

Don't
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SH02

laserform

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

☒ **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 stock.

MONDAY



L8HHLUUX

LD5

04/11/2019

#24

COMPANIES HOUSE

1 Company details

Company number 1 1 3 6 8 2 2 2

Company name in full CYNERGY CAPITAL LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2 Date of resolution

Date of resolution 0 6 0 9 2 0 1 9

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
ORDINARY A	138,000,300	0.01	1,380,003	1.00
ORDINARY B	92,000,200	0.01	920,002	1.00

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 Redemption

Please 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

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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.

Please use a Statement of Capital
continuation page if necessary.

Complete a separate table for each currency (if appropriate). For example,
add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

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				
GBP	ORDINARY A	1380003	1,380,003.00	
GBP	ORDINARY B	920002	920,002.00	
GBP	ORDINARY C	2250000	22,500.00	
Totals		4550005	2,322,505.00	0.00

Currency table B				
Totals				

Currency table C				
Totals				

**Totals (including continuation
pages)**

Total number of shares	Total aggregate nominal value ④	Total aggregate amount unpaid ④
96050005	91347505	0.00

④ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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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**.

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.

Class of share

ORDINARY A

Prescribed particulars

PLEASE SEE CONTINUATION PAGE

①

Class of share

ORDINARY B

Prescribed particulars

PLEASE SEE CONTINUATION PAGE

①

Class of share

ORDINARY C

Prescribed particulars

PLEASE SEE CONTINUATION PAGE

①

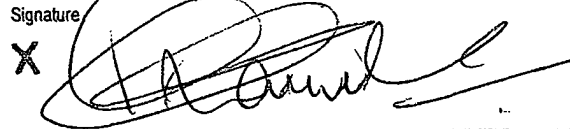
9

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.

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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 James Bridges

Company name Eversheds Sutherland (Intl)
LLP

Address One Wood Street

Post town London

County/Region

Postcode

E

C

2

V

7

W

S

Country

DX DX 154280 Cheapside 8

Telephone 020 7497 9797



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
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**

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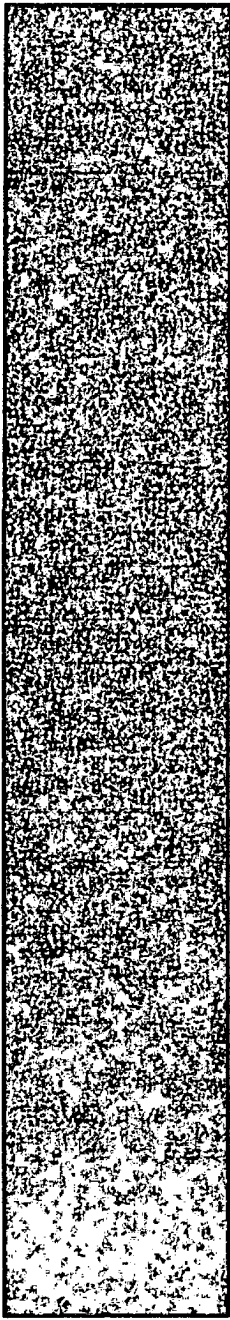
Notice of consolidation, sub-division, redemption of shares or
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Statement of capital

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 D	2500000	25,000.00	
GBP	PREFERRED ORDINARY	89000000	89,000,000.00	
Totals		91500000	89,025,000.00	

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

Class of share	ORDINARY A	
Prescribed particulars	<p>DEFINITIONS IN THE ARTICLES SHALL HAVE THE SAME MEANING WHEN USED IN THIS STATEMENT OF CAPITAL. (A) VOTING. EACH ORDINARY A SHAREHOLDER SHALL HAVE THE RIGHT TO VOTE (B) INCOME. ORDINARY A SHAREHOLDERS ARE ENTITLED TO DIVIDEND PAYMENTS THE DIRECTORS MAY DECLARE A DIVIDEND ON THE ORDINARY A SHARES WITHOUT DECLARING A DIVIDEND ON THE OTHER SHARE CLASSES. (C) RETURN OF CAPITAL. ON ANY RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE ("CAPITAL EVENT"), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND AVAILABLE FOR DISTRIBUTION ("THE DISTRIBUTION PROCEEDS") SHALL BE APPLIED AS FOLLOWS: - FIRST, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO ANY OUTSTANDING PREFERRED COUPON IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - SECOND, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE PREFERRED CAPITAL AMOUNT IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - THIRD, TO THE EQUITY SHAREHOLDERS (EXCLUDING ANY EQUITY SHAREHOLDERS WHO HAVE RECEIVED THE ROC DIVIDENDS (THE "CORPORATE EQUITY SHAREHOLDERS") AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND THE EXECUTIVE SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THEIR RESPECTIVE FIRST ROC ENTITLEMENT OF THE REMAINING ASSETS/DISTRIBUTION PROCEEDS; - FOURTH, WHERE ANY CORPORATE EQUITY SHAREHOLDER'S CORPORATE ES ENTITLEMENT IS LESS THAN THE LARGEST CORPORATE ES ENTITLEMENT (SUCH CORPORATE EQUITY SHAREHOLDERS BEING REFERRED TO AS THE 'SECOND CORPORATE EQUITY SHAREHOLDERS'), TO THE SECOND CORPORATE EQUITY SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH SUCH HOLDER UNDER UNTIL SUCH EQUITY SHAREHOLDERS HAVE RECEIVED AN AMOUNT WHICH INCREASES THEIR RESPECTIVE CORPORATE ES ENTITLEMENT TO AN AMOUNT EQUAL TO THE LARGEST CORPORATE ES ENTITLEMENT; AND - FIFTH, ANY FURTHER AMOUNTS AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF ARTICLES 34.1.1 TO 34.1.3, SHALL BE APPLIED AMONGST THE EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND EXECUTIVE SHARES HELD BY EACH SUCH HOLDER.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

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

Class of share	ORDINARY B	
Prescribed particulars	<p>DEFINITIONS IN THE ARTICLES SHALL HAVE THE SAME MEANING WHEN USED IN THIS STATEMENT OF CAPITAL. (A) VOTING. EACH ORDINARY B SHAREHOLDER SHALL HAVE THE RIGHT TO VOTE (B) INCOME. ORDINARY B SHAREHOLDERS ARE ENTITLED TO DIVIDEND PAYMENTS THE DIRECTORS MAY DECLARE A DIVIDEND ON THE ORDINARY B SHARES WITHOUT DECLARING A DIVIDEND ON THE OTHER SHARE CLASSES. (C) RETURN OF CAPITAL. ON ANY RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE ("CAPITAL EVENT"), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND AVAILABLE FOR DISTRIBUTION ("THE DISTRIBUTION PROCEEDS") SHALL BE APPLIED AS FOLLOWS: - FIRST, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO ANY OUTSTANDING PREFERRED COUPON IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - SECOND, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE PREFERRED CAPITAL AMOUNT IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - THIRD, TO THE EQUITY SHAREHOLDERS (EXCLUDING ANY EQUITY SHAREHOLDERS WHO HAVE RECEIVED THE ROC DIVIDENDS (THE "CORPORATE EQUITY SHAREHOLDERS") AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND THE EXECUTIVE SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THEIR RESPECTIVE FIRST ROC ENTITLEMENT OF THE REMAINING ASSETS/DISTRIBUTION PROCEEDS; - FOURTH, WHERE ANY CORPORATE EQUITY SHAREHOLDER'S CORPORATE ES ENTITLEMENT IS LESS THAN THE LARGEST CORPORATE ES ENTITLEMENT (SUCH CORPORATE EQUITY SHAREHOLDERS BEING REFERRED TO AS THE 'SECOND CORPORATE EQUITY SHAREHOLDERS'), TO THE SECOND CORPORATE EQUITY SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS HAVE RECEIVED AN AMOUNT WHICH INCREASES THEIR RESPECTIVE CORPORATE ES ENTITLEMENT TO AN AMOUNT EQUAL TO THE LARGEST CORPORATE ES ENTITLEMENT; AND - FIFTH, ANY FURTHER AMOUNTS AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF ARTICLES 34.1.1 TO 34.1.3, SHALL BE APPLIED AMONGST THE EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND EXECUTIVE SHARES HELD BY EACH SUCH HOLDER.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

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

Class of share	ORDINARY C	
Prescribed particulars	<p>DEFINITIONS IN THE ARTICLES SHALL HAVE THE SAME MEANING WHEN USED IN THIS STATEMENT OF CAPITAL. (A) VOTING. EACH ORDINARY C SHAREHOLDER SHALL HAVE THE RIGHT TO VOTE. (B) INCOME. ORDINARY C SHAREHOLDERS ARE ENTITLED TO DIVIDEND PAYMENTS THE DIRECTORS MAY DECLARE A DIVIDEND ON THE ORDINARY C SHARES WITHOUT DECLARING A DIVIDEND ON THE OTHER SHARE CLASSES. (C) RETURN OF CAPITAL. ON ANY RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE ("CAPITAL EVENT"), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND AVAILABLE FOR DISTRIBUTION (THE "DISTRIBUTION PROCEEDS") SHALL BE APPLIED AS FOLLOWS: - FIRST, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO ANY OUTSTANDING PREFERRED COUPON IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - SECOND, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE PREFERRED CAPITAL AMOUNT IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - THIRD, TO THE EQUITY SHAREHOLDERS (EXCLUDING ANY EQUITY SHAREHOLDERS WHO HAVE RECEIVED THE ROC DIVIDENDS (THE "CORPORATE EQUITY SHAREHOLDERS") AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND THE EXECUTIVE SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THEIR RESPECTIVE FIRST ROC ENTITLEMENT OF THE REMAINING ASSETS/DISTRIBUTION PROCEEDS; FOURTH, WHERE ANY CORPORATE EQUITY SHAREHOLDER'S CORPORATE ES ENTITLEMENT IS LESS THAN THE LARGEST CORPORATE ES ENTITLEMENT (SUCH CORPORATE EQUITY SHAREHOLDERS BEING REFERRED TO AS THE "SECOND CORPORATE EQUITY SHAREHOLDERS"), TO THE SECOND CORPORATE EQUITY SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS HAVE RECEIVED AN AMOUNT WHICH INCREASES THEIR RESPECTIVE CORPORATE ES ENTITLEMENT TO AN AMOUNT EQUAL TO THE LARGEST CORPORATE ES ENTITLEMENT; AND - FIFTH, ANY FURTHER AMOUNTS AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF ARTICLES 34.1 TO 34.1.3, SHALL BE APPLIED AMONGST THE EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND EXECUTIVE SHARES HELD BY EACH SUCH HOLDER.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <ol style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

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

Class of share	ORDINARY D	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <ol style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>
Prescribed particulars	<p>DEFINITIONS IN THE ARTICLES SHALL HAVE THE SAME MEANING WHEN USED IN THIS STATEMENT OF CAPITAL. (A) VOTING. EACH ORDINARY D SHAREHOLDER SHALL HAVE THE RIGHT TO VOTE. (B) INCOME. ORDINARY D SHAREHOLDERS ARE ENTITLED TO DIVIDEND PAYMENTS. THE DIRECTORS MAY DECLARE A DIVIDEND ON THE ORDINARY D SHARES WITHOUT DECLARING A DIVIDEND ON THE OTHER SHARE CLASSES. (C) RETURN OF CAPITAL. ON ANY RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE ("CAPITAL EVENT"), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND AVAILABLE FOR DISTRIBUTION (THE "DISTRIBUTION PROCEEDS") SHALL BE APPLIED AS FOLLOWS: - FIRST, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO ANY OUTSTANDING PREFERRED COUPON IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - SECOND, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE PREFERRED CAPITAL AMOUNT IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - THIRD, TO THE EQUITY SHAREHOLDERS (EXCLUDING ANY EQUITY SHAREHOLDERS WHO HAVE RECEIVED THE ROC DIVIDENDS (THE "CORPORATE EQUITY SHAREHOLDERS") AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND THE EXECUTIVE SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THEIR RESPECTIVE FIRST ROC ENTITLEMENT OF THE REMAINING ASSETS/DISTRIBUTION PROCEEDS; - FOURTH, WHERE ANY CORPORATE EQUITY SHAREHOLDER'S CORPORATE ES ENTITLEMENT IS LESS THAN THE LARGEST CORPORATE ES ENTITLEMENT (SUCH CORPORATE EQUITY SHAREHOLDERS BEING REFERRED TO AS THE "SECOND CORPORATE EQUITY SHAREHOLDERS") TO THE SECOND CORPORATE EQUITY SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS HAVE RECEIVED AN AMOUNT WHICH INCREASES THEIR RESPECTIVE CORPORATE ES ENTITLEMENT TO AN AMOUNT EQUAL TO THE LARGEST CORPORATE ES ENTITLEMENT; AND - FIFTH, ANY FURTHER AMOUNTS AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF ARTICLES 34.1.1 TO 34.1.3, SHALL BE APPLIED AMONGST THE EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND EXECUTIVE SHARES HELD BY EACH SUCH HOLDER.</p>	

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

Class of share	PREFERRED 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>DEFINITIONS IN THE ARTICLES SHALL HAVE THE SAME MEANING WHEN USED IN THIS STATEMENT OF CAPITAL (A) VOTING. EACH PREFERRED ORDINARY SHAREHOLDER SHALL NOT HAVE THE RIGHT TO VOTE. (B) INCOME. PREFERRED ORDINARY SHAREHOLDERS ARE ENTITLED TO A PREFERRED COUPON. (C) RETURN OF CAPITAL. ON ANY RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE ("CAPITAL EVENT"), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES AND AVAILABLE FOR DISTRIBUTION (THE "DISTRIBUTION PROCEEDS") SHALL BE APPLIED AS FOLLOWS: - FIRST, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO ANY OUTSTANDING PREFERRED COUPON IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - SECOND, TO THE PREFERRED ORDINARY SHAREHOLDERS (PRO RATA ACCORDING TO THE NUMBER OF PREFERRED ORDINARY SHARES HELD BY EACH SUCH HOLDER) UNTIL SUCH PREFERRED ORDINARY SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE PREFERRED CAPITAL AMOUNT IN RESPECT OF EACH PREFERRED ORDINARY SHARE HELD BY THEM; - THIRD, TO THE EQUITY SHAREHOLDERS (EXCLUDING ANY EQUITY SHAREHOLDERS WHO HAVE RECEIVED THE ROC DIVIDENDS (THE "CORPORATE EQUITY SHAREHOLDERS") AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND THE EXECUTIVE SHARES HELD BY EACH SUCH HOLDER UNTIL SUCH EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THEIR RESPECTIVE FIRST ROC ENTITLEMENT OF THE REMAINING ASSETS/DISTRIBUTION PROCEEDS; - FOURTH, WHERE ANY CORPORATE EQUITY SHAREHOLDER'S CORPORATE ES ENTITLEMENT IS LESS THAN THE LARGEST CORPORATE ES ENTITLEMENT (SUCH CORPORATE EQUITY SHAREHOLDERS BEING REFERRED TO AS THE "SECOND CORPORATE EQUITY SHAREHOLDERS"), TO THE SECOND CORPORATE EQUITY SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH SUCH HOLDER UNDER UNTIL SUCH EQUITY SHAREHOLDERS HAVE RECEIVED AN AMOUNT WHICH INCREASES THEIR RESPECTIVE CORPORATE ES ENTITLEMENT TO AN AMOUNT EQUAL TO THE LARGEST CORPORATE ES ENTITLEMENT; AND - FIFTH, ANY FURTHER AMOUNTS AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF ARTICLES 34.1 1 TO 34.1.3. SHALL BE APPLIED AMONGST THE EQUITY SHAREHOLDERS AND EXECUTIVE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES AND EXECUTIVE SHARES HELD BY EACH SUCH HOLDER. (D) REDEMPTION. THE PREFERRED ORDINARY SHARES ARE REDEEMABLE.</p>	