

**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.

TUESDAY



AB75KCTL

A03

28/06/2022

#254

COMPANIES HOUSE

1 Company details

Company number 1 1 4 2 5 4 5 1

Company name in full SENSYNE HEALTH PLC

→ **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 6 0 8 2 0 2 2

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 SHARES	166,464,335	£0.10	166,464,335	£0.008

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	

SH02

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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.

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	ORDINARY SHARES	166,464,335	£1,331,714.68	
GBP	DEFERRED SHARES	166,464,335	£15,314,718.82	
Totals		332,928,670	£16,646,433.50	NIL

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 ①	Total aggregate amount unpaid ① ②
Grand total	332,928,670	£16,646,433.50	NIL

① Show different currencies separately. For example: £100 + €100 + \$10

② **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.

SH02

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

8

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**.

Class of share

ORDINARY SHARES

Prescribed particulars^①

THE ORDINARY SHARES ARE ORDINARY SHARES THAT DO NOT CARRY ANY PRESENT OR FUTURE PREFERENTIAL RIGHT TO DIVIDENDS, TO THE COMPANY'S ASSETS ON A WINDING UP OR TO BE REDEEMED IN PREFERENCE TO SHARES IN ANY OTHER CLASS OF SHARES. THEY HAVE ATTACHED TO THEM FULL VOTING RIGHTS AND FULL DIVIDEND RIGHTS. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. THEY HAVE CAPITAL DISTRIBUTION RIGHTS LIMITED TO PRO RATA RIGHTS IN PROPORTION TO THE TOTAL NUMBER OF ORDINARY SHARES.

Class of share

DEFERRED SHARES

Prescribed particulars^①

THE DEFERRED SHARES DO NOT CONFER ANY VOTING RIGHTS, NOR ANY RIGHTS TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY OR TO ATTEND, SPEAK OR VOTE AT ANY SUCH MEETING. THE DEFERRED SHARES DO NOT CONFER ANY RIGHTS TO PARTICIPATE IN THE PROFITS OF THE COMPANY. ON A RETURN OF CAPITAL ON A WINDING UP (EXCLUDING ANY INTRA-GROUP REORGANISATION ON A SOLVENT BASIS), THE DEFERRED SHARES HAVE ATTACHED TO THEM ONLY THE ENTITLEMENT TO THE NOMINAL AMOUNT

Class of share

Prescribed particulars^①

① Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- 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

Signature

X

DocuSigned by:



EB63966058B04AC...

X

This form may be signed by:

Director^②, Secretary, Person authorised^②, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.

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.

SH02

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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	DANIEL SPIVEY									
Company name	COVINGTON & BURLING LLP									
Address	22 BISHOPSGATE									
Post town	LONDON									
County/Region										
Postcode	E	C	2	N		4	B	Q		
Country	UNITED KINGDOM									
DX										
Telephone										

**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

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

SH02 - continuation page

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8

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

Class of share	DEFERRED SHARES	<p>● Prescribed particulars of rights attached to shares</p> <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>
Prescribed particulars	<p>PAID UP OR CREDITED AS PAID UP THEREON, AFTER THE HOLDERS OF THE ORDINARY SHARES HAVE BEEN PAID THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON THE ORDINARY SHARES. THE DEFERRED SHARES SHALL CARRY NO OTHER RIGHT TO PARTICIPATE IN THE ASSETS OF THE COMPANY. THE COMPANY MAY AT ANY TIME PROCURE THE TRANSFER OF ALL OR SOME OF THE DEFERRED SHARES TO THE COMPANY OR TO ANY OTHER PERSON WITHOUT OBTAINING THE SANCTION OF THE HOLDER OF THE DEFERRED SHARES FOR NOT MORE THAN 1 PENCE FOR ALL THE DEFERRED SHARES BEING SO PURCHASED AND WITHOUT ACCOUNTING FOR SUCH SUM TO THE HOLDER OF THE DEFERRED SHARES. THE DEFERRED SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.</p>	