

# SH10

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

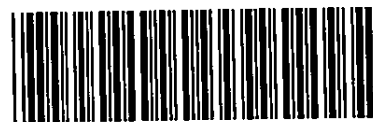


Companies House

☒ **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  
do this, please use form

FRIDAY



A10

\*A46HBX49\*

01/05/2015

#254

COMPANIES HOUSE

### 1 Company details

Company number 0 8 0 0 4 8 5 8

Company name in full Hillary Bidco Ltd

→ **Filing in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

### 2 Date of variation of rights

Date of variation of rights 1 0 1 2 2 0 1 4

### 3 Details of variation of rights

Variation Please give details of the variation of rights attached to shares  
see continuation page

**Continuation pages**  
Please use a continuation page if  
you need to enter more details.

### 4 Signature

I am signing this form on behalf of the company

Signature

Signature

X

X

This form may be signed by  
Director <sup>1</sup>, Secretary, Person authorised <sup>2</sup>, Administrator, Administrative receiver,  
Receiver, Receiver manager, Charity commission receiver and manager, CIC  
manager

**<sup>1</sup> 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

**<sup>2</sup> Person authorised**  
Under either Section 270 or 274 of  
the Companies Act 2006

# SH10 – continuation page

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

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### Details of variation of rights

	Please give details of the variation of rights attached to shares	
Variation	<p>A B and C Shares rank pari passu in all respects unless expressly stated in the Articles, with all shares fully paid up. The number issued of B shares and C Shares must be the same for each hurdle set, up to a maximum of 300 B and 300 C Shares. There are restrictions on transfers. Provisions for the value in case of transfers in respect of Leavers exist in that the Sales Price shall be equivalent to nominal value of the B Shares up to the first anniversary of holding, 1/3rd of market value up to the second anniversary of holding and 2/3rd market value up to the third year of holding. Full market value is acquired for Leavers after the third anniversary of the holding of the B Shares. The Shares also carry Drag Along and Tag Along rights. Dividends with consent of 50% of Voting Shares distribute to A and C Shares only pro rata to number of A shares and C Shares. The B shares have no right to receive dividends.</p> <p>Return of Capital will be distributed amongst the holder of shares pro-rata to respective holdings of shares. C shares only participate in capital up to an amount equal to the hurdle applicable to the share, and not to the element above the hurdle. A B shareholder shall not participate in any capital distribution below the hurdle, and only participates when the distribution is more than the hurdle to the portion that exceeds the hurdle.</p> <p>A quorum for general meeting include holders of more than 50 per cent of voting shares. Voting rights are for A and C shareholders, carrying one vote per share. The B shares shall not carry voting rights.</p>	

**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

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone

**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)