

## Notice of cancellation of shares



## Companies House

You may use this form to give notice of a cancellation of shares by a limited company on purchase

**X** 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](http://www.gov.uk/companieshouse)

1	Company details							
Company number	1	3	3	6	9	1	9	3

Company name in full	Sunridge JDM I Limited
----------------------	------------------------

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	d	m	m	y	y	y	y
2	2	0	2	2	0	2	3

Date of cancellation	<sup>d</sup> 2	<sup>d</sup> 2	<sup>m</sup> 0	<sup>m</sup> 2	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 3
----------------------	-------------------	-------------------	-------------------	-------------------	-------------------	-------------------	-------------------	-------------------

[illegible]

## 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'.

## Continuation page

Please 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	Preferred Ordinary	16,945,262	£169,452.62	
GBP	A Ordinary	158,400	£1,584.00	
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	Total aggregate amount unpaid ①
		Show different currencies separately. For example: £100 + €100 + \$10	Show different currencies separately. For example: £100 + €100 + \$10
Grand total			

## ① 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.

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	Preferred Ordinary
Prescribed particulars ①	Please see continuation page
Class of share	A Ordinary
Prescribed particulars ①	Please see continuation page
Class of share	B Preferred Ordinary
Prescribed particulars ①	Please see continuation page

**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.

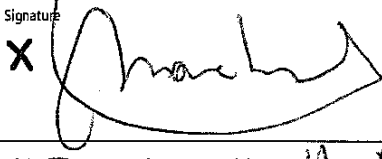
A separate table must be used for each class of share.

**Continuation pages**

Please use a Statement of Capital continuation page if necessary.

**6 Signature**

I am signing this form on behalf of the company.

Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by: <u>A. MARETANO</u>          Director<sup>②</sup>, Secretary, Person authorised<sup>②</sup>, 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.

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

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 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)

# 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 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	B Preferred Ordinary	4,182,973	£41,829.73	
GBP	B Ordinary	39,600	£396.00	
GBP	C Ordinary	2,020	£20.20	
GBP	D Ordinary	22,500	£225.00	
Totals		21,350,755	£213,507.55	£76,665.60

# 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	Preferred Ordinary	
Prescribed particulars	<p>A: THE PREFERRED ORDINARY SHARES SHALL NOT HAVE ANY VOTING RIGHTS.</p> <p>B: EACH PREFERRED ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION.</p> <p>C: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION") THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER OF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D: ALL ISSUED PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES SHALL BE REDEEMED IMMEDIATELY PRIOR TO A SALE OR LISTING UNLESS IN THE CASE OF A SALE AN OFFER HAS BEEN ACCEPTED BY ALL THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES TO PURCHASE ALL OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES IN WHICH CASE THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES WILL NOT BE REDEEMED BUT PURCHASED AND THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN ACCORDANCE WITH ARTICLE</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.

5

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

Class of share	A Ordinary	
Prescribed particulars	<p>A: EACH HOLDER OF A ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES THEY HOLD AND ON A WRITTEN RESOLUTION, EACH HOLDER OF A ORDINARY SHARES, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD; AND EACH HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY</p> <p>AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD.</p> <p>B: EACH A ORDINARY SHARE IS ENTITLED PARIS PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION.</p> <p>C: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION") THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER CF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D NON-REDEEMABLE</p>	<p><b>① Prescribed particulars of rights attached to shares</b></p> <p>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	B Preferred Ordinary	
Prescribed particulars	<p>A: THE B PREFERRED ORDINARY SHARES SHALL NOT HAVE ANY VOTING RIGHTS.</p> <p>B: EACH B PREFERRED ORDINARY SHARE IS ENTITLED PARIS PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION.</p> <p>C: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION") THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER OF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D: All ISSUED PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES SHALL BE REDEEMED IMMEDIATELY PRIOR TO A SALE OR LISTING UNLESS IN THE CASE OF A SALE AN OFFER HAS BEEN ACCEPTED BY ALL THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES TO PURCHASE ALL OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES IN WHICH CASE THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES WILL NOT BE REDEEMED BUT PURCHASED AND THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN ACCORDANCE WITH ARTICLE</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.



# SH06 - continuation page

## Notice of cancellation of shares

5

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

Class of share	B Ordinary
Prescribed particulars	<p>A: EACH HOLDER OF B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES THEY HOLD AND ON A WRITTEN RESOLUTION, EACH HOLDER OF A ORDINARY SHARES, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD; AND EACH HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY</p> <p>AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD.</p> <p>B: EACH B ORDINARY SHARE IS ENTITLED PARIS PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION.</p> <p>C: ON A RETURN OF CAPITAL</p> <p>ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION") THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF</p> <p>THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER OF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D: NON-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.

# 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	<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>
Prescribed particulars	<p>A: EACH HOLDER OF C ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES THEY HOLD AND ON A WRITTEN RESOLUTION, EACH HOLDER OF A ORDINARY SHARES, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD; AND EACH HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD.</p> <p>B: EACH C ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION.</p> <p>C: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION") THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER OF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D: NON-REDEEMABLE</p>	

# SH06 - continuation page

## Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) ①	
Class of share	D Ordinary	
Prescribed particulars	<p>A: EACH HOLDER OF D ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES THEY HOLD AND ON A WRITTEN RESOLUTION, EACH HOLDER OF A ORDINARY SHARES, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD; AND EACH HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, SHALL HAVE ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE THEY HOLD.</p> <p>B: D ORDINARY SHARES CARRY NO RIGHT TO ANY DIVIDENDS THAT MA BE DECLARED FROM TIME TO TIME.</p> <p>C: ON A RETURN OF CAPITAL ON-LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, OR A SALE OR A LISTING (BEING, A "REALISATION")</p> <p>THE SALE PROCEEDS OF THE COMPANY SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: - FIRSTLY, AND SUBJECT TO THE PREFERRED ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES NOT HAVING BEEN REDEEMED UNDER ARTICLE 14.2, IN PAYING TO EACH HOLDER OF THE PREFERRED SHARES AND B PREFERRED ORDINARY</p> <p>SHARES AN AMOUNT PER PREFERRED ORDINARY SHARE AND B PREFERRED ORDINARY SHARE EQUIVALENT TO THE AMOUNT CALCULATED IN ACCORDANCE WITH ARTICLE 14.2.3 HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT ASSETS TO PAY THE FULL AMOUNT TO WHICH THEY WOULD OTHERWISE BE ENTITLED UNDER THIS ARTICLE 14.3.1 THEN SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF PREFERRED ORDINARY SHARES AND B PREFERRED ORDINARY SHARES HELD THEM AS IF THEY WERE ONE CLASS OF SHARE; - SECONDLY IN PAYING AN AMOUNT EQUAL TO £1.00 IN AGGREGATE TO THE HOLDERS OF THE DEFERRED SHARES (TO BE DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 14.3); - FINALLY, THE BALANCE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES, THE C ORDINARY SHARES AND D ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (SUCH NUMBER OF D ORDINARY SHARES HAVING BEEN DETERMINED IN ACCORDANCE WITH ARTICLE 14.4) HELD BY THEM AS IF THEY WERE ONE CLASS OF SHARE.</p> <p>D: NON-REDEEMABLE</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.