

SH10

Notice of particulars of variation of rights attached to shares



☒ **What this form is for**
You may use this form to give notice of particulars of variation of rights attached to shares

☐ **What this form is NOT for**
You cannot use this form to give notice of particulars of variation of class rights of members of company without share capital. If you do this, please use form SH12

WEDNESDAY



A33YP7LK

A35

19/03/2014

#120

COMPANIES HOUSE

1 Company details

Company number 6 2 9 2 0 2 2

Company name in full DR S KHORAMI 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 variation of rights

Date of variation of rights

25 02 2014

3 Details of variation of rights

Please give details of the variation of rights attached to shares

Variation

The rights attaching to the B ordinary shares were varied by one such share being converted into a C Share and one such share being converted into a D Share

See continuation sheet for share rights.

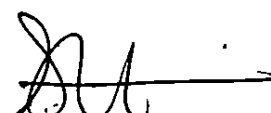
Continuation pages
Please use a continuation page if you need to enter more details

4 Signature

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by
Director ①, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, Chancery commission receiver and manager, CIC manager

① 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

② 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 Mark Hughes

Company name Browne Jacobson LLP

Address Mowbray House

Castle Meadow Road

Post town Nottingham

County/Region

Postcode

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Country United Kingdom

DX DX 718130 Nottingham 27

Telephone 0115 976 6000

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 variation of rights in section 2
- ☐ You have provided details of the variation of rights in section 3
- ☐ 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

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Details of variation of rights

Please give details of the variation of rights attached to shares

Variation

Ordinary Shares

(A) Voting Shareholders are entitled to receive notice of and to attend and vote at all general meetings of the Company and are entitled to one vote for each share held

(B) Dividends / Distributions: The shares do not carry any entitlement to a fixed dividend Subject to the shareholders of the C Shares and the D Shares receiving the Fixed Dividend (as defined below), any distributable profits of the Company available for distribution in any year the Company may declare and pay such dividends on such amounts and at such times as the board may in its absolute discretion determine in respect of the Ordinary Shares

(C) Capital On a return of capital or reconstruction, a winding up or on liquidation the surplus assets of the Company remaining after the payment of its liabilities and subject to the shareholders of the C Shares and the D Shares receiving their entitlement (see below), shall be applied in paying to the holders of the Ordinary Shares a sum equal to the amounts subscribed therefore (including any premium) and any dividends declared but unpaid Any remaining balance shall belong to and be paid to the holders of the Ordinary Shares pari passu

(D) Redemption The shares are not to be redeemed and are not liable to be redeemed, whether at the option of the company or the shareholder.

C and D Shares

(A) Voting: Shareholders are not entitled to receive notice of or to attend and vote at any general meeting of the Company unless the general meeting is to consider any matter which constitutes any variation of the rights attaching to the C or D Shares(as the case may be) in which case each member holding such shares (as the case may be) shall be entitled to one vote in respect of every such share of which he is the holder in respect of any matter to vary the right attaching to any of the shares of that class held by such member

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(B) Dividends / Distributions

1.1 The Company shall (subject to clause 1.2) without resolution of the board or of the Company in general meeting and before application of any profits or reserve for any other purpose pay an annual non-cumulative fixed dividend (each a "Fixed Dividend" and together the "Fixed Dividends") in respect of the Fixed Dividend Shares as follows (pro rata to the aggregate amount of the Fixed Dividends and with the first dividend to be paid on 21 April 2014 without any deduction or discount for or in respect of the period between the date of adoption of these articles and that date)

In respect of the C Shares a fixed dividend of £27,000 (in aggregate) on 21 April in each year until 21 April 2018 and thereafter a fixed dividend of £1,000 (in aggregate) on 21 April in each year, and

In respect of the D Shares a fixed dividend of £23,000 (in aggregate) on 21 April in each year until 21 April 2018 and thereafter a fixed dividend of £1,000 (in aggregate) on 21 April in each year, and

1.2 Each Fixed Dividend shall, provided the Company has sufficient distributable profits generated during the year in which the Fixed Dividend is to be paid out, become a debt due from and immediately payable by the Company on the relevant payment date specified in clause 1.1 above. If and to the extent that the debt so constituted is not paid in full on the payment date concerned, the unpaid amount shall not carry interest. If the Company is unable to pay in full in any year all of the Fixed Dividends by reason of not having sufficient distributable profits created during that year then it shall on such date pay the same to the extent that it is lawfully able to do so pro rata on each of the Fixed Dividend Shares and the unpaid amount shall not carry interest. Where by reason of the Company having had insufficient distributable profits, it is in arrears with the payment of dividends, then any further entitlement in respect of that dividend shall lapse

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1 3 In respect of any distributable profits of the Company available for distribution in any year the Company may (subject to clause 1 2 above) declare and pay such dividends on such amounts and at such times as the board may in its absolute discretion determine in respect of the Ordinary Shares The Fixed Dividend Shares shall not be entitled to any further dividends or distributions save as provided for in Article 1 1 above

(C) Capital On a return of capital or reconstruction, a winding up or on liquidation the surplus assets of the Company remaining after the payment of its liabilities shall be applied first, in paying to the holders of the Fixed Dividend Shares a sum equal to £1 for each Fixed Dividend Share together with a sum equal to any arrears of dividend and any accrued Fixed Dividends (such Fixed Dividends accruing on a time basis from day to day)

(D) Redemption The shares are not to be redeemed and are not liable to be redeemed, whether at the option of the company or the shareholder