In accordance with Section 619, 621 & 689 of the Companies Act 2006.

SH02

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

Companies House

✓ **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**
You cannot use this form notice of a conversion of into stock.

WEDNESDAY

A6WUP0GA
A09 03/01/2018 #202
COMPANIES HOUSE

1 Company details

Company number	0 8 2 1 2 8 2 7
Company name in full	P2G.COM WORLDWIDE 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: d1 d1 m1 m2 y2 y0 y1 y7

3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure: Number of issued shares	Previous share structure: Nominal value of each share	New share structure: Number of issued shares	New share structure: 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: Number of issued shares	Previous share structure: Nominal value of each share	New share structure: Number of issued shares	New share structure: Nominal value of each share
ORDINARY A	87417	0.01	87417000	0.00001
ORDINARY B	5315	0.02	5315000	0.00002
ORDINARY C	2092	0.03	6276000	0.00001

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

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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

7 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

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				
£	ORDINARY A	87417000	874.17	
£	ORDINARY B	5315000	106.3	
£	ORDINARY C	6276000	62.76	
	Totals	99008000	1043.23	0
Currency table B				
	Totals			
Currency table C				
	Totals			

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	99008000	1043.23	0

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

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7 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** 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
	Totals			

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8 Statement of capital (prescribed particulars of rights attached to shares)❶

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 7**.

Class of share	ORDINARY A
Prescribed particulars ❶	Full voting rights one vote per share (1) Right to attend and vote at general meetings of the Company (2) Right to dividend equally with B and C shares (3) Ranks equally with the B shareholders to participate in any further capital distribution, including on winding up (4) Not redeemable or liable to be redeemed.
Class of share	ORDINARY B
Prescribed particulars ❶	Full voting rights one vote per share (1) Right to attend and vote at general meetings of the Company (2) For as long as the holder of all of the B shares is Janet Sixsmith and the loan notes remain outstanding the B shares shall together carry not less than 5% of the voting rights of the Company exercisable at all general meeting of the Company (3) Ranks equally with the A shareholders to participate in any further capital distribution, including on winding up (4) Not redeemable or liable to be redeemed.
Class of share	ORDINARY C
Prescribed particulars ❶	Full voting rights one vote per share (1) Right to attend and vote at general meetings of the Company (2) No right to dividends (3) Ranks equally with A and B shareholders in respect of a capital distribution equal to the subscription price. Any further capital distribution on a winding up must then exceed the C Shares Hurdle (as defined in the Articles) before any further capital distribution can be made to the C Shareholders (4) Not redeemable or liable to be redeemed.

❶ **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.

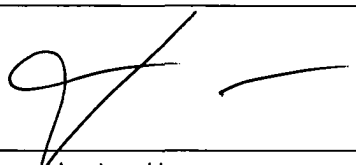
A separate table must be used for each class of share.

Please use a Statement of capital continuation page if necessary.

9 Signature

I am signing this form on behalf of the company.

Signature

Signature
X  X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.

❷ **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.

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006.

In accordance with Section 619, 621 & 689 of the Companies Act 2006.

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8 'Statement of capital (prescribed particulars of rights attached to shares)[1]

Class of share	
Prescribed particulars	

[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.

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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: Daniel Finn

Company name: Brabners LLP

Address: 55 King Street

Post town: Manchester

County/Region:

Postcode: M2 4LQ

Country: United Kingdom

DX:

Telephone: 0161 836 8871

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.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