

In accordance with
Section 637 of the
Companies Act 2006.

SH10

Notice of particulars of variation of rights attached to shares



- ☒ **What this form is for**
You may use this form to give notice of particulars of variation of rights attached to shares.
- ☒ **What this form is NOT for**
You cannot use this form to give notice of particulars of variation of class rights of members of a company without share capital. To do this, please use form SH12.
- For further information, please refer to our guidance at www.companieshouse.gov.uk

1 Company details	
Company number	1 2 4 6 5 3 5 0
Company name in full	Thrust Carbon Ltd
→ 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 variation of rights																	
Date of variation of rights	<table><tr><td>d</td><td>3</td><td>d</td><td>0</td><td>m</td><td>0</td><td>m</td><td>1</td><td>y</td><td>2</td><td>y</td><td>0</td><td>y</td><td>2</td><td>y</td><td>4</td></tr></table>	d	3	d	0	m	0	m	1	y	2	y	0	y	2	y	4
d	3	d	0	m	0	m	1	y	2	y	0	y	2	y	4		

3 Details of variation of rights	
Variation	<p>Please give details of the variation of rights attached to shares.</p> <p>By an Ordinary Resolution passed on 30 January 2024 77,778 Ordinary Shares were re-designated as Deferred Shares with the following rights:</p> <p>The Deferred Shares do not confer any voting rights.</p> <p>On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of or provisioning for its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p>
Continuation pages Please use a continuation page if you need to enter more details.	

4 Signature							
I am signing this form on behalf of the company.							
Signature	<table><tr><td>Signature</td><td>Director for and on behalf of OHS Secretaries Limited</td><td></td></tr><tr><td>X</td><td>Christopher A. Grew</td><td>X</td></tr></table>	Signature	Director for and on behalf of OHS Secretaries Limited		X	Christopher A. Grew	X
Signature	Director for and on behalf of OHS Secretaries Limited						
X	Christopher A. Grew	X					
<p>This form may be signed by: Director ❶, Secretary, Person authorised ❷, Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.</p>							
❶ 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. ❷ Person authorised Under either Section 270 or 274 of the Companies Act 2006.							

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Notice of particulars of variation of rights attached to shares

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Details of variation of rights

	Please give details of the variation of rights attached to shares.	
Variation	<p>(a) first, in distributing to the holders of the Deferred Shares, if any, a total of one penny in aggregate for the entire class of Deferred Shares (which payment shall be deemed satisfied by distribution to any one holder of Deferred Shares); (b) thereafter, in distributing to each of the Seed Preferred Shareholders, in priority to the Ordinary Shares and B Ordinary Shares, an amount per Seed Preferred Share held equal to the greater of (i) the Preference Amount and (ii) the amount that would be received if the Seed Preferred Shares were converted into Ordinary Shares immediately prior to such distribution; and (c) thereafter, the balance of the Surplus Assets (if any) shall be distributed among the holders of Ordinary Shares and B Ordinary Shares (as if the Ordinary Shares and B Ordinary Shares constituted one class of shares) pro rata to the number of Ordinary Shares and B Ordinary Shares held.</p> <p>Any Available Profits which the Company may determine, to distribute in respect of any Financial Year will be distributed among the holders of Deferred Shares and B Ordinary Shares, and the holders of Equity Shares, so that the holders of Deferred Shares and B Ordinary Shares receive a total of one penny in aggregate (as if the Deferred Shares and B Ordinary Shares constituted one class of shares), payment of which may be made to any holder of Deferred Shares or B Ordinary Shares on behalf of the class, and the remainder of the Available Profits shall be distributed to the holders of Equity Shares, subject to Article 4.4 (pari passu as if the Equity Shares constituted one class of shares) pro rata to their respective holdings of Equity Shares.</p> <p>The Deferred Shares do not confer any rights of redemption.</p> <p>The rights of the remaining Ordinary shares were also updated to the following:</p> <p>The Ordinary Shares have attached to them full voting rights.</p> <p>On a distribution of assets on a liquidation or a return of capital (other than a conversion, redemption or purchase of Shares) the surplus assets of the Company remaining after payment of or provisioning for its liabilities shall be applied (to the extent that the Company is lawfully permitted to do so):</p>	

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Notice of particulars of variation of rights attached to shares

3

Details of variation of rights

	Please give details of the variation of rights attached to shares.	
Variation	<p>(a) first, in distributing to the holders of the Deferred Shares, if any, a total of one penny in aggregate for the entire class of Deferred Shares (which payment shall be deemed satisfied by distribution to any one holder of Deferred Shares);</p> <p>(b) thereafter, in distributing to each of the Seed Preferred Shareholders, in priority to the Ordinary Shares and B Ordinary Shares, an amount per Seed Preferred Share held equal to the greater of</p> <p>(i) the Preference Amount and (ii) the amount that would be received if the Seed Preferred Shares were converted into Ordinary Shares immediately prior to such distribution; and (c) thereafter, the balance of the Surplus Assets (if any) shall be distributed among the holders of Ordinary Shares and B Ordinary Shares (as if the Ordinary Shares and B Ordinary Shares constituted one class of shares) pro rata to the number of Ordinary Shares and B Ordinary Shares held.</p> <p>Any Available Profits which the Company may determine, to distribute in respect of any Financial Year will be distributed among the holders of Deferred Shares and B Ordinary Shares, and the holders of Equity Shares, so that the holders of Deferred Shares and B Ordinary Shares receive a total of one penny in aggregate (as if the Deferred Shares and B Ordinary Shares constituted one class of shares), payment of which may be made to any holder of Deferred Shares or B Ordinary Shares on behalf of the class, and the remainder of the Available Profits shall be distributed to the holders of Equity Shares, subject to Article 4.4 (pari passu as if the Equity Shares constituted one class of shares) pro rata to their respective holdings of Equity Shares.</p>	

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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

Company name OHS Secretaries Limited

Address 9th Floor

107 Cheapside

Post town London

County/Region

Postcode

E

C

2

V

6

D

N

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 entered the date of variation of rights in section 2.
- ☐ You have provided details of the variation of rights in section 3.
- ☐ 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk