

SH10

Notice of particulars of variation of rights attached to shares



Companies House

☒ **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.
If you wish to do this, please use form SH10A.



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04/03/2021

#290

COMPANIES HOUSE

1 Company details

Company number 0100608

Company name in full Management Consulting Group PLC

→ 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 25/02/2021

3 Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

As consequence of the issuance of non-redeemable preference shares, the rights attaching to the ordinary shares of the company were varied. The rights now attaching to the company ordinary shares are:

A) On a show of hands every ordinary shareholder shall have one vote and on a poll every ordinary shareholder shall have one vote for every ordinary share of which they are the holder.

B) Each ordinary shareholder is entitled to receive payment of dividends in proportion to the amount paid up on his shares. The class of non-redeemable preference shares shall have a preferential right to receive dividends in priority to the ordinary shares, until such time as dividends equal in value to the subscription value of the non-redeemable preference shares have been paid by the company.

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

Signature

X

X

This form may be signed by:

Director ¹, Secretary, Person authorised ², Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.

¹ 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.

² Person authorised

Under either Section 270 or 274 of
the Companies Act 2006.

SH10 – continuation page

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3	Details of variation of rights	
	Please give details of the variation of rights attached to shares.	
Variation	<p>(C) Following a sale of all or substantially all of the assets of the company, the proceeds of such sale available for distribution, or, on a capital reduction or a return of capital (including on a liquidation or winding up) the assets of the company (insofar as they remain, following the payment of any liabilities), shall be applied as follows:</p> <p>(i) first, an amount equal to the aggregate par value of the non-redeemable preference shares minus the aggregate amount of any dividends or distributions made or paid to non-redeemable preference shareholders <i>pari passu</i> amongst non-redeemable preference shares and in priority to ordinary shares, shall first be paid to the holders of the preference shares;</p> <p>(ii) secondly, an amount equal to the aggregate par value of a non-redeemable preference share shall be paid to the holders of the ordinary shares in respect of each ordinary share they hold; and</p> <p>(iii) thirdly, any remaining balance shall be paid on a <i>pro rata</i> basis to the all shareholders, with the non-redeemable preference shares ranking <i>parri passu</i> with the ordinary shares for such purposes.</p> <p>D) The ordinary shares are not issued as redeemable, and are not redeemable (other than pursuant to chapter 5 of part 18 of the Companies Act 2006).</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	Tom Quincey
Company name	Baker & McKenzie
Address	100 New Bridge Street
Post town	London
County/Region	
Postcode	E C 4 V 6 J A
Country	United Kingdom
DX	
Telephone	+44(0) 207 919 1000



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