

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.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	1	1	6	8	5	8	9	5
Company name in full	HYDRAULIC AUTHORITY I 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	d	2	d	1	m	0	m	4	y	2	y	3
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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
A Preference	34,296,011	£1.00	342,960,110	£0.10
B Preference	2,598,452	£1.00	25,984,520	£0.10

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

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

	See continuation sheet.			
Totals				

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 ❶	Total aggregate amount unpaid ❶ ❷
Grand total	369,944,628	£36,994,462.80	£0.00

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

❷ 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.

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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

See continuation sheets.

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.

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

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Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

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.

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	Richard Middleton-Androssov
Company name	Gateley Legal
Address	One Eleven
Edmund Street	
Post town	Birmingham
County/Region	
Postcode	B 3 2 H J
Country	
DX	
Telephone	0121 234 8037



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

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	Total aggregate amount unpaid, if any (£, €, \$, etc)	
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		(£, €, \$, etc) Number of shares issued multiplied by nominal value		
£	A Ordinary	697,376	69,737.60		
£	A Preference	342,960,110	34,296,011.00		
£	B Ordinary	52,622	5,262.20		
£	B Preference	25,984,520	2,598,452.00		
£	C Ordinary	180,000	18,000.00		
£	D Ordinary	70,000	7,000.00		
Totals		369,944,628	£36,994,462.80		£0.00

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

Class of share	A Ordinary	<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>
Prescribed particulars	<p>INCOME: PRIOR TO THE APPLICATION OF ANY PROFITS TO RESERVES OR FOR ANY OTHER PURPOSES THE COMPANY SHALL FIRST PAY TO THE HOLDERS OF PREFERENCE SHARES A FIXED CUMULATIVE PREFERENTIAL CASH DIVIDEND (THE "PREFERENCE SHARE DIVIDENDS") SPECIFIED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. FOLLOWING THE ACCRUAL OF THE PREFERENCE SHARE DIVIDENDS ALL OR PART OF THE RESULTING BALANCE OF THE PROFITS IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DIVIDED AMONG THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA TO THEIR HOLDINGS OF A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES AS IF THEY CONSTITUTED ONE CLASS OF SHARES.</p> <p>RETURN OF CAPITAL / EXIT: UPON A LIQUIDATION OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES SHALL BE DISTRIBUTED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS ANY ARREARS (IN TERMS OF DIVIDENDS OR OTHERWISE) ON EACH PREFERENCE SHARE CALCULATED DOWN TO AND INCLUDING THE DATE OF PAYMENT OR, IF THERE ARE INSUFFICIENT ASSETS FOR SUCH PAYMENT IN FULL, PRO RATA TO EACH PREFERENCE SHAREHOLDER'S HOLDING OF PREFERENCE SHARES. THE RESULTING BALANCE SHALL THEN BE SHARED PRO RATA BETWEEN THE HOLDERS OF ORDINARY SHARES UNTIL SUCH TIME AS AN AGGREGATE AMOUNT OF £2,000,000,000 HAS BEEN DISTRIBUTED UNDER THIS TO THE HOLDERS OF PREFERENCE SHARES AND ORDINARY SHARES, FOLLOWING WHICH DISTRIBUTIONS SHALL CONTINUE TO BE MADE IN SUCH MANNER SAVE THAT THE HOLDERS OF THE DEFERRED SHARES (IF ANY) SHALL BE ENTITLED TO RECEIVE (PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY EACH) IN AGGREGATE £1.00. THE PROCEEDS OF ANY EXIT (SALE OR LISTING OF THE COMPANY) SHALL ALSO BE APPLIED IN THE ABOVE ORDER OF PRIORITY. VOTING: EACH HOLDER OF A ORDINARY SHARES SHALL HAVE, ON A SHOW OF HANDS, ONE VOTE AND ON A POLL, ONE VOTE FOR EACH A ORDINARY SHARE HELD.</p>	

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

Class of share	A Preference	
Prescribed particulars	<p>INCOME: PRIOR TO THE APPLICATION OF ANY PROFITS TO RESERVES OR FOR ANY OTHER PURPOSES THE COMPANY SHALL PAY TO THE HOLDERS OF PREFERENCE SHARES A FIXED CUMULATIVE PREFERENTIAL CASH DIVIDEND AT EITHER (A) A RATE OF 11 PERCENT PER ANNUM OR (B) THE SUBSCRIPTION PRICE OF EACH PREFERENCE SHARE. THE PREFERENCE SHARE DIVIDEND WILL BE ROLLED UP IN ARREARS ON EACH 12 MONTH ANNIVERSARY OF THE ADOPTION DATE OF THE ARTICLES OF ASSOCIATION OF THE COMPANY (THE "ROLLED UP PREFERENCE SHARE DIVIDENDS"). COMMENCING ON THE 12 MONTHS ANNIVERSARY OF THE ADOPTION DATE THE PREFERENCE SHARE DIVIDEND WILL ACCRUE AT A RATE OF 11 PER CENT PER ANNUM ON BOTH THE SUBSCRIPTION PRICE AND THE AGGREGATE OF THE ROLLED-UP PREFERENCE SHARE DIVIDENDS (IF ANY). ANY ARREARS DUE AND PAYABLE WILL BECOME A DEBT DUE FROM AND IMMEDIATELY PAYABLE BY THE COMPANY TO THE PREFERENCE SHAREHOLDERS, SUBJECT TO THERE BEING PROFITS OUT OF WHICH THEY MAY LAWFULLY BE PAID. RETURN OF CAPITAL / EXIT: UPON A LIQUIDATION OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES SHALL BE DISTRIBUTED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS ANY ARREARS (IN TERMS OF DIVIDENDS OR OTHERWISE) ON EACH PREFERENCE SHARE CALCULATED DOWN TO AND INCLUDING THE DATE OF PAYMENT OR, IF THERE ARE INSUFFICIENT ASSETS FOR SUCH PAYMENT IN FULL, PRO RATA TO EACH PREFERENCE SHAREHOLDER'S HOLDING OF PREFERENCE SHARES. THE RESULTING BALANCE SHALL THEN BE SHARED PRO RATA BETWEEN THE HOLDERS OF ORDINARY SHARES UNTIL SUCH TIME AS AN AGGREGATE AMOUNT OF £2,000,000,000 HAS BEEN DISTRIBUTED UNDER THIS TO THE HOLDERS OF PREFERENCE SHARES AND ORDINARY SHARES, FOLLOWING WHICH DISTRIBUTIONS SHALL CONTINUE TO BE MADE IN SUCH MANNER SAVE THAT THE HOLDERS OF THE DEFERRED SHARES (IF ANY) SHALL BE ENTITLED TO RECEIVE (PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY EACH) IN AGGREGATE £1.00. THE PROCEEDS OF ANY EXIT SALE OR LISTING OF THE COMPANY) SHALL ALSO BE APPLIED IN THE ABOVE ORDER OF PRIORITY. VOTING: THE PREFERENCE SHARES WILL NOT CARRY ANY VOTING RIGHTS. REDEMPTION: THE PREFERENCE SHARES CARRY RIGHTS OF REDEMPTION SPECIFIED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY</p>	<p>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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'Statement of capital (prescribed particulars of rights attached to shares)'^①

Class of share	B Ordinary	<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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'Statement of capital (prescribed particulars of rights attached to shares)'^①

Class of share	B Preference	
Prescribed particulars	<p>INCOME: PRIOR TO THE APPLICATION OF ANY PROFITS TO RESERVES OR FOR ANY OTHER PURPOSES THE COMPANY SHALL FIRST PAY TO THE HOLDERS OF PREFERENCE SHARES A FIXED CUMULATIVE PREFERENTIAL CASH DIVIDEND AT EITHER (A) A RATE OF 11 PERCENT PER ANNUM OR (B) THE SUBSCRIPTION PRICE OF EACH PREFERENCE SHARE. THE PREFERENCE SHARE DIVIDEND WILL BE ROLLED UP IN ARREARS ON EACH 12 MONTH ANNIVERSARY OF THE ADOPTION DATE OF THE ARTICLES OF ASSOCIATION OF THE COMPANY (THE "ROLLED UP PREFERENCE SHARE DIVIDENDS"). COMMENCING ON THE 12 MONTHS ANNIVERSARY OF THE ADOPTION DATE THE PREFERENCE SHARE DIVIDEND WILL ACCRUE AT A RATE OF 11 PER CENT PER ANNUM ON BOTH THE SUBSCRIPTION PRICE AND THE AGGREGATE OF THE ROLLED-UP PREFERENCE SHARE DIVIDENDS (IF ANY). ANY ARREARS DUE AND PAYABLE WILL BECOME A DEBT DUE FROM AND IMMEDIATELY PAYABLE BY THE COMPANY TO THE PREFERENCE SHAREHOLDERS, SUBJECT TO THERE BEING PROFITS OUT OF WHICH THEY MAY LAWFULLY BE PAID. RETURN OF CAPITAL / EXIT: UPON A LIQUIDATION OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES SHALL BE DISTRIBUTED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS ANY ARREARS (IN TERMS OF DIVIDENDS OR OTHERWISE) ON EACH PREFERENCE SHARE CALCULATED DOWN TO AND INCLUDING THE DATE OF PAYMENT OR, IF THERE ARE INSUFFICIENT ASSETS FOR SUCH PAYMENT IN FULL, PRO RATA TO EACH PREFERENCE SHAREHOLDER'S HOLDING OF PREFERENCE SHARES. THE RESULTING BALANCE SHALL THEN BE SHARED PRO RATA BETWEEN THE HOLDERS OF ORDINARY SHARES UNTIL SUCH TIME AS AN AGGREGATE AMOUNT OF £2,000,000,000 HAS BEEN DISTRIBUTED UNDER THIS TO THE HOLDERS OF PREFERENCE SHARES AND ORDINARY SHARES, FOLLOWING WHICH DISTRIBUTIONS SHALL CONTINUE TO BE MADE IN SUCH MANNER SAVE THAT THE HOLDERS OF THE DEFERRED SHARES (IF ANY) SHALL BE ENTITLED TO RECEIVE (PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY EACH) IN AGGREGATE £1.00. THE PROCEEDS OF ANY EXIT (SALE OR LISTING OF THE COMPANY) SHALL ALSO BE APPLIED IN THE ABOVE ORDER OF PRIORITY. VOTING: THE PREFERENCE SHARES WILL NOT CARRY ANY VOTING RIGHTS. REDEMPTION: THE PREFERENCE SHARES CARRY RIGHTS OF REDEMPTION SPECIFIED IN THE ARTICLES OF ASSOCIATION 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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Class of share	C Ordinary	<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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Class of share	D Ordinary	
Prescribed particulars	<p>INCOME: THE HOLDERS OF D ORDINARY SHARES WILL NOT BE ENTITLED TO RECEIVE ANY DIVIDEND. RETURN OF CAPITAL / EXIT: UPON A LIQUIDATION OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES SHALL BE DISTRIBUTED FIRST IN PAYING TO THE PREFERENCE SHAREHOLDERS ANY ARREARS (IN TERMS OF DIVIDENDS OR OTHERWISE) ON EACH PREFERENCE SHARE CALCULATED DOWN TO AND INCLUDING THE DATE OF PAYMENT OR, IF THERE ARE INSUFFICIENT ASSETS FOR SUCH PAYMENT IN FULL, PRO RATA TO EACH PREFERENCE SHAREHOLDER'S HOLDING OF PREFERENCE SHARES. THE RESULTING BALANCE SHALL THEN BE SHARED PRO RATA BETWEEN THE HOLDERS OF ORDINARY SHARES UNTIL SUCH TIME AS AN AGGREGATE AMOUNT OF £2,000,000,000 HAS BEEN DISTRIBUTED UNDER THIS TO THE HOLDERS OF PREFERENCE SHARES AND ORDINARY SHARES, FOLLOWING WHICH DISTRIBUTIONS SHALL CONTINUE TO BE MADE IN SUCH MANNER SAVE THAT THE HOLDERS OF THE DEFERRED SHARES (IF ANY) SHALL BE ENTITLED TO RECEIVE (PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY EACH) IN AGGREGATE £1.00. THE PROCEEDS OF ANY EXIT (SALE OR LISTING OF THE COMPANY) SHALL ALSO BE APPLIED IN THE ABOVE ORDER OF PRIORITY. VOTING: EACH HOLDER OF D ORDINARY SHARES SHALL HAVE, ON A SHOW OF HANDS, 0.7 VOTES AND ON A POLL, 0.7 VOTES FOR EACH D ORDINARY SHARE HELD.</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>