

SH10

Notice of particulars of variation of rights attached to shares

IRIS Laserform

☒ **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 company without share capital. If you do this, please use form SH12

FRIDAY



LD4

11/07/2014
COMPANIES HOUSE

#9

1 Company details

Company number 08873643

Company name in full Haptel Limited

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 03/04/2014

3 Details of variation of rights

Please give details of the variation of rights attached to shares

Variation
The entire issued share capital of the Company, being one ordinary share of £1 00, was subdivided into 100 ordinary shares of £0 01 each on the date noted in part 2 of this form. Following such subdivision, the 100 ordinary shares were redesignated as A ordinary shares and the rights were varied as set out on the 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

[Handwritten Signature]

This form may be signed by
Director ①, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, Chantry commission receiver and manager, CIC manager

① 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

② 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 Dave Johns

Company name OLSWANG LLP

Address 90 High Holborn

Post town London

Country/Region

Postcode W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000



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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Details of variation of rights

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Variation

Voting

The A Ordinary Shares entitle their holder to vote at general meetings (on a show of hands or poll)

Dividends

Any dividend shall be paid in accordance with following order of priority.

(a) first, at any time when the shareholders holding the A Ordinary Shares, the B Ordinary Shares have not received, in aggregate, an indefeasible amount (after any deductions or set off) from all dividends previously declared or distributions previously made by the Company that is equal to the Threshold Amount, any dividend to be declared shall be declared and paid to the shareholders holding the A Ordinary Shares, the B Ordinary Shares pro rata to their holdings according to the amounts paid up on such Shares as if all such shares were part of the same class to the extent required so that the holders of the A Ordinary Shares, the B Ordinary Shares have received in aggregate, an indefeasible amount (after deductions or set off) equal to the Threshold Amount from that dividend and all dividends previously declared or distributions previously made.

(b) second, after payment of dividends pursuant to point(a) (see above) at any time when the shareholders holding the A Ordinary Shares, the B Ordinary Shares have not received, in aggregate, an indefeasible amount (after any deductions or set off) from all dividends previously declared or distributions previously made by the Company that is equal to the Initial Return, any further dividend to be declared shall be paid to the shareholders holding the A Ordinary Shares, the B Ordinary Shares in the following proportions:

(1) 32 50% to the shareholders holding the A Ordinary Shares to be split among such shareholders pro rata according to the number of A Ordinary Shares held by each of them, and

(11) 62 50% to the shareholders holding the B Ordinary Shares to be split among such shareholders pro rata according to the number of B Ordinary Shares held by each of them, and

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to the extent required so that the holders of the A Ordinary Shares, the B Ordinary Shares have received in aggregate, an indefeasible amount (after any deductions or set off) equal to the Initial Return from that dividend and all dividends previously declared or distributions previously made,

(c) third, after payment of dividends pursuant to point(a) and (b)(see above), any further dividends shall be paid to shareholders holding the A Ordinary Shares, the B Ordinary Shares in the following proportions

(1) 56 25% to the shareholders holding the A Ordinary Shares to be split among such shareholders pro rata according to the number of A Ordinary Shares held by each of them; and

(11) 43 75% to the shareholders holding the B Ordinary Shares to be split among such shareholders pro rata according to the number of B Ordinary Shares held by each of them,

Return of Capital

On any return of capital, other than liquidation, when capital is returned to the shareholders by capital reduction or otherwise, the assets of the Company remaining (or otherwise if required pursuant to the terms of such return of capital) after payment of its liabilities, shall be applied (to the extent the Company is lawfully able to do so) in distributing the balance among the shareholders holding A Ordinary Shares and B Ordinary Shares in accordance with the provisions regarding order of priority for dividends (as set out above) as if such distribution were a dividend declared by the Company and after taking in account any dividends or other distributions that have been paid or made by the Company prior to the relevant return of capital

Distributions on liquidation

On any liquidation when capital is returned to the shareholders, the assets of the Company remaining (or otherwise if required pursuant to the terms of such return of capital) after payment of its liabilities, shall be applied (to the extent that the Company is lawfully able to do so) in distributing the balance among the shareholders

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holding A Ordinary Shares and the B Ordinary Shares in accordance with the provisions regarding order of priority for dividends (as set out above) as if such distribution were a dividend declared by the Company and after taking in account any dividends or other distributions that have been paid or made by the Company prior to the liquidation

Redemption

The A Ordinary Shares are not capable of redemption