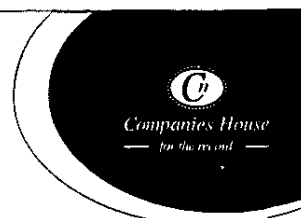


In accordance with  
Section 707 of the  
Companies Act 2006

# SH03

## Return of purchase of own shares



✓ **What this form is for**  
You may use this form to give notice  
of a purchase by a limited company  
of its own shares

✗ **What this form is NOT for**  
You cannot use this form to  
give notice of a purchase by a  
company of its own shares

THURSDAY



LD5 \*LJDT5NGI\* 233  
COMPANIES HOUSE

### 1 Company details

Company number 0 6 3 4 8 7 7 4

Company name in full Absorb Limited

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

### 2 Shares purchased for cancellation

The section below should be completed by public  
limited companies (PLC) only

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares purchased	Nominal value of each share	Date that the shares were delivered to the company	Are these qualifying shares? ①	Maximum price paid for each share	Minimum price paid for each share
Ordinary	1	1	01 / 09 / 2009	<input type="checkbox"/> Yes		
			/ /	<input type="checkbox"/> Yes		
			/ /	<input type="checkbox"/> Yes		
			/ /	<input type="checkbox"/> Yes		
			/ /	<input type="checkbox"/> Yes		

Please show the aggregate amount paid on shares purchased for cancellation

Total aggregate amount

① **Qualifying shares**  
Qualifying shares are shares eligible  
to be placed into treasury

For HM Revenue and Customs Stamp Office only

## SH03

## Return of purchase of own shares

**3 Shares purchased into treasury (PLCs only)**

Please complete the table below if you are purchasing into treasury

This section is to be completed by PLCs only

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares purchased	Nominal value of each share	Date that the shares were delivered to the company	Maximum price paid for each share	Minimum price paid for each share
			/ /		
			/ /		
			/ /		
			/ /		
			/ /		

Please show the aggregate amount paid by the company on shares purchased into treasury

Total aggregate amount

**4 Stamp Duty****Stamp Duty of 0.5% is payable for purchases where the amount or value of the consideration is over £1,000**

Please show the amount of Stamp Duty paid on shares purchased

Stamp Duty ①

£

**Before this form is sent to Companies House it must be 'stamped' by HM Revenue and Customs Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid****After this form has been 'stamped' and returned to you by HM Revenue and Customs it must then be sent to Companies House**

No Stamp Duty payable

If Stamp Duty is **not payable** on shares purchased, please confirm the statement below by ticking the box
☒ I/We certify that the transaction effected by this instrument does not form part of a larger transaction or series of transactions in respect of which the amount or value of the consideration exceeds £1,000
**If you have no stamp duty payable, please return this form directly to Companies House****① Stamp Duty**

The aggregate amount should be rounded up to the nearest multiple of £5

**Amount payable**

Cheques for the Stamp Duty must be made payable to 'HM Revenue &amp; Customs Taxes' and crossed 'Not Transferable'

**Stamp office address**Please send the form to  
HMRC Stamp Office  
9th Floor, City Centre House,  
30 Union Street,  
Birmingham B2 4AR**Further information**If you require further information on Stamp Duty Please contact HM Revenue & Customs on 0845 6030135 or visit their website [www.hmrc.gov.uk](http://www.hmrc.gov.uk)**5 Signature**

I am signing this form on behalf of the company

Signature

Signature

X

Woff

X

Date

d	0	d	1	m	0	m	9	y	2	y	0	y	0	y	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

This form may be signed by

Director ②, Secretary, Person authorised ③, Administrator, 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

SH03

## Return of purchase of own 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 **Gregory WOLFF**

Company name **Absorb Limited**

Address **Third Floor**

**61 Poland Street**

Post town **London**

County/Region

Postcode **W 1 F 7 N U**

Country **United Kingdom**

DX

Telephone **07725578603**

**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 completed Section 2 and/or Section 3 as appropriate
- ☐ In Section 4, you have either had the form stamped by HMRC or ticked the certification section to
- ☐ indicate that no duty is payable
- ☐ 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

**Stamp Duty**

If Stamp Duty is to be paid, please first send this form to HMRC Stamp Office, 9th Floor, City Centre House, 30 Union Street, Birmingham, B2 4AR

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)**

THIS AGREEMENT is made the 1<sup>st</sup> day of September 2009

**BETWEEN**

- (1) ABSORB LIMITED (registered in England under No 6348774) and hereafter referred to as "the Company", whose registered office is at 38 Johnson Lock Court, 1 Candle Street, London, E1 4RP and
- (2) PAULA FYFFE (hereafter referred to as "the Vendor")

**WHEREAS**

- (A) The Vendor is the holder and beneficial owner of 1 Ordinary share of £1 each in the capital of the company,
- (B) The Company desires to purchase and the Vendor desires to sell 1 Ordinary share of £1 each in the capital of the Company (such 1 shares being hereinafter referred to as the "Sale of Shares" on the terms hereinafter appearing)

NOW IT IS HEREBY AGREED as follows

*The Sale and Purchase*

- 1 The Vendor shall sell, and the Company shall purchase, the Sale Shares for the sum of £1  
The Company shall pay the said sum out of its "distributable profits" (as defined by section 830 of the Companies Act 2006)

*The Vendor's Warranties*

- 2 1 The Vendor warrants that recital (A) to this Agreement is accurate and that the Sale Shares are free from any lien, charge or encumbrance

*Completion*

- 3 1 Completion of the purchase of the Sale Shares shall take place 2 years after the signing of this Agreement or on such earlier date as the parties may agree
- 3 2 The Vendor is required to present to the Company their current share certificates to be cancelled by the Company Secretary


*Costs*

- 4 The Company shall bear all professional costs and charges relating to this Agreement, and shall also pay all stamp duties falling due in respect of the completion of the purchase of the Sale Shares in accordance with this Agreement (if applicable)

### *Interpretation*

- 5 1 The headings of clauses in this Agreement are for convenience of reference only and shall be disregarded in the interpretation of this Agreement
- 5 2 Where the context permits the singular shall include the plural, and vice versa, and the masculine shall include the feminine
- 5 3 This Agreement shall be construed and interpreted in all respects in accordance with the law of England to the exclusive jurisdiction of which the parties hereto agree to submit

IN WITNESS whereof the parties hereto have hereunto set their hands the day and year first before written

Signed   
GREGORY WOLFF

for and behalf of Absorb Limited

Signed   
ERIC FORWARD

Signed   
PAULA FYFFE