

SH19

Statement of capital for reduction supported by solvency statement or court order



Companies House

A fee is payable with this form.
Please see 'How to pay' on the last page.

001528/£10

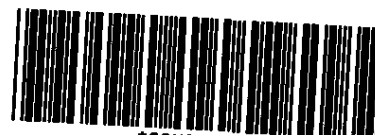
☒ **What this form is for**

You may use this form as a statement of capital for a private limited company reducing its capital supported by a solvency statement; or for a private or public limited company reducing its capital supported by a court order.

☐ **What this form is NOT for**

You cannot use this form to complete a statement of capital for a company re-registering from unlimited to limited.

FRIDAY



SCT *S9HQH4KY* 13/11/2020 #39
COMPANIES HOUSE

1 Company details

Company number S C 2 7 2 3 4 4

Company name in full NOVABIOTICS LIMITED

→ **Filling in this form**

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Share capital

Complete the table(s) below to show the issued share capital as reduced by the resolution.

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 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
Currency table A	SEE CONTINUATION PAGE			
Totals				

Currency table B				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
14,018,968	£1,401,896.80	NIL

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

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Prescribed particulars of rights attached to sharesPlease give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section 2**.

Class of share

ORDINARY

Prescribed particulars
1

- VOTING RIGHTS - DIVIDEND RIGHTS - TERTIARY RIGHT TO PARTICIPATE IN A DISTRIBUTION ON LIQUIDATION AT AN AMOUNT EQUAL TO OR GREATER OF THE SUBSCRIPTION PRICE PAID OR £0.7555 PER ORDINARY SHARE - NO REDEMPTION RIGHTS

Class of share

A ORDINARY

Prescribed particulars
1

- VOTING RIGHTS - DIVIDEND RIGHTS - SECONDARY RIGHT TO PARTICIPATE IN A DISTRIBUTION ON LIQUIDATION AT AN AMOUNT EQUAL TO 150% OF THE ISSUE PRICE PAID ON EACH A ORDINARY SHARE - NO REDEMPTION RIGHTS

Class of share

PREFERENCE ORDINARY

Prescribed particulars
1

- VOTING RIGHTS - DIVIDEND RIGHTS - PRIORITY RIGHT TO PARTICIPATE IN A DISTRIBUTION ON LIQUIDATION AT AN AMOUNT EQUAL: (I) THE ISSUE PRICE; (II) PLUS 10% PER ANNUM RETURN ON THE ISSUE PRICE, CALCULATED ON A COMPOUNDING BASIS; PLUS (III) ALL ARREARS AND/OR ACCRUALS OF ANY DIVIDENDS THEREON TO BE CALCULATED DOWN TO THE PAYMENT DATE.

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.

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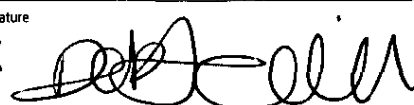
Signature

I am signing this form on behalf of the company.

Signature

Signature

X



DEBORAH O'NEIL, DIRECTOR

X

This form may be signed by:

Director 1, Secretary, Person authorised 1, CIC manager.

2 Societas Europaea.

If this 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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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

COVINGTON & BURLING LLP

Address

265 STRAND

Post town

LONDON

County/Region

LONDON

Postcode

W C 2 R 1 B H

Country

UNITED KINGDOM

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 the relevant sections of the statement of capital.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.

**Important information**

Please note that all information on this form will appear on the public record.

**How to pay**

A fee of £10 is payable to Companies House to reduce the share capital by Court Order or by Solvency Statement.

Make cheques or postal orders payable to 'Companies House.'

**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.

**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

2

Complete the table below to show the issued share capital as reduced by the resolution.

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	10,406,171	£1,040,617.10	
GBP	A ORDINARY	1,312,802	£131,280.20	
GBP	CONVERTIBLE PREFERENCE	363,196	£36,319.60	
GBP	PREFERENCE ORDINARY	1,936,799	£193,679.90	
Totals		14,018,968	£1,401,896.80	NIL

SH19 - Continuation page

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Prescribed particulars of rights attached to shares

Class of share	Convertible Preference	
Prescribed particulars 1	<p>RIGHT TO BE ISSUED ADDITIONAL SHARES ON A BROAD-BASED, WEIGHTED-AVERAGE BASIS WHERE THE COMPANY ISSUES SHARES OR OTHER RIGHTS CONVERTIBLE INTO SHARES AT A PRICE PER SHARE THAT IS LOWER THAN THE PRICE THE NEW INVESTORS HAVE PAID FOR THEIR SUBSCRIPTION, A RIGHT TO CONVERT THE CONVERTIBLE PREFERRED SHARES INTO ORDINARY SHARES AT AN INITIAL RATIO OF 1:1 (SUBJECT TO ADJUSTMENT FOR CAPITAL RE-ORGANISATION EVENTS) AT ANY TIME AT THE OPTION OF THE HOLDER, THE SAME LIQUIDATION PREFERENCE AS THE EXISTING PREFERRED ORDINARY SHARES BEING A PREFERENCE ON A LIQUIDATION TO RECEIVE ALL SUMS INVESTED, TOGETHER WITH AN ANNUALISED RETURN OF 10%, PRIOR TO ANY PAYMENT BEING MADE TO ANY OTHER SHAREHOLDER</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>