

**DON'T  
STAPLE**

SH06

## Notice of cancellation of shares



Companies House

WIM

WEDNESDAY



\*AB940T88\*

A04

27/07/2022

#264

COMPANIES HOUSE

**X** What You can give or share: under section 809 of the Companies Act 2006. To do this, please use form SH07.

information, please  
guidance at  
k/companieshouse

## 1 Company details

Company number	1	3	2	0	7	3	3	6
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Company name in full	HOOD TOPCO LIMITED
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→ 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 cancellation
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Date of cancellation	<sup>d</sup> 3	<sup>d</sup> 0	<sup>m</sup> 0	<sup>m</sup> 6	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 2
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## 3 Shares cancelled

[illegible]

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## Notice of cancellation of shares

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## 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 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
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**Currency table A**

GBP	A Ordinary	8,100,000	£810,000.00	
GBP	B Ordinary	1,603,980	£160,398.00	
GBP	Senior Preferred	114,594,448	£1,145,944.48	
<b>Totals</b>		124,298,428	£2,116,342.48	£0.00

**Currency table B**

<b>Totals</b>				

**Currency table C**

<b>Totals</b>				

**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 Show different currencies separately. For example: £100 + €100 + \$10	Total aggregate amount unpaid ❶ Show different currencies separately. For example: £100 + €100 + \$10
<b>Grand total</b>	238,892,976	£116,710,791.48	£0.00

**❶ 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.

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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

PLEASE REFER TO THE CONTINUATION SHEETS

Prescribed particulars

1

PLEASE REFER TO THE CONTINUATION SHEETS

Class of share

PLEASE REFER TO THE CONTINUATION SHEETS

Prescribed particulars

1

PLEASE REFER TO THE CONTINUATION SHEETS

Class of share

PLEASE REFER TO THE CONTINUATION SHEETS

Prescribed particulars

1

PLEASE REFER TO THE CONTINUATION SHEETS

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.

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## Signature

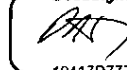
I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:



19417D77774AA20 ..

X

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.

This form may be signed by:

Director<sup>1</sup>, Secretary, Person authorised<sup>2</sup>, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

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## 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	Nick Morgan
Company name	Travers Smith LLP
Address	10 Snow Hill
Post town	London
County/Region	
Postcode	E C 1 A 2 A L
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)**

## 4

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

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**SH06 - continuation page**  
**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) ①**

Class of share	A ORDINARY SHARES	
Prescribed particulars	<p>VOTING RIGHTS: EACH A ORDINARY SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A SHOW OF HANDS AT A GENERAL MEETING, EACH MEMBER PRESENT IN PERSON WHO HOLDS AT LEAST ONE A ORDINARY SHARE SHALL HAVE ONE VOTE; AND, ON A VOTE ON A RESOLUTION ON A POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE HELD BY HIM. THE A ORDINARY SHARES MAY CEASE TO CARRY THE RIGHT TO VOTE IF A DEFAULT EVENT (AS DEFINED IN THE ARTICLES OF ASSOCIATION) HAS OCCURRED AND THE INVESTORS (AS DEFINED IN THE ARTICLES OF ASSOCIATION) SO DIRECT. THE A ORDINARY SHARES MAY ALSO CEASE TO CARRY THE RIGHT TO VOTE IN CERTAIN CIRCUMSTANCES SPECIFIED IN ARTICLE 7.</p> <p>DIVIDEND RIGHTS: THE A ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION, RANKING PARI PASSU WITH THE B ORDINARY SHARES (AS IF THE A ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE), AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES, SENIOR PREFERRED SHARES AND JUNIOR PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 5.1.</p> <p>RETURN OF CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES) THE BALANCE OF ANY SURPLUS ASSETS AFTER ALL PAYMENTS TO BE MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES, SENIOR PREFERRED SHARES AND JUNIOR PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 6.2 SHALL BE DISTRIBUTED TO THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU, AS IF THE A ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO THE NUMBER OF A ORDINARY SHARES AND B ORDINARY SHARES HELD BY THE HOLDERS OF SUCH SHARES AT THE RELEVANT TIME. PROVIDED THAT AFTER THE DISTRIBUTION OF THE FIRST £1,000,000,000 OF ASSETS UNDER ARTICLES 6.2.1 TO ARTICLE 6.2.4, THE HOLDERS OF THE DEFERRED SHARES SHALL BE ENTITLED TO RECEIVE 0.01P PER DEFERRED SHARE AND THEREAFTER ANY FURTHER AMOUNTS SHALL BE DISTRIBUTED TO THE HOLDERS OF A ORDINARY AND B ORDINARY SHARES AS SET OUT ABOVE.</p> <p>REDEMPTION: THE A ORDINARY SHARES ARE NOT REDEEMABLE.</p>	<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>

**SH06 - continuation page**  
**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) ●**

Class of share	B ORDINARY SHARES	
Prescribed particulars	<p><b>VOTING RIGHTS:</b> THE B ORDINARY SHARES CARRY NO RIGHT TO VOTE IN ANY CIRCUMSTANCES, PROVIDED THAT THE B ORDINARY SHARES WILL ENTITLE THE HOLDERS THEREOF TO (I) RECEIVE A COPY OF ANY WRITTEN RESOLUTION CIRCULATED TO ELIGIBLE MEMBERS AT THE SAME TIME AS THE RESOLUTION IS SO CIRCULATED (BUT NOT TO VOTE ON ANY RESOLUTION) AND (II) TO RECEIVE NOTICE OF ALL GENERAL MEETINGS (BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING).</p> <p><b>DIVIDEND RIGHTS:</b> THE B ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION, RANKING PARI PASSU WITH THE A ORDINARY SHARES (AS IF THE B ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE), AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES, SENIOR PREFERRED SHARES AND JUNIOR PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 5.1.</p> <p><b>RETURN OF CAPITAL:</b> ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES) THE BALANCE OF ANY SURPLUS ASSETS AFTER ALL PAYMENTS TO BE MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES, SENIOR PREFERRED SHARES AND JUNIOR PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 6.2 SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES AND A ORDINARY SHARES (PARI PASSU, AS IF THE B ORDINARY SHARES AND A ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO THE NUMBER OF B ORDINARY SHARES AND A ORDINARY SHARES HELD BY THE HOLDERS OF SUCH SHARES AT THE RELEVANT TIME. PROVIDED THAT AFTER THE DISTRIBUTION OF THE FIRST £1,000,000,000 OF ASSETS UNDER ARTICLES 6.2.1 TO ARTICLE 6.2.4, THE HOLDERS OF THE DEFERRED SHARES SHALL BE ENTITLED TO RECEIVE 0.01P PER DEFERRED SHARE AND THEREAFTER ANY FURTHER AMOUNTS SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES AND A ORDINARY SHARES AS SET OUT ABOVE.</p> <p><b>REDEMPTION:</b> THE B ORDINARY SHARES ARE NOT REDEEMABLE.</p>	<p><b>● 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>

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**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) ①**

Class of share	JUNIOR PREFERRED SHARES	<b>① Prescribed particulars of rights attached to shares</b> The particulars are: <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>VOTING RIGHTS: THE JUNIOR PREFERRED SHARES CARRY NO RIGHT TO VOTE IN ANY CIRCUMSTANCES, PROVIDED THAT THE JUNIOR PREFERRED SHARES WILL ENTITLE THE HOLDERS THEREOF TO (I) RECEIVE A COPY OF ANY WRITTEN RESOLUTION CIRCULATED TO ELIGIBLE MEMBERS AT THE SAME TIME AS THE RESOLUTION IS SO CIRCULATED (BUT NOT TO VOTE ON ANY RESOLUTION) AND (II) TO RECEIVE NOTICE OF ALL GENERAL MEETINGS (BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING).</p> <p>DIVIDEND RIGHTS: THE JUNIOR PREFERRED SHARES CARRY THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION UP TO THE JUNIOR PREFERRED SHARE RETURN AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION) AS AT THE TIME OF THE RELEVANT DISTRIBUTION, AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES AND SENIOR PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 5.1, SUCH THAT AN AMOUNT UP TO THE JUNIOR PREFERRED SHARE RETURN AMOUNT SHALL BE DISTRIBUTED PRO RATA TO THE HOLDERS OF THE JUNIOR PREFERRED SHARES ACCORDING TO THE NUMBER OF JUNIOR PREFERRED SHARES HELD BY EACH OF THEM.</p> <p>RETURN OF CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES) AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES, JUNIOR SUPER PREFERRED SHARES AND SENIOR PREFERRED SHARES EACH HOLDER OF JUNIOR PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE (I) THE AGGREGATE ISSUE PRICE (AS DEFINED IN THE ARTICLES OF ASSOCIATION) IN RESPECT OF ALL JUNIOR PREFERRED SHARES HELD BY THE RELEVANT SHAREHOLDER; AND (II) A PROPORTION OF AN AMOUNT UP TO THE JUNIOR PREFERRED SHARE RETURN AMOUNT WHICH IS PRO RATA TO THE RELEVANT SHAREHOLDER'S HOLDING OF JUNIOR PREFERRED SHARES.</p> <p>REDEMPTION: THE JUNIOR PREFERRED SHARES ARE NOT REDEEMABLE.</p>	



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**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) ①**

Class of share	JUNIOR SUPER PREFERRED SHARES	
Prescribed particulars	<p><b>VOTING RIGHTS:</b> THE JUNIOR SUPER PREFERRED SHARES CARRY NO RIGHT TO VOTE IN ANY CIRCUMSTANCES, PROVIDED THAT THE JUNIOR SUPER PREFERRED SHARES WILL ENTITLE THE HOLDERS THEREOF TO (I) RECEIVE A COPY OF ANY WRITTEN RESOLUTION CIRCULATED TO ELIGIBLE MEMBERS AT THE SAME TIME AS THE RESOLUTION IS SO CIRCULATED (BUT NOT TO VOTE ON ANY RESOLUTION) AND (II) TO RECEIVE NOTICE OF ALL GENERAL MEETINGS (BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING).</p> <p><b>DIVIDEND RIGHTS:</b> THE JUNIOR SUPER PREFERRED SHARES CARRY THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION, RANKING PARI PASSU WITH THE SENIOR SUPER PREFERRED SHARES (AS IF THE JUNIOR SUPER PREFERRED SHARES AND SENIOR SUPER PREFERRED SHARES CONSTITUTED THE SAME CLASS OF SHARE), UP TO AN AMOUNT EQUAL TO THE JUNIOR SUPER PREFERRED SHARE RETURN AMOUNT PLUS THE SENIOR SUPER PREFERRED SHARE RETURN AMOUNT, SUCH THAT THE AGGREGATE OF THE JUNIOR SUPER PREFERRED SHARE RETURN AMOUNT PLUS THE SENIOR SUPER PREFERRED SHARE RETURN AMOUNT SHALL BE DISTRIBUTED PRO RATA TO THE HOLDERS OF THE JUNIOR SUPER PREFERRED SHARES AND SENIOR SUPER PREFERRED SHARES ACCORDING TO THE AGGREGATE NUMBER OF JUNIOR SUPER PREFERRED SHARES AND SENIOR SUPER PREFERRED SHARES HELD BY EACH OF THEM.</p> <p><b>RETURN OF CAPITAL:</b> ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES) UP TO AN AMOUNT EQUAL TO THE JUNIOR SUPER PREFERRED SHARE RETURN AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION) PLUS THE SENIOR SUPER PREFERRED SHARE RETURN AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION) SHALL BE DISTRIBUTED PRO RATA TO THE HOLDERS OF THE SENIOR SUPER PREFERRED SHARES AND JUNIOR SUPER PREFERRED SHARES ACCORDING TO THE AGGREGATE NUMBER OF SENIOR SUPER PREFERRED SHARES AND JUNIOR SUPER PREFERRED SHARES HELD BY THE RELEVANT SHAREHOLDER (AS IF THE SENIOR SUPER PREFERRED SHARES AND JUNIOR SUPER PREFERRED SHARES CONSTITUTED THE SAME CLASS OF SHARE).</p> <p><b>REDEMPTION:</b> THE JUNIOR SUPER PREFERRED SHARES ARE NOT REDEEMABLE.</p>	<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>

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**Notice of cancellation of shares****5 Statement of capital (prescribed particulars of rights attached to shares) ●**

Class of share	SENIOR PREFERRED SHARES	
Prescribed particulars	<p><b>VOTING RIGHTS:</b> THE SENIOR PREFERRED SHARES CARRY NO RIGHT TO VOTE IN ANY CIRCUMSTANCES, PROVIDED THAT THE SENIOR PREFERRED SHARES WILL ENTITLE THE HOLDERS THEREOF TO (I) RECEIVE A COPY OF ANY WRITTEN RESOLUTION CIRCULATED TO ELIGIBLE MEMBERS AT THE SAME TIME AS THE RESOLUTION IS SO CIRCULATED (BUT NOT TO VOTE ON ANY RESOLUTION) AND (II) TO RECEIVE NOTICE OF ALL GENERAL MEETINGS (BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING).</p> <p><b>DIVIDEND RIGHTS:</b> THE SENIOR PREFERRED SHARES CARRY THE RIGHT TO PARTICIPATE IN A DIVIDEND DISTRIBUTION UP TO THE SENIOR PREFERRED SHARE RETURN AMOUNT (AS DEFINED IN THE ARTICLES OF ASSOCIATION) AS AT THE TIME OF THE RELEVANT DISTRIBUTION, AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES AND THE JUNIOR SUPER PREFERRED SHARES IN ACCORDANCE WITH ARTICLE 5.1, SUCH THAT AN AMOUNT UP TO THE SENIOR PREFERRED SHARE RETURN AMOUNT SHALL BE DISTRIBUTED PRO RATA TO THE HOLDERS OF THE SENIOR PREFERRED SHARES ACCORDING TO THE NUMBER OF SENIOR PREFERRED SHARES HELD BY EACH OF THEM.</p> <p><b>RETURN OF CAPITAL:</b> ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES) AFTER ALL PAYMENTS HAVE BEEN MADE IN PRIORITY TO THE HOLDERS OF SENIOR SUPER PREFERRED SHARES AND JUNIOR SUPER PREFERRED SHARES EACH HOLDER OF SENIOR PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE (I) THE AGGREGATE ISSUE PRICE (AS DEFINED IN THE ARTICLES OF ASSOCIATION) IN RESPECT OF ALL SENIOR PREFERRED SHARES HELD BY THE RELEVANT SHAREHOLDER AND (II) A PROPORTION OF AN AMOUNT UP TO THE SENIOR PREFERRED SHARE RETURN AMOUNT WHICH IS PRO RATA TO THE RELEVANT SHAREHOLDER'S HOLDING OF SENIOR PREFERRED SHARES.</p> <p><b>REDEMPTION:</b> THE SENIOR PREFERRED SHARES ARE NOT REDEEMABLE.</p>	<p><b>● 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>