



# SH06

## Notice of cancellation of shares

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### 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'.

**Continuation page**  
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
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#### Currency table A

	see continuation page	20,312,229	19,129,605.69	
<b>Totals</b>		20,312,229	19,129,605.69	0

#### Currency table B

<b>Totals</b>				

#### Currency table C

<b>Totals</b>				

#### 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 Show different currencies separately. For example: £100 + €100 + \$10	Total aggregate amount unpaid ❶ Show different currencies separately. For example: £100 + €100 + \$10
<b>Grand total</b>	20,312,229	19,129,605.69	0

#### ❶ 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)

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	Preference shares
Prescribed particulars ①	<p>Voting: Each Preference Share shall have no voting rights.</p> <p>Dividends: Each Preference Share shall not be entitled to dividend payments.</p> <p>Distribution of Capital: On an Exit (as defined in the Articles of Association of the Company (the "Articles")) the Exit Proceeds (as defined in the Articles) will be distributed in accordance with Article 3.2 of the Articles.</p>
Class of share	
Prescribed particulars ①	see continuation page
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.

Continuation pages

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>X</p> <p>DocuSigned by:</p> <p>Jason Roos</p> <p>FC71F55198214BE...</p> <p>X</p>
	<p>This form may be signed by:</p> <p>Director②, Secretary, Person authorised②, 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	Corporate Department				
Company name	DWF LLP				
Address	103 Waterloo Street				
Post town	Glasgow				
County/Region					
Postcode	G	2		7	B W
Country					
DX					
Telephone	0141 228 8483				



**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.



**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](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)**

In accordance with  
Section 708 of the  
Companies Act 2006.

## SH06 - continuation page

### Notice of cancellation of shares

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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	12,617,659	£12,617,659	
	A Ordinary	6,500,000	£6,500,000	
	B Ordinary	984,485	£9,844.85	
	C Ordinary	210,084	£2,100.84	
	Preference Share	1	£1	
Totals		20,312,229	19,129,605.69	0

**SH06 - continuation page**  
**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) <sup>①</sup>**

<b>Class of share</b>	A Ordinary
<b>Prescribed particulars</b>	<p>Dividends: The holders of the A Ordinary Shares of £1.00 each in the capital of the Company (the "A Ordinary Shares") will be entitled to participate in dividends, which shall be distributed, first by the payment to the prior ranking Long Term Dividend (as defined in the Articles) to the holders of the A Ordinary Shares and then any remaining dividends shall be paid in proportion to the number of Equity Shares (as defined in the Articles) held by each relevant shareholder.</p> <p>Distribution of Capital: On an Exit (as defined in the Articles) the Exit Proceeds (as defined in the Articles) will be distributed in accordance with Article 3.2 of the Articles.</p> <p>Voting: Unless the matter being voted upon is 1) a matter occurring after an Enhanced Voting Event (as defined in the Articles) has occurred and been notified to the Company in accordance with the Articles (in which case, the voting rights attached to the A Ordinary Shares shall account for 51% of the voting rights attached to all shares) or 2) a resolution to remove an Investor Director or Independent Director (each as defined in the Articles) (in which case, the A Ordinary Shares shall account for 51% of the votes exercisable in respect of that resolution), the holders of the A Ordinary Shares shall enjoy voting rights equal to one vote per participating share held, except that the voting rights of the holders of the A Ordinary Shares shall be restricted to the lower of 40% of the voting rights attaching to all shares and the number of votes allocated pursuant to Article 3.4.1 of the Articles.</p>

**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.

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### Notice of cancellation of shares

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

Class of share	Ordinary
Prescribed particulars	<p><b>Dividends:</b> The holders of the Ordinary shares of £1.00 each in the capital of the Company (the "Ordinary Shares") are only entitled to dividends after payment of the prior ranking Long Term Dividend (as defined in the Articles).</p> <p><b>Distribution of Capital:</b> On an Exit (as defined in the Articles) the Exit Proceeds (as defined in the Articles) will be distributed in accordance with Article 3.2 of the Articles.</p> <p><b>Voting:</b> The holders of Ordinary Shares enjoy voting rights equal to one vote per share unless the matter being voted upon is 1) a matter occurring after an Enhanced Voting Event (as defined in the Articles) has occurred and been notified to the Company in accordance with the Articles or 2) a resolution to remove an Investor Director or Independent Director (each as defined in the Articles).</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.

In accordance with  
Section 708 of the  
Companies Act 2006.

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## Notice of cancellation of shares

### 5 Statement of capital (prescribed particulars of rights attached to shares) <sup>1</sup>

Class of share	B Ordinary	
Prescribed particulars	<p><b>Dividends:</b> The holders of B Ordinary shares shall not be entitled to dividend payments.</p> <p><b>Distribution of Capital:</b> On an Exit (as defined in the Articles) the Exit Proceeds (as defined in the Articles) will be distributed in accordance with Article 3.2 of the Articles.</p> <p><b>Voting:</b> The holders of B Ordinary shares shall have no voting rights.</p>	<p><b>1 Prescribed particulars of rights attached to shares</b> The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ul> <p>A separate table must be used for each class of share.</p>



## SH06 - continuation page

### Notice of cancellation of shares

#### 5 Statement of capital (prescribed particulars of rights attached to shares) <sup>1</sup>

Class of share	C Ordinary	
Prescribed particulars	<p><b>Dividends:</b> The holders of C Ordinary shares shall not be entitled to dividend payments.</p> <p><b>Distribution of Capital:</b> On an Exit (as defined in the Articles) the Exit Proceeds (as defined in the Articles) will be distributed in accordance with Article 3.2 of the Articles.</p> <p><b>Voting:</b> The holders of C Ordinary shares shall have no voting rights.</p>	<p><b>1 Prescribed particulars of rights attached to shares</b> The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ul> <p>A separate table must be used for each class of share.</p>