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

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 2 3 5 5 5 0 8

Company name in full: MILLWALL HOLDINGS 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: d0 d7 m1 m0 y2 y0 y2 y2

3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure: Number of issued shares	Previous share structure: Nominal value of each share	New share structure: Number of issued shares	New share structure: Nominal value of each share
ORDINARY	1,391,000	£10	1,391 ORDINARY	£10,000
B ORDINARY	60,750,000	£1	6,075 ORDINARY	£10,000

4 Sub-division

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure: Number of issued shares	Previous share structure: Nominal value of each share	New share structure: Number of issued shares	New share structure: 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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6 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.

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
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
Currency table A				
£	ORDINARY	7,466	£74,660,000	
£	DEFERRED	2,592,087,167	£2,332,878.45	
	Totals	2,592,094,633	£76,992,878.45	NIL
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	2,592,094,633	£76,992,878.45	NIL

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

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 SHARES OF £10,000 EACH
Prescribed particulars ❶	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES AND PARTICIPATES EQUALLY WITH THE OTHER ORDINARY SHARES IN DISTRIBUTIONS AS RESPECTS DIVIDENDS. ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED: (A) FIRST IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES OF £10,000 EACH IN THE CAPITAL OF THE COMPANY A SUM EQUAL TO THE NOMINAL AMOUNT PAID UP OR CREDITED... cont
Class of share	DEFERRED SHARES OF £0.0009 EACH
Prescribed particulars ❶	NO VOTING RIGHTS. NO RIGHT TO PARTICIPATE IN DIVIDENDS. NON-REDEEMABLE. THE DEFERRED SHARES SHALL ON A RETURN OF CAPITAL OR ON A WINDING-UP OR OTHERWISE ENTITLE THE HOLDERS THEREOF ONLY TO THE REPAYMENT OF THE AMOUNTS PAID UP ON SUCH SHARES AFTER THE REPAYMENT TO THE HOLDERS OF THE ORDINARY SHARES A SUM EQUAL TO THE AMOUNT... cont
Class of share	
Prescribed particulars ❶	

❶ **Prescribed particulars of rights attached to shares**
The particulars are:
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.

A separate table must be used for each class of share.

Please use a Statement of capital continuation page if necessary.

9 Signature

I am signing this form on behalf of the company.

Signature

Signature
X Mark Fairbrother X

This form may be signed by:
Director ❷, Secretary, Person authorised❸, Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.

❷ **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.

❸ **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	05372314-2
Company name	IRWIN MITCHELL LLP
Address	ONE ST. PETER'S SQUARE
Post town	MANCHESTER
County/Region	GREATER MANCHESTER
Postcode	M 2 3 A F
Country	ENGLAND
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 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

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

SH02 - continuation page

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7 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
	Totals			

In accordance with Section 708 of the Companies Act 2006.

SH06 - continuation page
Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶

Class of share	ORDINARY SHARES OF £10,000 EACH
Prescribed particulars	... AS PAID UP ON EACH ORDINARY SHARE HELD BY THEM PLUS £100,000,000 FOR EACH ORDINARY SHARE HELD BY THEM; (B) SECOND IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES OF £0.0009 EACH IN THE CAPITAL OF THE COMPANY A SUM EQUAL TO THE NOMINAL AMOUNT PAID UP OR CREDITED AS PAID UP ON EACH DEFERRED SHARE HELD BY THEM; AND (C) THE BALANCE OF SUCH ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, PRO RATA (AS NEARLY AS MAY BE) ACCORDING TO THE NOMINAL AMOUNTS PAID UP OR CREDITED AS PAID UP' ON THE ORDINARY SHARES HELD BY THEM RESPECTIVELY. THE SHARES ARE NOT REDEEMABLE.

❶ Prescribed particulars of rights attached to shares
The particulars are:
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.

A separate table must be used for each class of share.

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

SH02 - continuation page

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

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

Class of share	DEFERRED SHARES OF £0.0009 EACH
Prescribed particulars	...PAID UP OR CREDITED AS PAID UP ON EACH ORDINARY SHARE HELD BY THEM PLUS £100,000,000 FOR EACH ORDINARY SHARE HELD BY THEM (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS IN FULL THE SURPLUS ASSETS SHALL BE ALLOCATED AS BETWEEN THE MEMBERS IN THE SAME PROPORTIONS THEY WOULD HAVE RECEIVED HAD THEY RECEIVED ALL SUCH AMOUNTS IN FULL). HOLDERS OF DEFERRED SHARES SHALL NOT BE ENTITLED TO ANY FURTHER PARTICIPATION IN THE ASSETS OR PROFITS OF THE COMPANY.

❶ **Prescribed particulars of rights attached to shares**
The particulars are:
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.

A separate table must be used for each class of share.