

Don't
staple this form

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 share
into stock.

TUESDAY



A9DNMTU0

A16

15/09/2020

#13

COMPANIES HOUSE

1 Company details

Company number 0 4 3 4 0 1 2 5

Company name in full TRAFALGAR PROPERTY 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 resolution

Date of resolution 1 3 0 7 2 0 2 0

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
Deferred shares	487,690,380	0.09p	48,769,038	0.9p

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

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

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.

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 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

	Ordinary shares	487,690,380	£48,769.04	
	Deferred shares of 0.9p	287,144,228	£2,584,298.05	
Totals		774,834,608	£2,633,067.09	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
774,834,608	£2,633,067.09	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 Ordinary shares of 0.01p

Prescribed particulars
① See continuation page

Class of share Deferred shares of 0.9p

Prescribed particulars
① See continuation page

Class of share

Prescribed particulars
①

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.

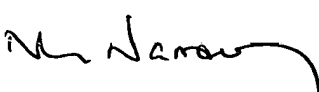
9

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~~ ②, ~~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 **NW Narraway**

Company name **Hewitsons LLP**

Address **Kildare House**

3 Dorset Rise

Post town **London**

County/Region

Postcode **E C 4 Y 8 E N**

Country

DX

Telephone **020 7831 8888**



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

SH02 - continuation page

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

Class of share	Ordinary shares of 0.01p	<p>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>
Prescribed particulars	<p>(a) on a show of hands every ordinary shareholder present in person or by proxy has one vote and on a poll every ordinary shareholder present in person or by proxy has one vote for every share held.</p> <p>(b) ordinary shares have the right to participate, as respects dividends, in all distributions pro rata to the nominal amounts paid up on the shares held.</p> <p>(c) ordinary shares have the right to participate, as respects capital, in all distributions pro rata to the nominal amounts paid up on the shares held.</p> <p>(d) the ordinary shares are not redeemable.</p>	

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

Class of share	Deferred shares of 0.9p	
Prescribed particulars	<p>(a) the deferred shares carry no right to receive notice, attend, speak or vote at general meetings (other than class meetings of deferred shares).</p> <p>(b) the deferred shares have no right to participate in the profits of the Company.</p> <p>(c) the deferred shares have the right, on a return of capital, to receive an amount equal to the nominal amount paid up on the shares, but only once the rights of holders of ordinary shares have been discharged in full and £100,000 has been paid on each issued ordinary share.</p> <p>(d) the approval of directors is required for any transfer of deferred shares.</p> <p>(e) the directors have authority to approve a transfer of the deferred shares without payment to such person as the directors may direct and to cancel and/or purchase them.</p>	<p>● Prescribed particulars of rights attached to shares</p> <p>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>