DX

Telephone

0117-917-4326



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 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