

In accordance with
Section 637 of the
Companies Act 2006.

SH10

Notice of particulars of variation of rights attached to shares

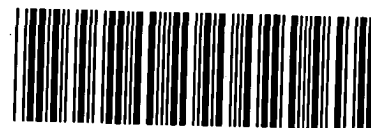


Companies House

☒ **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
notice of particulars of variation
of class rights of members of
company without share capital.
If you do this, please use form SH10.

FRIDAY



A09 *A7JTS5L* 30/11/2018 #324
COMPANIES HOUSE

1 Company details

Company number 08102721

Company name in full 5 STAR GROUP (UK) 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 variation of rights

Date of variation of rights d 26 m 11 y 2018

3 Details of variation of rights

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

Please see continuation sheet

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 ❶, Secretary, Person authorised ❷, Administrator, Administrative receiver,
Receiver, Receiver manager, Charity commission receiver and manager, CIC
manager.

❶ **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.

❷ **Person authorised**
Under either Section 270 or 274 of
the Companies Act 2006.

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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 **Alex Angelides**

Company name **Freeths LLP**

Address **3rd Floor**

100 Wellington Street

Post town **Sheffield**

County/Region

Postcode

L S 1 4 L T

Country

DX

Telephone **0845 128 7982**

**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 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

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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.	
	<p>101 A Ordinary Shares of £1.00 each in the capital of the Company held by Jamie Field were converted to:</p> <ul style="list-style-type: none"> - 7,070 A Ordinary Shares of £0.01 each in the capital of the Company having the rights set out below; and - 3,030 C Ordinary Shares of £0.01 each in the capital of the Company having the rights set out below. <p>101 B Ordinary Shares of £1.00 each in the capital of the Company held by Tracy Field were converted to:</p> <ul style="list-style-type: none"> - 7,070 B Ordinary Shares of £0.01 each in the capital of the Company having the rights set out below; and - 3,030 C Ordinary Shares of £0.01 each in the capital of the Company having the rights set out below. 	

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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	<p>Rights attaching to A Ordinary Shares</p> <p>Voting: On a show of hands every member holding A Ordinary Shares (A Shareholder) (being an individual) who is present in person or by proxy or (being a corporation) is present by representative not being himself an A Shareholder shall have one vote, and on a poll each A Shareholder shall have one vote per A Ordinary Share registered in his name.</p> <p>Dividends: Subject to the provisions of the Companies Act 2006, the profits of the Company available for distribution and resolved to be distributed to the shareholders of the Company (Profits) shall be allocated and paid to the A Shareholders, B Shareholders and C Shareholders <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share.</p> <p>Capital: On any return of capital, the proceeds from such return of capital (Proceeds) shall be allocated and paid out first, in paying to the A Shareholders, B Shareholders and C Shareholders an amount equal to the Initial Proceeds <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share; and second, in paying to the A Shareholders, B Shareholders, C Shareholders and (if any are in issue) D Shareholders an amount equal to the Remaining Proceeds <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares constituted one class of share;</p> <p>The terms Initial Proceeds and Remaining Proceeds shall be determined in accordance with the following provisions: If Proceeds are lower than or equal to £250,000, then Initial Proceeds = Proceeds, and Remaining Proceeds = £0 If Proceeds are greater than £250,000, then Initial Proceeds = £250,000 Remaining Proceeds = Proceeds - Initial Proceeds</p> <p>Redemption: The shares are not redeemable shares</p>	

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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	<p>Rights attaching to B Ordinary Shares</p> <p>Voting: On a show of hands every member holding B Ordinary Shares (B Shareholder) (being an individual) who is present in person or by proxy or (being a corporation) is present by representative not being himself a B Shareholder shall have one vote, and on a poll each B Shareholder shall have one vote per B Ordinary Share registered in his name</p> <p>Dividends: Subject to the provisions of the Companies Act 2006, the profits of the Company available for distribution and resolved to be distributed to the shareholders of the Company (Profits) shall be allocated and paid to the A Shareholders, B Shareholders and C Shareholders pari passu and on a pro rata basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share.</p> <p>Capital: On any return of capital, the proceeds from such return of capital (Proceeds) shall be allocated and paid out first, in paying to the A Shareholders, B Shareholders and C Shareholders an amount equal to the Initial Proceeds pari passu and on a pro rata basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share; and second, in paying to the A Shareholders, B Shareholders, C Shareholders and (if any are in issue) D Shareholders an amount equal to the Remaining Proceeds pari passu and on a pro rata basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares constituted one class of share;</p> <p>The terms Initial Proceeds and Remaining Proceeds shall be determined in accordance with the following provisions: If Proceeds are lower than or equal to £250,000, then Initial Proceeds = Proceeds, and Remaining Proceeds = £0 If Proceeds are greater than £250,000, then Initial Proceeds = £250,000 Remaining Proceeds = Proceeds - Initial Proceeds</p> <p>Redemption: The shares are not redeemable shares</p>	

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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	<p>Rights attaching to C Ordinary Shares</p> <p>Voting: On a show of hands every member holding C Ordinary Shares (C Shareholder) (being an individual) who is present in person or by proxy or (being a corporation) is present by representative not being himself a C Shareholder shall have one vote, and on a poll each C Shareholder shall have one vote per C Ordinary Share registered in his name</p> <p>Dividends: Subject to the provisions of the Companies Act 2006, the profits of the Company available for distribution and resolved to be distributed to the shareholders of the Company (Profits) shall be allocated and paid to the A Shareholders, B Shareholders and C Shareholders <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share.</p> <p>Capital: On any return of capital, the proceeds from such return of capital (Proceeds) shall be allocated and paid out first, in paying to the A Shareholders, B Shareholders and C Shareholders an amount equal to the Initial Proceeds <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares constituted one class of share; and second, in paying to the A Shareholders, B Shareholders, C Shareholders and (if any are in issue) D Shareholders an amount equal to the Remaining Proceeds <i>pari passu</i> and on a <i>pro rata</i> basis according to the number of shares held by each relevant shareholder, as if the A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares constituted one class of share;</p> <p>The terms Initial Proceeds and Remaining Proceeds shall be determined in accordance with the following provisions: If Proceeds are lower than or equal to £250,000, then Initial Proceeds = Proceeds, and Remaining Proceeds = £0 If Proceeds are greater than £250,000, then Initial Proceeds = £250,000 Remaining Proceeds = Proceeds - Initial Proceeds</p> <p>Redemption: The shares are not redeemable shares</p>