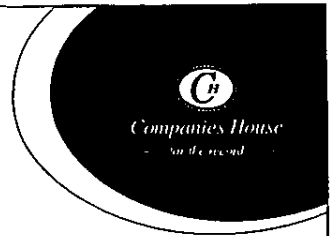


SH02

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 for**
You cannot use this form to give
notice of a conversion of shares
stock

TUESDAY



A11Q97Y3

A31

31/01/2012

#264

COMPANIES HOUSE

1 Company details

Company number 0 6 9 0 7 2 4 7

Company name in full Albion Water Structures 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 d2 d6 m0 m1 y2 y0 y1 y2

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

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
Redeemable Preference	16	£1 00

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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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Redeemable Preference	£1 00		984	£ 984
B Class Ordinary Share	£1 00		1000	£ 1000
				£
				£
Totals			1984	£ 1984

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
Totals				

① Including both the nominal value and any share premium

② Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

Continuation pages

Please use a Statement of Capital continuation page if necessary

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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 1984

Total aggregate nominal value ① £1984

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 Class B Ordinary

Prescribed particulars 1 vote per share
Dividends may be declared

Class of share Redeemable Preference Share

Prescribed particulars See attached SH02 continuation sheet

Class of share

Prescribed particulars

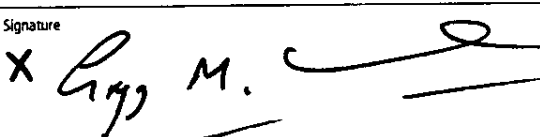
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Class of share		<p>1 Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any 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>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</p> <p>3 Person authorised 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>	

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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 **Greg Shakeshaft**

Company name **Albion Water Structures Ltd**

Address **Regus Building**

Post town

County/Region

Postcode

S N 5 6 Q R

Country

DX

Telephone **01793 251700**



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

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

Class of share	Preference Share	① Prescribed particulars of rights attached to shares
Prescribed particulars	<p>Redemption</p> <ul style="list-style-type: none"> The holders of the Preference Shares will have the right to redeem the shares at a rate of £35 00 for each share, up to total redemption value (defined as the number of Preference Shares redeemed multiplied by £35 00) which will be 10% of Adjusted Net Profit Before Tax as shown by the annual accounts for the financial year The accounts will be approved by the 11th August following the accounts year. If the accounts are not approved by that date, the holders will have a right to redeem based upon the available financial information Adjusted Net Profit Before Tax shall be Net Profit Before Tax before the deduction of sums paid or value transferred to the holders of Ordinary Shares or associated parties save for costs of travel and subsistence that have been incurred wholly, exclusively and necessarily in the performance of duties in the course of business The company will notify the holders of net adjusted net profit by the 31st July following the accounts year. If the holders do not respond to the notification by the 11th August then shares will be redeemed to the maximum total redemption value Payment of the amounts due on redemption will be made to the holders within 7 days of 11th August following the accounts year <p>Voting rights</p> <ul style="list-style-type: none"> The Preference Shares will not carry rights to vote at any General Meeting or to receive dividends except that in the event that any Preference Shares which are due for redemption are not redeemed, for such period as the redemption is overdue, all unredeemed Preference Shares will have voting rights equivalent to the rights of Ordinary Shares and the value overdue for redemption will accrue daily interest at a rate of 10% per annum In the event that the Preference Share holder elects not to redeem the full value of shares due for redemption, the payment for those shares which are not redeemed shall not be treated as overdue. No interest shall be payable and no voting rights will attach to the unredeemed shares In the event of a sale for value of the Ordinary Shares or winding up of the Company the unredeemed Preference Shares will rank for repayment alongside the Ordinary Shares. The redemption value of a Preference Shares will be equivalent to the value paid for or accruing to an Ordinary Share with a maximum value of £35 00 <p>Transferability</p> <ul style="list-style-type: none"> Notwithstanding any other provision of the Articles, the holders of preference shares will have the right to transfer shares to family members without restriction <p><i>Handwritten signature: [Signature]</i></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>