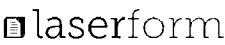


In accordance with
Section 708 of the
Companies Act 2006.

SH06

Notice of cancellation of shares



- ✓ **What this form is for**

You may use this form to give notice of a cancellation of shares by a limited company on purchase
- ✗ **What this form is NOT for**

You cannot use this form to give notice of a cancellation of shares held by a public company under section 663 of the Companies Act 2006. To do this, please use form SH07.
- For further information, please refer to our guidance at www.gov.uk/companieshouse

1

Company details

Company number

1

1

4

4

2

7

1

0

Company name in full

Chaplin Topco 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 cancellation

Date of cancellation

d

0

d

8

m

1

m

2

y

2

y

0

y

2

y

1

3

Shares cancelled

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares cancelled	Nominal value of each share
A Growth	2000	0.0001
B Growth	8000	0.0001

SH06

Notice of cancellation of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

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	Class of shares	Number of shares	Aggregate nominal value	Total aggregate amount
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		(£, €, \$, etc)	unpaid, if any (£, €, \$, etc)
			Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium
Currency table A				
	SEE CONTINUATION SHEET			
	Totals			0.00
Currency table B				
	Totals			0.00
Currency table C				
	Totals			0.00
		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	Totals (including continuation pages)			0.00

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

SH06

Notice of cancellation of shares

5

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 4**.

Class of share

SEE CONTINUATION SHEET

Prescribed particulars

1

Class of share

Prescribed particulars

1

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.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

6

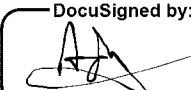
Signature

I am signing this form on behalf of the company.

Signature

X

DocuSigned by:



22ACE2453A964FF...

X

This form may be signed by:
Director 2, Secretary, Person authorised 3, 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.

CHFP025
06/16 Version 6.0

SH06

Notice of cancellation of shares

**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

JDZC

Company name

Travers Smith LLP

Address

10 Snow Hill

Post town

London

County/Region

Postcode

E

C

1

A

2

A

L

Country

DX

Telephone

**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.

**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 completed section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

**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 708 of the
Companies Act 2006.

SH06 - continuation page
Notice of cancellation of shares

4

Statement of capital

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

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
GBP	A Ordinary Shares	751126	751.13	
GBP	B Ordinary Shares	66515	6.65	
GBP	C Ordinary Shares	27359	2.74	
GBP	A Growth Shares	66370	6.64	
GBP	B Growth Shares	1558	0.16	
GBP	C Growth Shares	87072	8.71	
Totals		1000000	776.01	0.00

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

Class of share	A Ordinary	
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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

Class of share	B Ordinary	
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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

Class of share	C Ordinary	
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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

Class of share	A Growth Shares
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>

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.

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

Class of share	B Growth Shares
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>

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- 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.

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

Class of share	C Growth Shares	
Prescribed particulars	<p>a. each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution, and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person).</p> <p>b. the shares all rank pari passu as respects dividend distributions.</p> <p>c. the shares all rank pari passu as respects capital distributions made other than on a winding up; on a winding up each share carries the right to a repayment of capital of up to £1 paid up capital and the shares all rank pari passu as respects distributions of any surplus remaining after all such capital has been repaid.</p> <p>d. the shares are not redeemable.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>