

# 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 a company without share capital. To do this, please use form SH12.

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

<b>1</b>	<b>Company details</b>
Company number	0 7 0 6 5 7 5 8
Company name in full	St Helens Stadium Limited
	<p>→ <b>Filling in this form</b> Please complete in typescript or in bold black capitals.</p> <p>All fields are mandatory unless specified or indicated by *</p>

<b>2</b>	<b>Date of variation of rights</b>																
Date of variation of rights	<table border="1"> <tr> <td>d</td><td>1</td><td>d</td><td>3</td> <td>m</td><td>0</td><td>m</td><td>7</td> <td>y</td><td>2</td><td>y</td><td>0</td> <td>y</td><td>1</td><td>y</td><td>0</td> </tr> </table>	d	1	d	3	m	0	m	7	y	2	y	0	y	1	y	0
d	1	d	3	m	0	m	7	y	2	y	0	y	1	y	0		

<b>3</b>	<b>Details of variation of rights</b>
Variation	<p>Please give details of the variation of rights attached to shares.</p> <p>The Ordinary Share of £1 in the capital of the Company was re-classified into a Special Share of £1 in the capital of the Company. On the same date, new articles of association of the Company were adopted, setting out the rights attaching to any shares issued in the capital of the Company, including the Special Share.</p> <p>Following the re-classification and adoption of the new articles of association, the Special Share has the rights set out in the continuation page.</p>
	<p><b>Continuation pages</b> Please use a continuation page if you need to enter more details.</p>

<b>4</b>	<b>Signature</b>
Signature	<p>I am signing this form on behalf of the company.</p> <p>Signature: <b>X</b> <i>S. F. Barnum</i> <b>X</b></p> <p>This form may be signed by: Director <b>1</b>, Secretary, Person authorised <b>2</b>, Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.</p> <p><b>1</b> <b>Societas Europaea</b> If the form is being filled 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><b>2</b> <b>Person authorised</b> Under either Section 270 or 274 of the Companies Act 2006.</p>

SH10

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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 101255.00166

Company name Gateley Plc

Address Ship Canal House

98 King Street

Post town Manchester

County/Region

Postcode M 2 4 W U

Country United Kingdom

DX 14317 Manchester - 1

Telephone 0161 836 7700

**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](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)

# SH10 – continuation page

## Notice of particulars of variation of rights attached to shares

3

### Details of variation of rights

Variation

Please give details of the variation of rights attached to shares.

#### 2. Share Rights

2.1 Subject to the provisions of this Article 2, all shares shall rank *pari passu* in all respects.

2.2 Notwithstanding any other provisions of these Articles, prior to the Enfranchisement Date:

2.2.1) the holders of the Ordinary Shares shall be entitled to receive notice of, and to attend and speak at, any general meeting of the Company but shall not be entitled to vote at any such meeting or on a written resolution;

2.2.2) the quorum for any general meeting of the Members shall be at least one Member, which shall be the holder(s) of the Special Share, present either in person, by proxy or by a duly appointed corporate representative;

2.2.3) no resolution shall be passed by the Company unless the holder(s) of the Special Share votes in favour of that resolution;

2.2.4) on any resolution of the Members, the number of voting rights exercisable by the holder(s) of the Special Share shall be such number as is equal to 100% of the total voting rights exercisable by all Members in relation to that resolution;

2.2.5) the holder(s) of the Special Share may at any time (a) appoint a person who is willing to act to be a Director, either to fill a vacancy or as an additional Director (provided that such appointment does not cause the number of Directors to exceed any maximum number fixed by or in accordance with these Articles from time to time); and (b) remove a Director from office. Any such appointment or removal shall be effected by notice in writing, signed by or on behalf of the holder(s) of the Special Share, which shall be left at or sent by post to the registered office of the Company (or another address nominated by the Board for this purpose). The appointment or removal shall take effect when the notice is received by the Company or, if later, on such date (if any) as may be specified in the notice. For the avoidance of doubt, a Director appointed by the holder(s) of the Special Share pursuant to this article 2.2.5 need not be a Member; and

2.2.6) no person shall be appointed as a Director, either by the Members or the Directors, other than in accordance with article 2.2.5.

2.3 On the Enfranchisement Date, the Special Share shall immediately and automatically (without resolution of the Members or Directors) be redesignated as a Deferred Share.

2.4 A conversion of the Special Share into a Deferred Share in accordance with article 2.3 shall take place immediately and automatically upon the holder(s) of the Special Share providing written notice to the Company, such notice being signed by or on behalf of the holder(s) of the Special Share, which shall be left at or sent by post to the registered office of the Company, that the Enfranchisement Date has occurred. As soon as reasonably

# SH10 – continuation page

## Notice of particulars of variation of rights attached to shares

3

### Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

practicable thereafter the holder(s) of the Special Share shall deliver to the Company at its registered office the certificate(s) in respect of the Special Share to be converted and the Company shall issue to the person entitled thereto a certificate(s) for the Deferred Share arising on conversion.

2.5 The Deferred Shares shall carry no right to:

2.5.1) receive any dividends;

2.5.2) participate in any return on capital, save to receive the nominal amount paid upon on such share; or

2.5.3) receive notice of, or attend or speak at, any general meeting of the Company.

2.6 The Deferred Share resulting from a conversion pursuant to article 2.3 may be purchased by the Company at any time provided it is lawful for the Company to purchase them at that time. The Company shall pay on each Deferred Share so purchased an amount equal to the nominal value of such Deferred Share.