



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 03481736

Company name in full Medivet Group 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 05/11/2021

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
Ordinary shares	710,000	£1.00	71,000,000	£0.01
B shares	1,250	£2.00	250,000	£0.01
Preference shares	18,566,599	£1.00	1,856,659,900	£0.01

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.

Please 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 shares of £0.01 each	71,000,000	£710,000.00	
GBP	A shares of £0.01 each	3,950	£39.50	
GBP	B shares of £0.01 each	250,000	£2,500.00	
Totals		71,253,950	£712,539.50	0

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
1,927,913,850	£19,279,138.50	0

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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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

Please see continuation pages

Prescribed particulars

①

Class of share

Prescribed particulars

①

Class of share

Prescribed particulars

①

① 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.

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Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

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

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.

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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

Address

Post town

County/Region

Postcode

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 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
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.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

Statement of capital

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

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
GBP	Preference shares of £0.01 each	1,856,659,900	£18,566,599.00	
Totals		1,856,659,900	£18,566,599.00	0

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8 Statement of capital (prescribed particulars of rights attached to shares) ^①		
Class of share	Ordinary shares of £0.01 each	
Prescribed particulars	<p>VOTING RIGHTS: THE HOLDERS OF ORDINARY SHARES PRESENT IN PERSON, BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL, ON A SHOW OF HANDS AND ON A POLL, HAVE 750,000 VOTES IN TOTAL, WITH EACH ATTENDING ORDINARY SHAREHOLDER BEING ENTITLED TO EXERCISE SUCH PROPORTION OF THOSE VOTES AS EQUATES TO THE NUMBER OF ORDINARY SHARES HELD BY THAT ATTENDING ORDINARY SHAREHOLDER EXPRESSED AS A PROPORTION OF THE NUMBER OF ORDINARY SHARES HELD BY ALL ATTENDING ORDINARY SHAREHOLDERS. DIVIDEND RIGHTS: SUBJECT TO THE DIVIDEND RIGHTS ATTACHING TO THE REDEEMABLE PREFERENCE SHARES, ANY PROFITS THE COMPANY MAY DECIDE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED FIRST TO THE HOLDERS OF THE A AND B SHARES IN ACCORDANCE WITH THE SPECIFIED FORMULA, WITH THE BALANCE TO BE DISTRIBUTED AMONG HOLDERS OF ORDINARY SHARES PRO RATA. RIGHTS ON WINDING UP: FIRST (SUBJECT TO THE PARTNERSHIP AGREEMENT) IN REPAYMENT OF CAPITAL PAID UP OR CREDITED AS SUCH ON THE REDEEMABLE PREFERENCE SHARES (INCLUDING ANY PREMIUM); SECOND IN REPAYMENT OF CAPITAL PAID UP/CREDITED AS SUCH ON THE ORDINARY SHARES IN PROPORTION TO THE NOMINAL AMOUNT PAID UP/CREDITED AS SUCH; THIRD, TO THE HOLDERS OF THE A SHARES AND B SHARES AN AMOUNT PER SHARE EQUAL TO : CAPITAL PERCENTAGE X (TOTAL EQUITY PROCEEDS - TARGET AMOUNT); WITH THE BALANCE TO BE DISTRIBUTED AMONG HOLDERS OF THE ORDINARY SHARES PRO RATA. NOT REDEEMABLE.</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>

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8 'Statement of capital (prescribed particulars of rights attached to shares)¹		
Class of share	A shares of £0.01 each	
Prescribed particulars	<p>VOTING RIGHTS: THE HOLDERS OF THE A SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF MEETINGS OR TO ATTEND OR VOTE AT GENERAL MEETINGS OF THE COMPANY. DIVIDEND RIGHTS: SUBJECT TO THE DIVIDEND RIGHTS ATTACHING TO THE REDEEMABLE PREFERENCE SHARES, ANY PROFITS THE COMPANY MAY DECIDE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED FIRST TO THE HOLDERS OF THE A SHARES AND B SHARES AN AMOUNT PER SHARE EQUAL TO : CAPITAL PERCENTAGE X (TOTAL EQUITY PROCEEDS - TARGET AMOUNT), WHERE THE "TARGET AMOUNT" IS THE TARGET AMOUNT APPLYING TO THE A SHARE OR B SHARE IN QUESTION AND ON THE BASIS THAT SHOULD THE TARGET AMOUNT EXCEED THE AMOUNT OF TOTAL EQUITY PROCEEDS, THE AMOUNT TO BE PAID IN RESPECT OF THE A SHARE OR B SHARE IN QUESTION SHALL BE ZERO. RIGHTS ON WINDING UP: THIRD, TO THE HOLDERS OF THE A SHARES AND B SHARES AN AMOUNT PER SHARE EQUAL TO : CAPITAL PERCENTAGE X (TOTAL EQUITY PROCEEDS - TARGET AMOUNT), WHERE THE "TARGET AMOUNT" IS THE TARGET AMOUNT APPLYING TO THE A SHARE OR B SHARE IN QUESTION AND ON THE BASIS THAT SHOULD THE TARGET AMOUNT EXCEED THE AMOUNT OF TOTAL EQUITY PROCEEDS, THE AMOUNT TO BE PAID IN RESPECT OF THE A SHARE OR B SHARE IN QUESTION SHALL BE ZERO. NOT REDEEMABLE.</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>

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Class of share	B shares of £0.01 each	
Prescribed particulars	<p>VOTING RIGHTS: THE HOLDERS OF B SHARES WHO ARE PRESENT IN PERSON, BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL, ON A SHOW OF HANDS AND ON A POLL HAVE X VOTES PER B SHARES, WHERE "X" IS EQUAL TO 200 OR SUCH GREATER NUMBER (ROUNDED UP TO THE NEAREST WHOLE NUMBER) AS SHALL CONFER UPON EACH B SHARE 0.02% OF THE TOTAL NUMBER OF VOTES ATTRIBUTABLE TO ALL SHARES AT ANY TIME IN ISSUE (INCLUDING, FOR THE AVOIDANCE OF DOUBT, THE VOTES ATTRIBUTABLE TO THE B SHARES).</p> <p>DIVIDEND RIGHTS: SUBJECT TO THE DIVIDEND RIGHTS ATTACHING TO THE REDEEMABLE PREFERENCE SHARES, ANY PROFITS THE COMPANY MAY DECIDE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED FIRST TO THE HOLDERS OF THE A SHARES AND B SHARES AN AMOUNT PER SHARE EQUAL TO : CAPITAL PERCENTAGE X (TOTAL EQUITY PROCEEDS - TARGET AMOUNT), WHERE THE "TARGET AMOUNT" IS THE TARGET AMOUNT APPLYING TO THE A SHARE OR B SHARE IN QUESTION AND ON THE BASIS THAT SHOULD THE TARGET AMOUNT EXCEED THE AMOUNT OF TOTAL EQUITY PROCEEDS, THE AMOUNT TO BE PAID IN RESPECT OF THE A SHARE OR B SHARE IN QUESTION SHALL BE ZERO. RIGHTS ON WINDING UP: THIRD, TO THE HOLDERS OF THE A SHARES AND B SHARES AN AMOUNT PER SHARE EQUAL TO : CAPITAL PERCENTAGE X (TOTAL EQUITY PROCEEDS - TARGET AMOUNT), WHERE THE "TARGET AMOUNT" IS THE TARGET AMOUNT APPLYING TO THE A SHARE OR B SHARE IN QUESTION AND ON THE BASIS THAT SHOULD THE TARGET AMOUNT EXCEED THE AMOUNT OF TOTAL EQUITY PROCEEDS, THE AMOUNT TO BE PAID IN RESPECT OF THE A SHARE OR B SHARE IN QUESTION SHALL BE ZERO. NOT REDEEMABLE.</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>

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8	'Statement of capital (prescribed particulars of rights attached to shares)' ^①	
Class of share	Preference shares of £0.01 each	
Prescribed particulars	<p>VOTING RIGHTS: THE HOLDERS OF REDEEMABLE PREFERENCE SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF MEETINGS OR TO ATTEND OR VOTE AT GENERAL MEETINGS OF THE COMPANY. DIVIDEND RIGHTS: THE REDEEMABLE PREFERENCE SHARES SHALL CONFER THE RIGHT TO RECEIVE AN ANNUAL, NON-COMPOUNDING, CUMULATIVE DIVIDEND OF 0.1% OF THE AGGREGATE NOMINAL VALUE OF ALL REDEEMABLE PREFERENCE SHARES THEN IN ISSUE EACH CALENDAR YEAR (IN AGGREGATE IN RESPECT OF ALL SUCH REDEEMABLE PREFERENCE SHARES, WITH EACH SUCH SHARE HAVING A PRO-RATA ENTITLEMENT THERETO), TO BE PAID ON 31 DECEMBER EACH YEAR. RIGHTS ON WINDING UP: FIRST (SUBJECT TO THE PARTNERSHIP AGREEMENT) IN REPAYMENT OF CAPITAL PAID UP OR CREDITED AS SUCH ON THE REDEEMABLE PREFERENCE SHARES (INCLUDING ANY PREMIUM). REDEEMABLE AT PAR IN PART OR IN WHOLE AT THE OPTION OF THE COMPANY AFTER 1ST MAY 2011.</p>	

① 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.