

DON'T
STAPLE

SH02

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



Companies House

✓ 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 shares into stock.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0	1	7	0	6	3	5	8
Company name in full	TOTTENHAM HOTSPUR 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	^d 1	^d 2	^m 1	^m 2	^y 2	^y 0	^y 2	^y 2
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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

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
A ORDINARY	807827	£1	16156540	£0.05

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

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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.

Continuation page
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	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

GBP	ORDINARY	212886618	£10644330.9	
GBP	A ORDINARY OF £1.00 EACH	1	£1	
GBP	A ORDINARY OF £0.05 EACH	16156540	£807827	
Totals		229,043,159	£11,452,158.9	0

Currency table B

Totals				

Currency table C

Totals				

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 ❶	Total aggregate amount unpaid ❶ ❷
Grand total	229,043,159	£11,452,158.9	0

❶ Show different currencies separately. For example: £100 + €100 + \$10

❷ 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)^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**.

Class of share

ORDINARY

Prescribed particulars^①

FULL RIGHTS.

Class of share

A ORDINARY OF £0.05 EACH

Prescribed particulars^①

SEE CONTINUATION PAGE.

Class of share

A ORDINARY OF £1.00 EACH

Prescribed particulars^①

SEE CONTINUATION PAGE.

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.

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Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

Donna-Maria Cullen

B4D0C66F6A6C45B...

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^②, Secretary, Person authorised^③, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.

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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 SLAUGHTER AND MAY (AMMB)

Address ONE BUNHILL ROW

Post town

County/Region LONDON

Postcode

E

C

1

Y

8

Y

Y

Country

DX

Telephone

020 7090 3456

**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

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

[illegible]

In accordance with
Section 619, 621 & 689
of the Companies Act
2006.

SH02 - continuation page

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

Class of share	A ORDINARY OF £1.00 EACH	
Prescribed particulars	<p>HOLDERS OF A ORDINARY SHARES HAVE THE RIGHT TO ATTEND AND SPEAK AT A GENERAL MEETING. THEY DO NOT HAVE THE RIGHT TO VOTE AT A GENERAL MEETING. HOLDERS OF A ORDINARY SHARES DO NOT HAVE THE RIGHT TO PARTICIPATE IN ANY DIVIDEND THE COMPANY DECLARES. THE COMPANY MUST OFFER TO APPLY 50% OF THE NET CASH PROCEEDS OF ANY ISSUANCE, SALE OR OFFER OF EQUITY SECURITIES IN THE COMPANY IN REDEMPTION OF THE A ORDINARY SHARES (AT A VALUE OF £1.00 PER A ORDINARY SHARE SO REDEEMED), EXCLUDING ANY ISSUANCE, SALE OR OFFER OF A ORDINARY SHARES OR WARRANTS CREATED ON OR ABOUT 24 MAY 2022. THE COMPANY MUST APPLY SUCH PROCEEDS TOWARDS SUCH REDEMPTION WITHIN 45 DAYS OF RECEIPT OF SUCH PROCEEDS. A HOLDER MAY WAIVE ITS ENTITLEMENT TO REDEMPTION. ANY REDEMPTION IS SUBJECT TO (A) THE COMPANY BEING CAPABLE OF FINANCING SUCH REDEMPTION IN ACCORDANCE WITH SS. 687(1) OR (2)(A) OF THE COMPANIES ACT 2006 (IN THE JUDGMENT OF THE NON-AFFILIATED DIRECTORS (ACTING REASONABLY)), (B) SUFFICIENT FUNDS TO FINANCE SUCH REDEMPTION BEING FREELY AVAILABLE TO THE COMPANY (TAKING INTO ACCOUNT ANY CURRENT OR FUTURE, ACTUAL OR CONTINGENT LIABILITIES WHICH MAY ARISE, IN EACH CASE IN THE JUDGEMENT OF THE NONAFFILIATED DIRECTORS, ACTING IN GOOD FAITH), AND (C) SUCH REPAYMENT BEING PERMITTED BY ANY OTHER LAW, REGULATION AND CODE APPLICABLE TO EACH MEMBER OF THE GROUP, THE CONSTITUTIONAL DOCUMENTS OF EACH MEMBER OF THE GROUP AND ANY AGREEMENT OR INSTRUMENT BINDING UPON ANY MEMBER OF THE GROUP (INCLUDING, FOR THE AVOIDANCE OF DOUBT AND WITHOUT LIMITATION, (I) RULE 21 OR ANY OTHER PROVISION OF THE CITY CODE ON TAKEOVERS AND MERGERS; AND (II) ANY LOAN, NOTE OR OTHER FINANCING AGREEMENT OR INSTRUMENT BINDING ON ANY MEMBER OF THE GROUP). ON A RETURN OF ASSETS UPON LIQUIDATION OF THE COMPANY, HOLDERS OF A ORDINARY SHARES SHALL HAVE PRIORITY OVER HOLDERS OF OTHER SHARE CLASSES AND SHALL BE ENTITLED TO £1.00 PER A ORDINARY SHARE (OR SHOULD THERE BE A SHORTFALL OF ASSETS THE AVAILABLE FUNDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE NUMBERS OF A ORDINARY SHARES HELD).</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>

SH02 - continuation page

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10 Statement of capital (Prescribed particulars of rights attached to shares)①

Class of share	A ORDINARY OF £0.05 EACH	
Prescribed particulars	<p>HOLDERS OF A ORDINARY SHARES HAVE THE RIGHT TO ATTEND AND SPEAK AT A GENERAL MEETING. THEY DO NOT HAVE THE RIGHT TO VOTE AT A GENERAL MEETING. HOLDERS OF A ORDINARY SHARES DO NOT HAVE THE RIGHT TO PARTICIPATE IN ANY DIVIDEND THE COMPANY DECLARES. THE COMPANY MUST OFFER TO APPLY 50% OF THE NET CASH PROCEEDS OF ANY ISSUANCE, SALE OR OFFER OF EQUITY SECURITIES IN THE COMPANY IN REDEMPTION OF THE A ORDINARY SHARES (AT A VALUE OF £1.00 PER A ORDINARY SHARE SO REDEEMED), EXCLUDING ANY ISSUANCE, SALE OR OFFER OF A ORDINARY SHARES OR WARRANTS CREATED ON OR ABOUT 24 MAY 2022. THE COMPANY MUST APPLY SUCH PROCEEDS TOWARDS SUCH REDEMPTION WITHIN 45 DAYS OF RECEIPT OF SUCH PROCEEDS. A HOLDER MAY WAIVE ITS ENTITLEMENT TO REDEMPTION. ANY REDEMPTION IS SUBJECT TO (A) THE COMPANY BEING CAPABLE OF FINANCING SUCH REDEMPTION IN ACCORDANCE WITH SS. 687 (1) OR (2)(A) OF THE COMPANIES ACT 2006 (IN THE JUDGMENT OF THE NON-AFFILIATED DIRECTORS (ACTING REASONABLY)), (B) SUFFICIENT FUNDS TO FINANCE SUCH REDEMPTION BEING FREELY AVAILABLE TO THE COMPANY (TAKING INTO ACCOUNT ANY CURRENT OR FUTURE, ACTUAL OR CONTINGENT LIABILITIES WHICH MAY ARISE, IN EACH CASE IN THE JUDGEMENT OF THE NONAFFILIATED DIRECTORS, ACTING IN GOOD FAITH), AND (C) SUCH REPAYMENT BEING PERMITTED BY ANY OTHER LAW, REGULATION AND CODE APPLICABLE TO EACH MEMBER OF THE GROUP, THE CONSTITUTIONAL DOCUMENTS OF EACH MEMBER OF THE GROUP AND ANY AGREEMENT OR INSTRUMENT BINDING UPON ANY MEMBER OF THE GROUP (INCLUDING, FOR THE AVOIDANCE OF DOUBT AND WITHOUT LIMITATION, (I) RULE 21 OR ANY OTHER PROVISION OF THE CITY CODE ON TAKEOVERS AND MERGERS; AND (II) ANY LOAN, NOTE OR OTHER FINANCING AGREEMENT OR INSTRUMENT BINDING ON ANY MEMBER OF THE GROUP). ON A RETURN OF ASSETS UPON LIQUIDATION OF THE COMPANY, HOLDERS OF A ORDINARY SHARES SHALL HAVE PRIORITY OVER HOLDERS OF OTHER SHARE CLASSES AND SHALL BE ENTITLED TO £1.00 PER A ORDINARY SHARE (OR SHOULD THERE BE A SHORTFALL OF ASSETS THE AVAILABLE FUNDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE NUMBERS OF A ORDINARY SHARES HELD).</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>