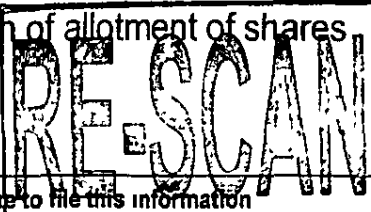


SH01

laserform

Return of allotment of shares



Go online to file this information
www.gov.uk/companieshouse

✓ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation

✗ **What this form**
You cannot use
notice of shares
on formation of the
for an allotment of
shares by an unlim

SATURDAY
FRI



A28 05/11/2016 #135 lease
COMPANIES HOUSE
A20 07/10/2016 #364
COMPANIES HOUSE

1 **Company details**

Company number 0 7 8 7 4 8 1 1
Company name in full Autologic Diagnostics Group Limited

→ **Filling in this form**
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

2 **Allotment dates**

From Date d 0 3 m 1 0 y 2 0 y 1 6
To Date d d m m y y y y

1 **Allotment date**
If all shares were allotted on the
same day enter that date in the
'from date' box. If shares were
allotted over a period of time,
complete both 'from date' and 'to
date' boxes

3 **Shares allotted**

Please give details of the shares allotted, including bonus shares
(Please use a continuation page if necessary)

2 **Currency**
If currency details are not
completed we will assume currency
is in pound sterling

Currency 2	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	E Ordinary	1	0.10	0.10	0.00

If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted

Continuation page
Please use a continuation page if
necessary

Details of non-cash
consideration
If a PLC, please attach
valuation report (if
appropriate)

11/11/16 090 RS

SH01

Return of allotment of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'

Please use a Statement of Capital continuation page if necessary

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	See continuation sheet.			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)				
		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①

① Please list total aggregate values in different currencies separately.
For example £100 + €100 + \$10 etc

SH01

Return of allotment of shares

5

Statement of capital (prescribed particulars of rights attached to shares)Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**

Class of share

Prescribed particulars

1

See continuation sheets.

Class of share

Prescribed particulars

1

Class of share

Prescribed particulars

1

1 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

A separate table must be used for each class of share

Continuation page

Please use a Statement of Capital continuation page if necessary

6

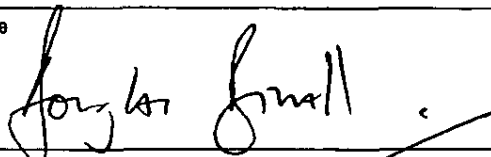
Signature

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by
 Director 2, Secretary, Person authorised 1, Administrator, Administrative receiver,
 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

SH01

Return of allotment of 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 ZLB 28109.5

Company name OLSWANG LLP

Address 90 High Holborn

Post town London

County/Region

Postcode

W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000



Checklist

We may return the 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 shown the date(s) of allotment in section 2
- ☐ You have completed all appropriate share details in section 3
- ☐ You have completed the relevant sections of 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse


SH01 - continuation page

Return of allotment of shares

4

Statement of capital

Complete the table below to show the issued share capital
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares Eg Ordinary/Preference etc	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A1 Ordinary	2200000	22,000 00	
	A2 Ordinary	926828	9,268 28	
	B Ordinary	331101	33,110 00	
	C Ordinary	100020	1,002 00	
	D Ordinary	140700	1,055 25	
	L Ordinary	3	0 30	
	Deferred	150219	15,021 90	
Totals		3848871	81,457 73	0

CHFP025

06/16 Version 6.0 Laserform International 6/16

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Definitions	
Prescribed particulars	<p>"A Ordinary Shares" means the A1 Ordinary Shares and A2 Ordinary Shares;</p> <p>"B Ordinary Shares" means the B Ordinary Shares of £0.10 each in the capital of the Company,</p> <p>"C Ordinary Shares" means the C Ordinary Shares of £0.10 each in the capital of the Company,</p> <p>"D Ordinary Shares" means the D Ordinary Shares of £0.0075 each in the capital of the Company,</p> <p>"Deferred Shares" means the Deferred Shares of £0.10 each in the capital of the Company,</p> <p>"E Ordinary Shares" means the E Ordinary Shares of £0.10 each in the capital of the Company,</p> <p>"F Ordinary Shares" means the F Ordinary Shares of £0.01 each in the capital of the Company,</p> <p>"Equity Shares" means the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares; and</p> <p>"Investor Consent" means the giving of a prior written consent by the Majority Holders</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A1 Ordinary	
Prescribed particulars	<p>Income</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without Investor Consent and any such dividend shall, subject to the prior payment of the D Dividend and all arrears of D Dividend, then be paid to all the holders of Equity Shares (pari passu as if the same constituted one class of share)</p> <p>Capital</p> <p>On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p>first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p> <p>second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p>the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share,</p> <p>the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0 01 per Deferred Share and £0 01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A1 Ordinary	
Prescribed particulars	<p>Voting,</p> <p>Each A1 Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of A1 Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll, the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares.</p> <p>Redemption</p> <p>The A1 Ordinary Shares are not liable to be redeemed.</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	A2 Ordinary	
Prescribed particulars	<p>Income</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without Investor Consent and any such dividend shall, subject to the prior payment of the D Dividend and all arrears of D Dividend, then be paid to all the holders of Equity Shares (pari passu as if the same constituted one class of share).</p> <p>Capital</p> <p>On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p>first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p> <p>second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p>the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share,</p> <p>the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0 01 per Deferred Share and £0 01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p>	

5 **Statement of capital (prescribed particulars of rights attached to shares)**

Class of share	A2 Ordinary	
Prescribed particulars	<p>Voting,</p> <p>Each A2 Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of A2 Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll, the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares.</p> <p>Redemption</p> <p>The A2 Ordinary Shares are not liable to be redeemed.</p>	

SH01 - continuation page

Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	B Ordinary	
Prescribed particulars	<p data-bbox="328 360 416 389">Income</p> <p data-bbox="328 432 1121 651">No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without Investor Consent and any such dividend shall, subject to the prior payment of the D Dividend and all arrears of D Dividend, then be paid to all the holders of Equity Shares (pari passu as if the same constituted one class of share)</p> <p data-bbox="328 689 408 719">Capital</p> <p data-bbox="328 757 1121 902">On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p data-bbox="328 940 1121 1086">first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p> <p data-bbox="328 1124 1121 1270">second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p data-bbox="328 1308 1121 1680">the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share,</p> <p data-bbox="328 1718 1121 1899">the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0 01 per Deferred Share and £0 01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	B Ordinary	
Prescribed particulars	<p>Voting,</p> <p>Each B Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of B Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll, the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares.</p> <p>Redemption</p> <p>The B Ordinary Shares are not liable to be redeemed.</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C Ordinary
Prescribed particulars	<p>Income</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without Investor Consent and any such dividend shall, subject to the prior payment of the D Dividend and all arrears of D Dividend, then be paid to all the holders of Equity Shares (pari passu as if the same constituted one class of share)</p> <p>Capital</p> <p>On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p>first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p> <p>second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p>the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share,</p> <p>the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0 01 per Deferred Share and £0 01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p>

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	C Ordinary
Prescribed particulars	<p>Voting,</p> <p>Each C Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of C Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll, the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares.</p> <p>Redemption</p> <p>The C Ordinary Shares are not liable to be redeemed.</p>

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	D Ordinary
Prescribed particulars	<p>Income</p> <p>D Shareholders the right to receive, in priority to the rights of the other Shareholders to receive any dividend or other distribution, and payable without any resolution of the Directors or of the Company, a variable cumulative preferential dividend at the LIBOR rate per annum (plus, for the avoidance of doubt, the benefit of any associated tax credit) on the nominal value of each D Ordinary Share held by them</p> <p>The D Dividend shall accrue from day to day and be payable in full together with all accrued arrears immediately prior to a Share Sale or Listing</p> <p>The Company shall ensure that each other Group Company (if any) which has profits available for distribution shall from time to time and to the extent it may lawfully do so declare and pay to the Company such dividends as are necessary to permit lawful and prompt payment by the Company of the D Dividend The Company shall ensure that all accounts are prepared which may be necessary for it to pay dividends or make distributions under these Articles</p> <p>The D Ordinary Shares shall not carry any right to participate in any distribution or dividend which may be declared by the Company other than the D Dividend</p> <p>Capital</p> <p>On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p>first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p>

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	D Ordinary	
Prescribed particulars	<p>second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p>the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share, the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0.01 per Deferred Share and £0.01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p> <p>Voting,</p> <p>Each D Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of D Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll,</p> <p>the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares</p> <p>Redemption</p> <p>The D Ordinary Shares are not liable to be redeemed</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	E Ordinary	
Prescribed particulars	<p>Income</p> <p>No dividend shall be declared or paid to the holders of Shares in respect of any financial year of the Company without Investor Consent and any such dividend shall, subject to the prior payment of the D Dividend and all arrears of D Dividend, then be paid to all the holders of Equity Shares (pari passu as if the same constituted one class of share)</p> <p>Capital</p> <p>On a return of assets on Liquidation or capital reduction or otherwise the surplus assets of the Company remaining after payment or discharge of its liabilities (as the case may be) shall be applied in the following order</p> <p>first, the aggregate amount of any accruals and/or unpaid amounts of D Dividend (to be calculated down to and including the date of the return of assets and to be payable irrespective of whether such dividend would be unlawful),</p> <p>second, in paying to each D Shareholder in respect of each D Ordinary Share of which he is the holder, an amount equal to 100% of the amount paid up or credited as paid up on each D Ordinary Share,</p> <p>the balance of such assets shall be distributed among the holders of the Equity Shares (pari passu as if the same constituted one class of share) provided that (i) once the holders of Equity Shares have received between them £125,000,000, the holders of the D Ordinary Shares shall be entitled to participate in any further return of capital on a pari passu basis with the Equity Shares until each of the D Shareholders in their capacity as such have received a payment in aggregate of £10,000, after which they shall have no further rights to participate, and (ii) once the holders of Equity Shares have received the sum of £1,000,000 per share,</p> <p>the holders of the Deferred Shares and the E Ordinary Shares shall each be entitled to a payment of £0 01 per Deferred Share and £0 01 per E Ordinary Share of which they are the holder after which the balance of such assets shall be distributed amongst the holders of Equity Shares pari passu</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	E Ordinary	
Prescribed particulars	<p>Voting,</p> <p>Each E Ordinary Share carries one vote on a written resolution and one vote on a resolution on a poll taken at a meeting. The holders of E Ordinary Shares also have the right to vote on a resolution on a show of hands at a meeting. Subject to the provisions of a "voting adjustment notice", on any written resolution or any resolution to be passed at a general meeting of the Company on a poll, the A1 Ordinary Shares shall confer on the holders thereof in aggregate 49% of the total voting rights of all Shares, each E Ordinary Share shall confer on the holder thereof, when aggregated with the votes attributable to all other Shares held by the holder of that E Ordinary Share, 5% of the total voting rights of all shares and the votes attributable to the A2 Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall be adjusted accordingly and on a pro rata basis amongst the holders of such shares.</p> <p>Redemption</p> <p>The E Ordinary Shares are not liable to be redeemed.</p>	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Deferred	
Prescribed particulars	<p>A B Shareholder shall be entitled by notice in writing to the Company (a "Conversion Notice") to require the conversion of that number of B Ordinary shares held by the holder and specified in the conversion notice (the "Conversion Shares") into an equal number of Deferred Shares. On receipt by the Company of a conversion notice the conversion shares shall automatically convert without any resolution of the Company or the directors into an equal number of Deferred Shares.</p> <p>The Deferred Shares shall not entitle their holders to a share certificate. The holders of Deferred Shares shall not have the right to receive notice, attend, speak or vote at a general meeting of the Company.</p> <p>Save as provided in article 13.6 the holders of deferred shares shall not participate in any profits or assets of the Company.</p> <p>These Deferred Shares are not capable of transfer without investor consent.</p>	



Companies House

COMPANY NAME: AUTOLOGIC DIAGNOSTICS GROUP
LIMITED

COMPANY NUMBER: 07874811

A SECOND FILED SH01 WAS REGISTERED ON 31/01/2017.