

Notice of cancellation of shares

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

X What this form is NOT for
You cannot use this form to
give notice of a call to redeem
shares held by a person
under section 663 of the
Companies Act 2006.
Please use form SH10.

For further information, please

JSØ



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22/05/2018

#291

COMPANIES HOUSE

1 Company details

Company number	0	9	4	6	0	2	5	6
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Company name in full	Cooke Optics Group Limited
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→ **Filing in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless specified or indicated by *

2	Date of cancellation
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Date of cancellation	^d 0	^d 9	^m 0	^m 4	^y 2	^y 0	^y 1	^y 8
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3 Shares cancelled

[illegible]

Notice of cancellation of shares

4

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'.

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				
	See continuation sheet			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
		Total number of shares	Total aggregate nominal value ⁽¹⁾	Total aggregate amount unpaid ⁽¹⁾
Totals (including continuation pages)		14,588,792	6,308,793.34	0

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

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Complete the table below to show the Issued share capital. Complete a separate table for each currency.

CHFP025
05/16 Version 6.0 Laserform International 8/16

SH06

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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

A Preference Shares

Prescribed particulars

1

(a) Voting: The A Preference Shares have no voting rights
 (b) Dividends: The A Preference Shares are entitled to an 8% per annum dividend on the nominal amount of the A Preference Shares which is rolled up (but not compounded) and payable on redemption of the A Preference Shares
 (c) Capital: see B Ordinary Shares
 (d) Redemption: The A Preference Shares are redeemable

Class of share

B Preference Shares

Prescribed particulars

1

(a) Voting: The B Preference Shares have no voting rights
 (b) Dividends: The B Preference Shares are entitled to an 8% per annum dividend on the nominal amount of the B Preference Shares which is rolled up (but not compounded) and payable on redemption of the B Preference Shares
 (c) Capital: see B Ordinary Shares
 (d) Redemption: The B Preference Shares are redeemable

Class of share

Preferred Ordinary Shares

Prescribed particulars

1

(a) Voting: The Preferred Ordinary Shares have no voting rights
 (b) Dividends: The Preferred Ordinary Shares have no dividend rights
 (c) Capital: see B Ordinary Shares
 (d) Redemption: The Preferred Ordinary Shares are not redeemable

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

Signature

X *K Howard* 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.

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5	Statement of capital (prescribed particulars of rights attached to shares) ^①	
Class of share	A Ordinary Shares	
Prescribed particulars	<p>(a) Voting: Each A Ordinary Share has one vote on a show of hands or on a poll</p> <p>(b) Dividends: The A Ordinary Shares participate pari passu with the B, C and D Ordinary Shares on any distribution pro rata to the number of shares held</p> <p>(c) Capital: See B Ordinary Shares</p> <p>(d) Redemption: The A Ordinary Shares are not redeemable.</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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Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	B Ordinary Shares	<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>(a) Voting: The holders of B Ordinary Shares as a class on a show of hands or on a poll have such number of votes as represent X% of votes cast allocated amongst them pro-rata to the number of B Ordinary Shares held where</p> $X = [((B + D)/E) \times 100] - 13)$ <p>where:</p> <p>"B" is the number of B Ordinary Shares in issue</p> <p>"D" is the number of D Ordinary Shares in issue which are not disenfranchised under Article 13</p> <p>"E" is the number of A, B, C and D Ordinary Shares in issue</p> <p>(b) Dividends: The B Ordinary Shares participate pari passu with the A, C and D Ordinary Shares on any distribution</p> <p>(c) Capital: On a capital distribution any amounts to be distributed are allocated in the following order of priority:</p> <ul style="list-style-type: none"> (i) to the holders of A Preference Shares and B Preference Shares a sum equal to the nominal amount of each such shares and any accrued but unpaid preference dividends thereon and to the holders of Preferred Ordinary Shares a sum equal to the subscription price (including any premium) and the preferred return equal to 8% p.a on the subscription price of the Preferred Ordinary Shares (including any premium); and (ii) any balance to the holders of A, B, C and D Ordinary Shares pari passu as if a single class of shares and pro rata to the number of shares held <p>(d) Redemption: The B Ordinary Shares are not redeemable</p>	

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

Class of share	C Ordinary Shares	
Prescribed particulars	<p>(a) Voting: Each C Ordinary Share has one vote on a show of hands or on a poll</p> <p>(b) Dividends: The C Ordinary Shares participate pari passu with the A, B and D Ordinary Shares on any distribution</p> <p>(c) Capital: See B Ordinary Shares</p> <p>(d) Redemption: The C Ordinary Shares are not redeemable</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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Statement of capital (prescribed particulars of rights attached to shares) ^①

Class of share	D Ordinary Shares	
Prescribed particulars	<p>(a) Voting: The D Ordinary Shares as a class on a show of hands or on a poll have such number of votes as represent 13% of the votes cast allocated amongst them pro rata to the number of D Ordinary Shares held</p> <p>(b) Dividends: The D Ordinary Shares participate pari passu with the A, B and C Ordinary Shares on any distribution</p> <p>(c) Capital: See B Ordinary Shares</p> <p>(d) Redemption: The D Ordinary Shares are not redeemable</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>

SH06

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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 **Jayne Aarons**

Company name **Squire Patton Boggs (UK) LLP**

Address **6 Wellington Place**

Post town **Leeds**

County/Region

Postcode

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Country **England**

DX

Telephone **+44 (0113) 284 7000**

**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
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