

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
stock into shares.

SATURDAY



AD0X005F

A3

13/04/2024

#9

COMPANIES HOUSE

1 Company details

Company number 1 2 9 3 0 7 4 2

Company name in full FORESIGHT ISLAND GP SOLAR PORTFOLIO LIMITED

→ Filling in this formPlease complete in typescript or in
bold black capitals.All fields are mandatory unless
specified or indicated by ***2 Date of resolution**

Date of resolution 2 1 1 2 2 0 2 3

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

5 RedemptionPlease 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
PREFERRED	1,160,521	£1.00

SH02

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

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	A ORDINARY	51	51.00	
GBP	B ORDINARY	49	49.00	
GBP	PREFERRED	5,875,888	5,875,888.00	
Totals		5,875,988	£5,875,988.00	£0.00

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	5,875,988	£5,875,988.00	£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.

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	A ORDINARY
Prescribed particulars ①	SEE ATTACHED SCHEDULE

Class of share	B ORDINARY
Prescribed particulars ①	SEE ATTACHED SCHEDULE

Class of share	PREFERRED
Prescribed particulars ①	SEE ATTACHED SCHEDULE

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



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.

SH02

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

Company name

Address

Post town

County/Region

Postcode

Country

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

SH02 - continuation page

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

Class of share	A Ordinary	<p>① 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>NO SHARE OF ANY CLASS NOR ANY RIGHT TO SUBSCRIBE FOR OR TO CONVERT ANY SECURITY INTO A SHARE OF ANY CLASS SHALL BE ALLOTTED OR GRANTED OTHERWISE THAN TO THE HOLDER OF A SHARE OF THAT SAME CLASS. NO VARIATION OF THE RIGHTS ATTACHING TO ANY CLASS OF ORDINARY SHARES OR PREFERRED SHARES SHALL BE EFFECTIVE EXCEPT WITH THE SANCTION OF A SPECIAL RESOLUTION OF THE HOLDERS OF THE RELEVANT CLASS OF ORDINARY SHARES OR, IN THE CASE OF THE PREFERRED SHARES, THE HOLDER OF THE PREFERRED SHARES. WHERE A SPECIAL RESOLUTION TO VARY THE RIGHTS ATTACHING TO A CLASS OF SHARES IS PROPOSED AT A SEPARATE GENERAL MEETING OF THAT CLASS OF ORDINARY SHARES OR PREFERRED SHARES (AS THE CASE MAY BE), ALL THE PROVISIONS OF THESE ARTICLES AS TO GENERAL MEETINGS OF THE COMPANY SHALL MUTATIS MUTANDIS APPLY, BUT SO THAT THE NECESSARY QUORUM SHALL BE ONE HOLDER OF THE RELEVANT CLASS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE. FOR THE PURPOSE OF THIS ARTICLE, ONE HOLDER PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE MAY CONSTITUTE A MEETING. EACH OF THE FOLLOWING SHALL BE DEEMED TO CONSTITUTE A VARIATION OF THE RIGHTS ATTACHED TO EACH CLASS OF ORDINARY SHARES OR PREFERRED SHARES: (A) ANY ALTERATION IN THE ARTICLES; (B) ANY REDUCTION, SUBDIVISION, CONSOLIDATION, REDENOMINATION, OR PURCHASE OR REDEMPTION BY THE COMPANY OF ITS OWN SHARES OR OTHER ALTERATION IN THE SHARE CAPITAL OF THE COMPANY OR ANY OF THE RIGHTS ATTACHING TO ANY SHARE CAPITAL; AND (C) ANY RESOLUTION TO PUT THE COMPANY INTO LIQUIDATION. THE COMPANY SHALL IMMEDIATELY CANCEL ANY SHARES ACQUIRED UNDER CHAPTER 4 OF PART 18 OF THE CA 2006.</p>	

SH02 - continuation page

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

Class of share	B Ordinary	
Prescribed particulars	<p>NO SHARE OF ANY CLASS NOR ANY RIGHT TO SUBSCRIBE FOR OR TO CONVERT ANY SECURITY INTO A SHARE OF ANY CLASS SHALL BE ALLOTTED OR GRANTED OTHERWISE THAN TO THE HOLDER OF A SHARE OF THAT SAME CLASS. NO VARIATION OF THE RIGHTS ATTACHING TO ANY CLASS OF ORDINARY SHARES OR PREFERRED SHARES SHALL BE EFFECTIVE EXCEPT WITH THE SANCTION OF A SPECIAL RESOLUTION OF THE HOLDERS OF THE RELEVANT CLASS OF ORDINARY SHARES OR, IN THE CASE OF THE PREFERRED SHARES, THE HOLDER OF THE PREFERRED SHARES. WHERE A SPECIAL RESOLUTION TO VARY THE RIGHTS ATTACHING TO A CLASS OF SHARES IS PROPOSED AT A SEPARATE GENERAL MEETING OF THAT CLASS OF ORDINARY SHARES OR PREFERRED SHARES (AS THE CASE MAY BE), ALL THE PROVISIONS OF THESE ARTICLES AS TO GENERAL MEETINGS OF THE COMPANY SHALL MUTATIS MUTANDIS APPLY, BUT SO THAT THE NECESSARY QUORUM SHALL BE ONE HOLDER OF THE RELEVANT CLASS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE. FOR THE PURPOSE OF THIS ARTICLE, ONE HOLDER PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE MAY CONSTITUTE A MEETING. EACH OF THE FOLLOWING SHALL BE DEEMED TO CONSTITUTE A VARIATION OF THE RIGHTS ATTACHED TO EACH CLASS OF ORDINARY SHARES OR PREFERRED SHARES: (A) ANY ALTERATION IN THE ARTICLES; (B) ANY REDUCTION, SUBDIVISION, CONSOLIDATION, REDENOMINATION, OR PURCHASE OR REDEMPTION BY THE COMPANY OF ITS OWN SHARES OR OTHER ALTERATION IN THE SHARE CAPITAL OF THE COMPANY OR ANY OF THE RIGHTS ATTACHING TO ANY SHARE CAPITAL; AND (C) ANY RESOLUTION TO PUT THE COMPANY INTO LIQUIDATION. THE COMPANY SHALL IMMEDIATELY CANCEL ANY SHARES ACQUIRED UNDER CHAPTER 4 OF PART 18 OF THE CA 2006.</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>

SH02 - continuation page

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

Class of share	Preferred	
Prescribed particulars	<p>THE HOLDERS OF PREFERRED SHARES ARE NOT, IN RESPECT OF THOSE PREFERRED SHARES, ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND OR VOTE AT, ANY GENERAL MEETING. THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS AND THE DIRECTORS MAY DECIDE TO PAY INTERIM DIVIDENDS, IN RESPECT OF THE PREFERRED SHARES SOLELY IN ACCORDANCE WITH THE PROVISIONS OF ANY SHAREHOLDERS AGREEMENT. THE COMPANY SHALL REDEEM ANY PREFERRED SHARES IN ACCORDANCE WITH AND SUBJECT TO THE PROVISIONS OF ANY SHAREHOLDERS' AGREEMENT. ON THE REDEMPTION OF ANY PREFERRED SHARES, THE HOLDER OF THE RELEVANT PREFERRED SHARES MUST DELIVER THE CERTIFICATE FOR THOSE PREFERRED SHARES TO THE COMPANY, IN RETURN FOR WHICH THE COMPANY MUST: (A) REDEEM THAT PREFERRED SHARE AT PAR; (B) PAY ANY UNPAID DIVIDEND THAT HAS BEEN DECLARED ON EACH PREFERRED SHARE TO BE REDEEMED; AND ISSUE FRESH CERTIFICATES FOR ANY UNREDEEMED PREFERRED SHARES HELD BY THAT HOLDER FREE OF CHARGE. ON A WINDING UP OR REPAYMENT OF CAPITAL, HOLDERS OF THE PREFERRED SHARES SHALL BE ENTITLED TO REPAYMENT OF CAPITAL ONLY IN ACCORDANCE WITH AND SUBJECT TO ANY SHAREHOLDERS' AGREEMENT.</p>	<p>① 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>