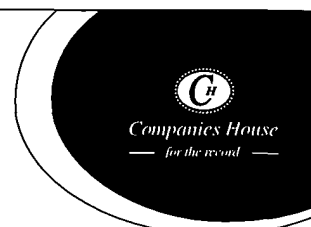


SH02

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



☒ **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**
You cannot use this form
notice of a conversion of
stock.

MONDAY



A16 *A4GFPZEF* 21/09/2015 #151
COMPANIES HOUSE

| | |
|--------------------------|--------------------------------|
| 1 Company details | |
| Company number | 0 4 9 4 4 6 0 0 |
| Company name in full | Orchard Press (Cheltenham) Ltd |

→ **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 3 d 0 m 0 m 6 y 2 y 0 y 1 y 5 |

| | | | | |
|--|--------------------------|--------------------------------|-------------------------|--------------------------------|
| 3 Consolidation | | | | |
| Please show the amendments to each class of share. | | | | |
| | Previous share structure | | New share structure | |
| Class of shares (E.g. Ordinary/Preference etc.) | 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. | | | | |
| | Previous share structure | | New share structure | |
| Class of shares (E.g. Ordinary/Preference etc.) | 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 |
| Redeemable preference shares | 22,700 | 22,700 |
| | | |
| | | |

SH02

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

| | | | |
|--|--|-------------------------|-----------------------------|
| 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 |
| | | | |
| | | | |
| | | | |

Statement of capital

Section 7 (also Section 8 and Section 9 if appropriate) should reflect the company's issued capital following the changes made in this form.

| | | | | |
|---|-----------------------------------|---|--------------------|---------------------------|
| 7 Statement of capital (Share capital in pound sterling (£)) | | | | |
| Please complete the table below to show each share classes held in pound sterling. If all your issued capital is in sterling, only complete Section 7 and then go to Section 10. | | | | |
| Class of shares (E.g. Ordinary/Preference etc.) | Amount paid up on each share ❶ | Amount (if any) unpaid on each share ❶ | Number of shares ❷ | Aggregate nominal value ❸ |
| Ordinary | £1 | | 171,944 | £ 171,944 |
| Preference | £1 | | 11,450 | £ 11,450 |
| | | | | £ |
| | | | | £ |
| Totals | | | 183,394 | £ 183,394 |

| | | | | |
|--|-----------------------------------|---|--------------------|-------------------------|
| 8 Statement of capital (Share capital in other currencies) | | | | |
| Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency. | | | | |
| Currency | | | | |
| Class of shares (E.g. Ordinary / Preference etc.) | Amount paid up on each share ❶ | Amount (if any) unpaid on each share ❶ | Number of shares ❷ | Aggregate nominal value |
| | | | | |
| | | | | |
| Totals | | | | |

| | | | | |
|--|-----------------------------------|---|--------------------|-------------------------|
| Currency | | | | |
| Class of shares (E.g. Ordinary/Preference etc.) | Amount paid up on each share ❶ | Amount (if any) unpaid on each share ❶ | Number of shares ❷ | Aggregate nominal value |
| | | | | |
| | | | | |
| Totals | | | | |

❶ Including both the nominal value and any share premium.

❷ Number of shares issued multiplied by nominal value of each share.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

❸ Total number of issued shares in this class.

SH02

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

9 Statement of capital (Totals)

| | | |
|---------------------------------|---|---|
| | Please give the total number of shares and total aggregate nominal value of issued share capital. | ① Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc. |
| Total number of shares | | |
| Total aggregate nominal value ① | | |

10 Statement of capital (Prescribed particulars of rights attached to shares) ②

| | | |
|------------------------|---|---|
| | Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 7 and Section 8 . | ② 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 and any terms or conditions relating to redemption of these shares. A separate table must be used for each class of share. Please use a Statement of capital continuation page if necessary. |
| Class of share | Ordinary shares | |
| Prescribed particulars | Ordinary shares have full rights in the company with respect to voting, dividends and capital distributions | |
| Class of share | Preference shares | |
| Prescribed particulars | See attached | |
| Class of share | | |
| Prescribed particulars | | |


SH02

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

| | | |
|------------------------|--|---|
| Class of share | | <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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p> <p>Please use a Statement of capital continuation page if necessary.</p> |
| Prescribed particulars | | |
| Class of share | | |
| Prescribed particulars | | |

11

Signature

| | | |
|--|--|---|
| I am signing this form on behalf of the company. | | <p>Societas Europaea</p> <p>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.</p> <p>Person authorised</p> <p>Under either section 270 or 274 of the Companies Act 2006.</p> |
| Signature | <p>Signature</p> <p>X  X</p> <p>This form may be signed by: Director ², Secretary, Person authorised ³, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.</p> | |

SH02

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



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.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

SH02 - continuation page

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

10

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

| Class of share | Preference shares | |
|------------------------|--|---|
| Prescribed particulars | <p>The Preference shares shall on a winding up or other repayment of capital entitle the holders thereof to have the assets of the Company available for distribution amongst the members applied, in priority to any other class of shares, in paying to them pari passu the capital paid on such shares.</p> <p>The Preference shares shall not confer the right to any further or other participation in the profits or assets of the Company.</p> <p>The Preference shares shall not entitle the holders thereof to receive notice of or attend or vote at any General Meeting of the Company.</p> | <p>① 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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p> |