

# SH02

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

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☒ 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 for  
You cannot use this form to give  
notice of a change of stock

SATURDAY



A32 12/07/2014 #312  
COMPANIES HOUSE

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uk

**1 Company details**

Company number: 0 6 7 2 0 3 5 0

Company name in full: Exova 2014 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 resolution**

Date of resolution: 09/07/2014

**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
Ordinary	197,395,045	£0.00579706	11,443,103	£0.10
Preferred Ordinary	2,604,955	£0.0579706	151,011	£1.00

**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

RE-SCAN

21/7/14 75

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<b>6 Re-conversion</b>			
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

<b>7 Statement of capital (Share capital in pound sterling (£))</b>				
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 (£)	Amount (if any) unpaid on each share (£)	Number of shares (2)	Aggregate nominal value (3)
Ordinary	£0.10	N11	11,443,103	£ 1144310.30
Preferred Ordinary	£1.00	N11	151,011	£ 151011.00
				£
				£
Totals			11594114	£ 1295321.30

<b>8 Statement of capital (Share capital in other currencies)</b>				
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 (3)	Amount (if any) unpaid on each share (3)	Number of shares (2)	Aggregate nominal value (3)
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share (3)	Amount (if any) unpaid on each share (3)	Number of shares (2)	Aggregate nominal value (3)
Totals				
(1) Including both the nominal value and any share premium		(3) Number of shares issued multiplied by nominal value of each share		Continuation pages Please use a Statement of Capital continuation page if necessary
(4) Total number of issued shares in this class				

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<b>9</b> <b>Statement of capital (Totals)</b>		
	Please give the total number of shares and total aggregate nominal value of issued share capital	<b>1. Total aggregate nominal value</b> Please list total aggregate values in different currencies separately. For example, £100 + €100 + \$10 etc
Total number of shares		
Total aggregate nominal value (£)		
<b>10</b> <b>Statement of capital (Prescribed particulars of rights attached to shares) (2)</b>		
	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	<b>2. Prescribed particulars of rights attached to shares</b> 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	
Prescribed particulars	Please see the continuation sheet for prescribed particulars of rights attached to Ordinary shares	
Class of share	Preferred Ordinary	
Prescribed particulars	Please see continuation sheet for prescribed particulars of rights attached to Preferred Ordinary shares	
Class of share		
Prescribed particulars		
Class of share		
Prescribed particulars		
Class of share		

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Class of share		<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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> <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		



## Signature

I am signing this form on behalf of the company		<p>21 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>22 Person authorised</p> <p>Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature</p> <p>X <i>[Signature]</i> X</p> <p>IAN POWER, DIRECTOR</p> <p>This form may be signed by</p> <p>Director<sup>23</sup>, Secretary, Person authorised<sup>22</sup>, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager</p>	

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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

Aylin Guenay

Company name

Freshfields Bruckhaus Deringer LLP

Address

65 Fleet Street

London

England

Post town

United Kingdom

County/region

Postcode

E C 4 Y 1 H S

Country

DX

DX 23 London/Chancery Lane

Telephone

020 7785 5947



### 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](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)

## Statement of capital

Please complete the table below to show each class of shares held in other currencies  
Please complete a separate table for each currency

[illegible]

(i) Including both the nominal value and any share premium

eg Number of shares issued multiplied by nominal value of each share

(2) Total number of issued shares in this class.

# SH02 - continuation page

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10	Statement of capital (Prescribed particulars of rights attached to shares) 1	
Class of share	Ordinary	
Prescribed particulars	<p><b>Voting</b> Each Ordinary Share carries one vote. On a poll or written resolution, the voting rights attached to the Ordinary Shares then in issue shall be equal in aggregate to 95% of the voting rights attached to all shares then in issue. Every shareholder holding one or more Ordinary Share shall have such proportion of the votes attached to the Ordinary Shares then in issue as is pro rata to their holding of Ordinary Shares.</p> <p><b>Dividend</b> The Preferred Ordinary Shares and the Ordinary Shares rank pari passu in respect of dividends and other distributions. The Company may resolve to distribute a dividend to the holders of Preferred Ordinary Shares and Ordinary Shares in respect of each Preferred Ordinary Share and Ordinary Share and pro rata to the number of Preferred Ordinary Shares and Ordinary Shares in issue at the date of payment.</p> <p><b>Distribution</b> On a return of capital on liquidation or otherwise (except on a redemption, cancellation or purchase by the Company of any shares), the surplus assets of the Company remaining after the payment of all of its liabilities shall be applied, firstly, in paying to the holders of Preferred Ordinary Shares in respect of each Preferred Ordinary Share of which it is the holder, the amount equal to the capital paid up (or credited as paid) on each Preferred Ordinary Share, and secondly, the balance of such assets (if any) shall be distributed amongst the holders of Ordinary Shares in proportion to the number of Ordinary Shares held by such holders.</p> <p><b>Redemption</b> None of the Ordinary Shares are redeemable.</p>	
		<p><b>2 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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> <p>A separate table must be used for each class of share.</p>

## Statement of capital

Please complete the table below to show each class of shares held in other currencies  
Please complete a separate table for each currency

Currency

[illegible]

4. Including both the nominal value and any share premium

(3) E.g. Number of shares issued multiplied by nominal value of each share

<sup>2</sup> Total number of issued shares in this class



## SH02 - continuation page

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

Class of share	Preferred Ordinary	i) Prescribed particulars of rights attached to shares
Prescribed particulars	<p><b>Voting</b> Each Preferred Ordinary Share carries one vote. On a poll or written resolution, the voting rights attached to the Preferred Ordinary Shares then in issue shall be equal in aggregate to 5% of the voting rights attached to all shares then in issue. Every shareholder holding one or more Preferred Ordinary Share shall have such proportion of the votes attached to the Preferred Ordinary Shares then in issue as is pro rata to their holding of Preferred Ordinary Shares.</p> <p><b>Dividend</b> The Preferred Ordinary Shares and the Ordinary Shares rank pari passu in respect of dividends and other distributions. The Company may resolve to distribute a dividend to the holders of Preferred Ordinary Shares and Ordinary Shares in respect of each Preferred Ordinary Share and Ordinary Share and pro rata to the number of Preferred Ordinary Shares and Ordinary Shares in issue at the date of payment.</p> <p><b>Distribution</b> On a return of capital on liquidation or otherwise (except on a redemption, cancellation or purchase by the Company of any shares), the surplus assets of the Company remaining after the payment of all of its liabilities shall be applied firstly in paying to the holders of Preferred Ordinary Shares in respect of each Preferred Ordinary Share of which it is the holder, an amount equal to the capital paid up (or credited as paid up) on each Preferred Ordinary Share.</p> <p><b>Redemption</b> None of the Preferred Ordinary Shares are redeemable.</p>	<p>The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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> <p>A separate table must be used for each class of share.</p>



Companies House

**COMPANY NAME:** 06720350

**COMPANY NUMBER:** EXOVA 2014 LIMITED

**A SECOND FILED SH02 WAS REGISTERED ON 18/05/2015**