

RP04

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Second filing of a document previously delivered

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of when delivered

A second filing of a document cannot be filed where it is corrected information that was originally properly delivered Form RP01 used in these circumstances

For further information, please refer to our guidance at www.gov.uk/companieshouse



A20 11/10/2016 #201
COMPANIES HOUSE

1

Company details

Company number	0	8	3	8	9	9	8	4
Company name in full	Angel Acquisitions Limited							

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

2

Applicable documents

This form **only** applies to the following forms

- AP01 Appointment of director
- AP02 Appointment of corporate director
- AP03 Appointment of secretary
- AP04 Appointment of corporate secretary
- CH01 Change of director's details
- CH02 Change of corporate director's details
- CH03 Change of secretary's details
- CH04 Change of corporate secretary's details
- TM01 Termination of appointment of director
- TM02 Termination of appointment of secretary
- SH01 Return of allotment of shares
- AR01 Annual Return
- CS01 Confirmation statement (Parts 1-5 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

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06/16 Version 1.0 Laserform International 6/16

RP04

Second filing of a document previously delivered

3

Description of the original document

Document type ①

Return of allotment of shares - SH01 (allotment date: 23 03 2016)

① Description of the original document

Please enter the document type (e.g. a Return of allotment of shares — SH01) and any distinguishing information if more than one document of that type was filed on the same day

Date of registration of the original document

d0 d7 m0 m4 y2 y0 y1 y6

4

Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01)

RP04

Second filing of a document previously delivered

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 **Claire Torrens**

Company name **Dickson Minto W S**

Address **16 Charlotte Square**

Edinburgh

Post town

County/Region

Postcode **E H 2 4 D F**

Country

DX **199**

Telephone **+44 (0) 131 225 4455**

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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form
- ☐ You have enclosed the second filed document(s)
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing'

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

Section 243 or 790ZF exemption

If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE

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

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 is NOT for

You cannot use this form to give
notice of shares taken by subscrip-
tion on formation of the company or
for an allotment of a new class of
shares by an unlimited company

A20

A5HEWM89

11/10/2016

#202

COMPANIES HOUSE

1

Company details

Company number 08389984
Company name in full Angel Acquisitions 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 ①

From Date d2 d3 m0 m3 y2 y0 y1 y6
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
	See Continuation Sheet (1)				

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)

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				
	See Continuation Sheet (2)			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)				

❶ 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 (3), (4), (5), (6), (7), (8), (9) and (10)

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 **3**, 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 **Claire Torrens**

Company name
Dickson Minto W S

Address **16 Charlotte Square**

Post town **Edinburgh**

County/Region

Postcode

E	H	2		4	D	F
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Country

DX **DX199 Edinburgh**

Telephone **0131 225 4455**



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

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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

Shares allotted

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

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06/16 Version 6.0 Laserform International 6/16

4

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

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	A Ordinary	
Prescribed particulars	<p>(a) On a show of hands every holder of A Ordinary Shares and every holder of B Ordinary Shares who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative (not being himself a Shareholder entitled to vote) shall have one vote and on a poll every holder of A Ordinary Shares and every holder of B Ordinary Shares shall have one vote for each such share of which he is the holder.</p> <p>(b) Any profits which the Directors determine (acting in accordance with the Companies Act 2006) to distribute in respect of any financial year shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon</p> <p>(c) Subject to the rights attaching to the First Fixed Return Shares, the Second Fixed Return Shares, the Third Fixed Return Shares, the Fourth Fixed Return Shares and the Fifth Fixed Return Shares, the capital and assets of the Company on a winding up or other return of capital available for distribution to the Shareholders shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon</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>(a) On a show of hands every holder of A Ordinary Shares and every holder of B Ordinary Shares who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative (not being himself a Shareholder entitled to vote) shall have one vote and on a poll every holder of A Ordinary Shares and every holder of B Ordinary Shares shall have one vote for each such share of which he is the holder</p> <p>(b) Any profits which the Directors determine (acting in accordance with the Companies Act 2006) to distribute in respect of any financial year shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon.</p> <p>(c) Subject to the rights attaching to the First Fixed Return Shares, the Second Fixed Return Shares, the Third Fixed Return Shares, the Fourth Fixed Return Shares and the Fifth Fixed Return Shares, the capital and assets of the Company on a winding up or other return of capital available for distribution to the Shareholders shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon</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>(a) The C Ordinary Shares do not carry any rights to receive notice of, attend, speak or vote at any general meeting of the Company</p> <p>(b) Any profits which the Directors determine (acting in accordance with the Companies Act 2006) to distribute in respect of any financial year shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon</p> <p>(c) Subject to the rights attaching to the First Fixed Return Shares, the Second Fixed Return Shares, the Third Fixed Return Shares, the Fourth Fixed Return Shares and the Fifth Fixed Return Shares, the capital and assets of the Company on a winding up or other return of capital available for distribution to the Shareholders shall be distributed amongst the holders of the A Ordinary Shares, the holders of the B Ordinary Shares and the holders of the C Ordinary Shares pari passu according to the amounts Paid Up thereon</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	First Fixed Return	
Prescribed particulars	<p>(a) Holders of the First Fixed Return Shares shall be entitled to receive notice of and to attend and speak, but not to vote at, all general meetings of the Company</p> <p>If the business of any general meeting includes a resolution (i) for the winding up of the Company, (ii) for the appointment of an administrator or the approval of a voluntary arrangement, (iii) for a reduction in the capital of the Company, and/or (iv) a resolution adversely altering, varying or abrogating any of the special rights and/or privileges attaching to the First Fixed Return Shares, then the holders of the First Fixed Return Shares shall be entitled to receive notice of and to attend and vote (as set out in the following paragraph) at any such general meetings of the Company but only on any such resolution</p> <p>On any matter on which the holders of the First Fixed Return Shares are entitled to vote (whether at a class meeting or otherwise), on a show of hands every holder of First Fixed Return Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative, not being himself a Shareholder entitled to vote, shall have one vote and on a poll every holder of First Fixed Return Shares shall have one vote for every First Fixed Return Share of which he is the holder</p> <p>(b) The First Fixed Return Shares shall confer upon the holders no right to receive any dividend or other distribution of income</p> <p>(c) On a return of capital, on liquidation or otherwise, the assets of the Company available for distribution amongst the Shareholders shall be applied, in priority to any payment to the holders of the Second Fixed Return Shares, the Third Fixed Return Shares, the Fourth Fixed Return Shares, the Fifth Fixed Return Shares and the Ordinary Shares, in paying to the holders of the First Fixed Return Shares £1 for each First Fixed Return Share held by them. If the assets of the Company available for distribution to the holders of the First Fixed Return Shares are insufficient to pay £1 on each First Fixed Return Share then the assets which are available for distribution to the holders of the First Fixed Return Shares shall be applied pro rata amongst the holders of the First Fixed Return Shares in the proportion which each such holder of First Fixed Return Shares' holding bears to the total number of Second Fixed Return Shares then in issue</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	Second Fixed Return
Prescribed particulars	<p>(a) Holders of the Second Fixed Return Shares shall be entitled to receive notice of and to attend and speak, but not to vote at, all general meetings of the Company</p> <p>If the business of any general meeting includes a resolution (i) for the winding up of the Company, (ii) for the appointment of an administrator or the approval of a voluntary arrangement, (iii) for a reduction in the capital of the Company, and/or (iv) a resolution adversely altering, varying or abrogating any of the special rights and/or privileges attaching to the Second Fixed Return Shares, then the holders of the Second Fixed Return Shares shall be entitled to receive notice of and to attend and vote (as set out in the following paragraph) at any such general meetings of the Company but only on any such resolution</p> <p>On any matter on which the holders of the Second Fixed Return Shares are entitled to vote (whether at a class meeting or otherwise), on a show of hands every holder of Second Fixed Return Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative, not being himself a Shareholder entitled to vote, shall have one vote and on a poll every holder of Second Fixed Return Shares shall have one vote for every Second Fixed Return Share of which he is the holder</p> <p>(b) The Second Fixed Return Shares shall confer upon the holders no right to receive any dividend or other distribution of income</p> <p>(c) Subject to the prior rights of the First Fixed Return Shares, on a return of capital, on liquidation or otherwise, the assets of the Company available for distribution amongst the Shareholders shall be applied, in priority to any payment to the holders of the Third Fixed Return Shares, the Fourth Fixed Return Shares, the Fifth Fixed Return Shares and the Ordinary Shares, in paying to the holders of the Second Fixed Return Shares £1 for each Second Fixed Return Share held by them. If the assets of the Company available for distribution to the holders of the Second Fixed Return Shares are insufficient to pay £1 on each Second Fixed Return Share then the assets which are available for distribution to the holders of the Second Fixed Return Shares shall be applied pro rata amongst the holders of the Second Fixed Return Shares in the proportion which each such holder of Second Fixed Return Shares' holding bears to the total number of Second Fixed Return Shares then in issue</p>

SH01 - continuation page

Return of allotment of shares

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

Class of share	Third Fixed Return	
Prescribed particulars	<p>(a) Holders of the Third Fixed Return Shares shall be entitled to receive notice of and to attend and speak, but not to vote at, all general meetings of the Company</p> <p>If the business of any general meeting includes a resolution (i) for the winding up of the Company, (ii) for the appointment of an administrator or the approval of a voluntary arrangement, (iii) for a reduction in the capital of the Company, and/or (iv) a resolution adversely altering, varying or abrogating any of the special rights and/or privileges attaching to the Third Fixed Return Shares, then the holders of the Third Fixed Return Shares shall be entitled to receive notice of and to attend and vote (as set out in the following paragraph) at any such general meetings of the Company but only on any such resolution</p> <p>On any matter on which the holders of the Third Fixed Return Shares are entitled to vote (whether at a class meeting or otherwise), on a show of hands every holder of Third Fixed Return Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative, not being himself a Shareholder entitled to vote, shall have one vote and on a poll every holder of Third Fixed Return Shares shall have one vote for every Third Fixed Return Share of which he is the holder</p> <p>(b) The Third Fixed Return Shares shall confer upon the holders no right to receive any dividend or other distribution of income</p> <p>(c) Subject to the prior rights of the First Fixed Return Shares and the Second Fixed Return Shares, on a return of capital, on liquidation or otherwise, the assets of the Company available for distribution amongst the Shareholders shall be applied, in priority to any payment to the holders of the Fourth Fixed Return Shares, the Fifth Fixed Return Shares and the Ordinary Shares, in paying to the holders of the Third Fixed Return Shares £1 for each Third Fixed Return Share held by them. If the assets of the Company available for distribution to the holders of the Third Fixed Return Shares are insufficient to pay £1 on each Third Fixed Return Share then the assets which are available for distribution to the holders of the Third Fixed Return Shares shall be applied pro rata amongst the holders of the Third Fixed Return Shares in the proportion which each such holder of Third Fixed Return Shares' holding bears to the total number of Third Fixed Return Shares then in issue</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	Third Fixed Return (cont.)	
Prescribed particulars	<p>(d) Subject to the Companies Act 2006, the Company shall use all reasonable endeavours to redeem each of the Third Fixed Return Shares for cash at a sum equal to £1 per Third Fixed Return Share on 30 September 2021 (the "Payment Date")</p> <p>Notwithstanding the preceding paragraph, the Company may not redeem any Third Fixed Return Shares if any First Fixed Return Shares or any Second Fixed Return Shares remain in issue</p> <p>If the amount to be paid on a Payment Date is in excess of the profits available for the purpose, the profits which are available shall be applied pro rata among the holders of the Third Fixed Return Shares in the proportion which each such holder of Third Fixed Return Shares' holding bears to the total number of Third Fixed Return Shares then in issue</p>	

SH01 - continuation page

Return of allotment of shares

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

Class of share	Fourth Fixed Return
Prescribed particulars	<p>(a) Holders of the Fourth Fixed Return Shares shall be entitled to receive notice of and to attend and speak, but not to vote at, all general meetings of the Company</p> <p>If the business of any general meeting includes a resolution (i) for the winding up of the Company, (ii) for the appointment of an administrator or the approval of a voluntary arrangement, (iii) for a reduction in the capital of the Company, and/or (iv) a resolution adversely altering, varying or abrogating any of the special rights and/or privileges attaching to the Fourth Fixed Return Shares, then the holders of the Fourth Fixed Return Shares shall be entitled to receive notice of and to attend and vote (as set out in the following paragraph) at any such general meetings of the Company but only on any such resolution</p> <p>On any matter on which the holders of the Fourth Fixed Return Shares are entitled to vote (whether at a class meeting or otherwise), on a show of hands every holder of Fourth Fixed Return Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative, not being himself a Shareholder entitled to vote, shall have one vote and on a poll every holder of Fourth Fixed Return Shares shall have one vote for every Fourth Fixed Return Share of which he is the holder</p> <p>(b) The Fourth Fixed Return Shares shall confer upon the holders no right to receive any dividend or other distribution of income</p> <p>(c) Subject to the prior rights of the First Fixed Return Shares, the Second Fixed Return Shares and the Third Fixed Return Shares, on a return of capital, on liquidation or otherwise, the assets of the Company available for distribution amongst the Shareholders shall be applied, in priority to any payment to the holders of the Fifth Fixed Return Shares and the Ordinary Shares, in paying to the holders of the Fourth Fixed Return Shares £1 for each Fourth Fixed Return Share held by them. If the assets of the Company available for distribution to the holders of the Fourth Fixed Return Shares are insufficient to pay £1 on each Fourth Fixed Return Share then the assets which are available for distribution to the holders of the Fourth Fixed Return Shares shall be applied pro rata amongst the holders of the Fourth Fixed Return Shares in the proportion which each such holder of Fourth Fixed Return Shares' holding bears to the total number of Fourth Fixed Return Shares then in issue</p>

SH01 - continuation page

Return of allotment of shares

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

Class of share	Fifth Fixed Return
Prescribed particulars	<p>(a) Holders of the Fifth Fixed Return Shares shall be entitled to receive notice of and to attend and speak, but not to vote at, all general meetings of the Company</p> <p>If the business of any general meeting includes a resolution (i) for the winding up of the Company, (ii) for the appointment of an administrator or the approval of a voluntary arrangement, (iii) for a reduction in the capital of the Company, and/or (iv) a resolution adversely altering, varying or abrogating any of the special rights and/or privileges attaching to the Fifth Fixed Return Shares, then the holders of the Fifth Fixed Return Shares shall be entitled to receive notice of and to attend and vote (as set out in the following paragraph) at any such general meetings of the Company but only on any such resolution</p> <p>On any matter on which the holders of the Fifth Fixed Return Shares are entitled to vote (whether at a class meeting or otherwise), on a show of hands every holder of Fifth Fixed Return Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative, not being himself a Shareholder entitled to vote, shall have one vote and on a poll every holder of Fifth Fixed Return Shares shall have one vote for every Fifth Fixed Return Share of which he is the holder</p> <p>(b) The Fifth Fixed Return Shares shall confer upon the holders no right to receive any dividend or other distribution of income</p> <p>(c) Subject to the prior rights of the First Fixed Return Shares, the Second Fixed Return Shares, the Third Fixed Return Shares and the Fourth Fixed Return Shares, on a return of capital, on liquidation or otherwise, the assets of the Company available for distribution amongst the Shareholders shall be applied, in priority to any payment to the holders of the Ordinary Shares, in paying to the holders of the Fifth Fixed Return Shares £1 for each Fifth Fixed Return Share held by them. If the assets of the Company available for distribution to the holders of the Fifth Fixed Return Shares are insufficient to pay £1 on each Fifth Fixed Return Share then the assets which are available for distribution to the holders of the Fifth Fixed Return Shares shall be applied pro rata amongst the holders of the Fifth Fixed Return Shares in the proportion which each such holder of Fifth Fixed Return Shares' holding bears to the total number of Fifth Fixed Return Shares then in issue</p>