



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **Rex Bionics Plc**

Company Number: **06425793**



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Company Name: **Rex Bionics Plc**

Company Number: **06425793**

Confirmation **01/12/2018**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	14289360
Currency:	GBP	Aggregate nominal value:	12860424

Prescribed particulars

THE DEFERRED SHARES HAVE THE FOLLOWING RIGHTS AND ARE SUBJECT TO THE FOLLOWING RESTRICTIONS (1) THE HOLDERS OF THE DEFERRED SHARES SHALL NOT, BY VIRTUE OF OR IN RESPECT OF THEIR HOLDINGS OF DEFERRED SHARES, HAVE THE RIGHT TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY NOR THE RIGHT TO ATTEND, SPEAK OR VOTE AT ANY SUCH GENERAL MEETING; (2) EACH DEFERRED SHARE SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDEND; (3) SAVE AS REQUIRED BY LAW, THE COMPANY NEED NOT ISSUE SHARE CERTIFICATES TO THE HOLDERS OF DEFERRED SHARES IN RESPECT OF THEIR HOLDING THEREOF; (4) THE HOLDERS OF THE DEFERRED SHARES SHALL NOT BE ENTITLED ON A RETURN OF ASSETS IN A WINDING-UP, REDUCTION OF CAPITAL OR OTHERWISE TO RECEIVE ANY AMOUNT WHATSOEVER, EITHER BY WAY OF REPAYMENT OF THE AMOUNT PAID UP OR CREDITED AS PAID UP IN RESPECT OF THE NOMINAL VALUE THEREOF OR BY WAY OF PARTICIPATION IN SURPLUS ASSETS UNLESS THERE SHALL HAVE BEEN PAID TO THE HOLDERS OF THE ORDINARY SHARES A SUM OF NOT LESS THAN £100,000 (PLUS THE AMOUNT PAID UP THEREON), (5) THE DEFERRED SHARES SHALL NOT SAVE AS PROVIDED IN PARAGRAPH (7) BELOW BE TRANSFERABLE; (6) IF THE SHARE CAPITAL OF THE COMPANY IS REDUCED BY THE REDUCTION OF ANY CAPITAL PAID UP ON ANY SHARES AND THE CANCELLATION OF SUCH SHARES THEN, BEFORE ANY SUCH REDUCTION OR CANCELLATION IN RESPECT OF ANY OTHER CLASS OF SHARE, THE CAPITAL PAID UP, OR CREDITED AS PAID UP, ON THE DEFERRED SHARES SHALL BE REDUCED TO ZERO AND THE DEFERRED SHARES SHALL BE CANCELLED WITHOUT ANY PAYMENT OR OTHER COMPENSATION TO THE HOLDERS THEREOF; (7) THE BOARD SHALL HAVE IRREVOCABLE AUTHORITY AT ANY TIME AFTER THE ADOPTION OF THIS ARTICLE TO APPOINT ANY PERSON TO EXECUTE ON BEHALF OF THE HOLDERS OF THE DEFERRED SHARES A TRANSFER THEREOF AND/OR AN AGREEMENT TO TRANSFER THE SAME, WITHOUT MAKING ANY PAYMENT TO THE HOLDERS THEREOF, TO SUCH PERSON AS THE BOARD MAY DETERMINE AS CUSTODIAN THEREOF AND TO CANCEL AND/OR ACQUIRE THE SAME (IN ACCORDANCE WITH THE PROVISIONS OF THE COMPANIES ACT 2006 (AS AMENDED)) WITHOUT MAKING ANY PAYMENT TO OR OBTAINING THE SANCTION OF THE HOLDERS THEREOF, AND, PENDING SUCH TRANSFER AND/OR CANCELLATION AND/OR PURCHASE, TO RETAIN THE CERTIFICATES, IF ANY, FOR SUCH DEFERRED

SHARES. THE COMPANY MAY, AT ITS OPTION AT ANY TIME AFTER THE ADOPTION OF THIS ARTICLE, PURCHASE ALL OR ANY OF THE DEFERRED SHARES THEN IN ISSUE, AT A PRICE NOT EXCEEDING £1 FOR ALL THE DEFERRED SHARES SO PURCHASED UPON GIVING THE REGISTERED HOLDERS OF SUCH DEFERRED SHARE OR DEFERRED SHARES NOT LESS THAN 28 DAYS' NOTICE IN WRITING OF ITS INTENTION TO DO SO, FIXING A TIME AND PLACE FOR SUCH PURCHASE, AND (8) THE LIMITATION ON THE RIGHTS OF THE HOLDERS OF DEFERRED SHARES APPLY NOTWITHSTANDING ANY CONTRARY PROVISION CONTAINED IN THE ARTICLES

Class of Shares:	ORDINARY	Number allotted	25513859
Currency:	GBP	Aggregate nominal value:	2551385.9

Prescribed particulars

THE ORDINARY SHARES HAVE THE RIGHT TO RECEIVE NOTICE OF, SPEAK AT AND VOTE AT ALL GENERAL MEETINGS. THE ORDINARY SHARES RANK AHEAD OF THE DEFERRED SHARES ON ANY DISTRIBUTIONS, INCLUDING ON WINDING UP. THE ORDINARY SHARES ARE FULLY TRANSFERRABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	39803219
		Total aggregate nominal value:	15411809.9
		Total aggregate amount unpaid:	0

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor