# **SH06**

### Notice of cancellation of shares

#### What this form is for

You may use this form to give notice of a cancellation of shares by a limited company on purchase

#### What this form

What this form
You cannot use the give notice of a constant shares held by a shares held by a j under section 663



24/08/2019

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**COMPANIES HOUSE** 

Companies Act 2006. To do this, please use form SH07.

Company details Filling in this form Company number 9 0 5 0 5 6 5 Please complete in typescript or in bold black capitals. Company name in full PIMCO 2947 TOPCO LIMITED All fields are mandatory unless specified or indicated by \* Date of cancellation 0 b <sup>y</sup> 2 y 0 Date of cancellation

Shares cancelled

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares cancelled	Nominal value of each share
E3 ordinary shares	77,407	£0.0001
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### SH06 Notice of cancellation of shares

4	Statement of capital			•••		
	Complete the table(s) below to show the iss the company's share capital immediately fol	lowing the cancellation.	Ca	pital cou	a Statement of ntinuation	
	Complete a separate table for each curr add pound sterling in 'Currency table A' and	rency (if appropriate). Euros in 'Currency table	For example, ne	page if ple, necessary.		
Currency	Class of shares	Number of shares	Aggregate nomin	al value	Total aggregate amount unpaid, if any (£, €, \$, etc	
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares is multiplied by nomin		Including both the nominal value and any share premium	
Currency table A	· -					
	Please see continuation sheet					
	Table					
Cuman and Ashla B	Totals	0		0.00		
Currency table B						
······································	Totals	0		0.00		
Currency table C	-					
	Totals	0		0.00		
	Tabala (in alculium anglicomatico	Total number of shares	Total aggrega nominal value		Total aggregate amount unpaid •	
	Totals (including continuation pages)				0.00	

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

### SH06 - continuation page Notice of cancellation of shares

### 4 Statement of capital

Complete the table below to show the issued share capital.

Complete a separate table for each currency.

Currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value $(f, \in, \$, \text{ etc})$	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium
Sterling	A ordinary	3106529	15535.645	
Sterling	B ordinary	371096	3710.96	
Sterling	C ordinary	549960	54996	
Sterling	D ordinary	4	4000	
Sterling	E1 ordinary	16834	1683.40	
Sterling	E2 ordinary	100000	3000	
Sterling	E3 ordinary	319301	31.93	
Sterling	E4 ordinary	75000	7500	
Sterling	E5 ordinary	25000	250 ·	
Sterling	F1 ordinary	160359	8017.95	
Sterling	F2 ordinary	205260	20.526	
Sterling	G1 ordinary	105792	6347.52	
Sterling	G2 ordinary	26448	2.6448	
·-	THE CONTRACT OF THE CONTRACT O			
	, <del>.</del>			
<del></del> '				
	Tot	als 50615	105096.5758	0.00

## SH06 Notice of cancellation 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 <b>Section 4</b> .	• Prescribed particulars of rights attached to shares The particulars are:
Class of share	Please see continuation sheets	a. particulars of any voting rights, including rights that arise only in
Prescribed particulars  •		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.
Class of share		Continuation pages Please use a Statement of Capital
Prescribed particulars  •		continuation page if necessary.
Class of share		
Prescribed particulars  •		
6	Signature	
	I am signing this form on behalf of the company.	Societas Europaea If the form is being filed on behalf
Signature	Signature X	of a Societas Europaea (SE) please
	This form may be signed by: Director , Secretary, Person authorised , Administrator , Administrative receiver, Receiver manager, CIC manager.	the Companies Act 2006.

#### **SH06**

#### Notice of cancellation 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. Rob Cunningham Company name Pinsent Masons LLP 3 Hardman Street Manchester County/Region М 3 Α U Country UK 01612348234 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 completed section 2.
- You have completed 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

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 Ouay 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.

7 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

### SH06 - continuation page Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) •	
Class of share	A ordinary	• Prescribed particulars of rights
Prescribed particulars	(a) In all circumstances, save for during a Material Default Period each holder of an A Ordinary Share shall have one vote per A Ordinary Share held.	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
	(b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.	respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in 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.
	(c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order-	A separate table must be used for each class of share.
	(i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;	
	(iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;	

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

A ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2. 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) A Ordinary Shares are non-redeemable.

### 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.

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

B ordinary

Prescribed particulars

- (a) B Ordinary Shares shall not entitle a holder of such shares to vote.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

#### 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.

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Notice of cancellation of shares

#### Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

B ordinary (continued)

Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2,1, 13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in

(d) B Ordinary Shares are non-redeemable.

#### 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.

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Notice of cancellation of shares

#### Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

C ordinary

#### Prescribed particulars

- (a) C Ordinary Shares shall not entitle a holder of such shares to vote.
- (b) Subject to any dividend to be paid to the holder of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares; C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares; B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the name constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

#### O 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.

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#### 5

# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

C ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, A Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3 13.2.4 and 13.2.8 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) C Ordinary Shares are non-redeemable.

#### 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.

#### SH06 - continuation page Notice of cancellation of shares

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

Class of share

D ordinary

#### Prescribed particulars

- (a) In all circumstances save for during a Material Default Period the D Ordinary Shares shall confer upon each holder thereof 5% of the total votes to be cast for every D Ordinary Share held.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the Articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,760,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

### 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.

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Notice of cancellation of shares

#### Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

D ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares; B Ordinary Shares; C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13 2 1, 13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) D Ordinary Shares are non-redeemable.

#### • 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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5	Statement of capital (prescribed particulars of rights attached to shares) •				
Class of share	E1 ordinary	• Prescribed particulars of rights			
Prescribed particulars	<ul> <li>(a) E1 Ordinary Shares shall not entitle a holder of such shares to vote.</li> <li>(b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.</li> <li>(c) On a return of capital the assets of the Company (remaining payment or discharge of its liabilities as applicable) shall be applied in the following order:-</li> </ul>	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 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.			
	<ul> <li>(i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;</li> <li>(ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;</li> </ul>				
	(iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;				
	(iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;				

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

E1 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400 000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, El1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinal' Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in

(d) E1 Ordinary Shares are non-redeemable.

#### 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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5	Statement of capital (prescribed particulars of rights attached to shares) •	
Class of share	E2 ordinary	• Prescribed particulars of rights
Prescribed particulars	(a) E2 Ordinary Shares entitle each holder thereof to a fixed voting right of 5%.	attached to shares The particulars are: a. particulars of any voting rights, including rights that arise only in certain circumstances;
	(b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.  (c) On a return of capital the assets of the Company (remaining)	b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in distribution (including on windin 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.
	payment or discharge of its liabilities as applicable) shall be applied in the following order-	A separate table must be used for each class of share.
	(i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share, together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;	
	(iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;	

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

E2 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares. E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1,13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) E2 Ordinary Shares are non-redeemable.

#### 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.

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5	Statement of capital (prescribed particulars of rights attached to shares) •	
Class of share	E3 ordinary	• Prescribed particulars of rights
Prescribed particulars	(a) E3 Ordinary Shares shall not entitle a holder of such shares to vote.	attached to shares The particulars are: a. particulars of any voting rights, including rights that arise only in certain circumstances;
	(b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.	<ul> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in distribution (including on windinup); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</li> </ul>
	(c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-	A separate table must be used for each class of share.
	(i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;	
	(iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share), up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;	

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# Statement of capital (prescribed particulars of rights attached to shares) •

#### Class of share

E3 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and 65 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) E3 Ordinary Shares are non-redeemable.

### • 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;
- 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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# Statement of capital (prescribed particulars of rights attached to shares) •

#### Class of share

#### E4 ordinary

#### Prescribed particulars

- (a) E4 Ordinary Shares entitle each holder thereof to a fixed voting right of 5%.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder, the Issue Price (as defined in the articles) per A Ordinary Share, together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share), up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

#### 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;
- 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.

#### SH06 - continuation page Notice of cancellation of shares

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

E4 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, E2 Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) E4 Ordinary Shares are non-redeemable.

### 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.

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

E5 ordinary

#### Prescribed particulars

- (a) E5 Ordinary Shares shall not entitle a holder of such shares to vote.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder, the Issue Price (as defined in the articles) per A Ordinary Share, together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date at actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares; B Ordinary Shares; C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

### 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.

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

E5 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,000,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2. 2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) E5 Ordinary Shares are non-redeemable.

#### 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.

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

F1 ordinary

#### Prescribed particulars

- (a) F1 Ordinary Shares entitle each holder thereof to a fixed voting right of 5%.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

### • 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.

#### SH06 - continuation page Notice of cancellation of shares

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

F1 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares B Ordinary Shares C Ordinary Shares E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares E1 Ordinary Shares, E2 Ordinary Shares E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2,2, 13.2.3, 13.2.4 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets, shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of ail of the Equity Shares in issue.

(d) F1 Ordinary Shares are non-redeemable.

### 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;
- 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.

#### SH06 - continuation page Notice of cancellation of shares

#### 5

# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

F2 ordinary

#### Prescribed particulars

- (a) F2 Ordinary Shares shall not entitle a holder of such shares to vote.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder the Issue Price (as defined in the articles) per A Ordinary Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares, and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above in proportion to the number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by them by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate in issue;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share) up to £450,000 of the assets remaining after payment of the sums pursuant to (i), (ii) and (iii) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

#### 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.

### SH06 - continuation page Notice of cancellation of shares

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

F2 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share) up to £10,400,000 of the assets remaining after payment of the sums pursuant to (i), (ii), (iii) and (iv) above in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share) up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3,13.2.4 and 13.2.5 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue. The balance of such assets shall be distributed amongst the holders of the Equity Shares pari passu as if the same constituted one class of share) in proportion to the number of Equity Shares held by them by reference to the total nominal value of all of the Equity Shares in issue.

(d) F2 Ordinary Shares are non-redeemable.

#### 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;
- 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.

#### SH06 - continuation page Notice of cancellation of shares

# Statement of capital (prescribed particulars of rights attached to shares) • Class of share G1 ordinary

#### Prescribed particulars

- (a) G1 Ordinary Shares entitle each holder thereof to a fixed voting right of 5%.
- (b) Subject to any dividend to be paid to the holders of D Ordinary Shares under the articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares, F2 Ordinary Shares, G1 Ordinary Shares or G2 Ordinary Shares without Investor Consent (as defined in the articles) and any such dividend shall then be paid to all the holders of Equity Shares pari passu.
- (c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities, as applicable) shall be applied in the following order:-
- (i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder, the Issue Price (as defined in the articles) per A Ordinary Share, together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each share of which it is the holder, the Issue Price per share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;
- (iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share) up to £3,750,000 of the assets remaining after payment of the sums pursuant to (i) and (ii) above (the "E1 Hurdle") in proportion to their respective aggregate nominal values by reference to the total nominal value of all of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares in aggregate;
- (iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share), up to £450,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2 and 13.2.3 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares then in issue;

#### 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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### SH06 - continuation page Notice of cancellation of shares

#### 5

# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

G1 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3 and 13.2.4 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4 and 13.2.5 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares then in issue:

(vii) seventh in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £4,500,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4, 13.2.5 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares. E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and/or F2 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares then in issue. The balance of such assets shall be distributed to the holders of Equity Shares (pari passu as if the same constituted one class of share) in proportion to the total number of Equity Shares held by each of them by reference to the total number of Equity Shares then in issue.

### • 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.

### SH06 - continuation page Notice of cancellation of shares

Prescribed particulars  (d) G1 Ordinary Shares are non-redeemable.  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	Class of share	G1 ordinary (continued)	• 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 distribution (including on windin 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

### SH06 - continuation page Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) •	
Class of share	G2 ordinary	Prescribed particulars of rights     attached to shares
Prescribed particulars	(a) G2 Ordinary Shares shall not entitle a holder of such shares to vote.	attached to shares The particulars are: a. particulars of any voting rights, including rights that arise only in
	(b) Subject to any dividend to be paid to the holders D Ordinary Shares under the articles, no dividend shall be declared or paid to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares, F2 Ordinary Shares, G1 Ordinary Shares and G2 Ordinary Shares (the "Equity Shares") without Investor Consent (as defined in the articles) and any such dividend shall then be paid to the holders of Equity Shares pari passu.	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.
	(c) On a return of capital the assets of the Company (remaining after payment or discharge of its liabilities as applicable) shall be applied in the following order-	A separate table must be used for each class of share.
	(i) first in paying to each A Shareholder in respect of each A Ordinary Share of which it is the holder, the Issue Price per A Ordinary Share, together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(ii) second in paying to the holders of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares (pari passu as if the same constituted one class of share) in respect of each Share of which it is the holder, the Issue Price per Share together with a sum equal to any arrears or accruals of any dividends calculated down to and including the date of actual payment;	
	(iii) third in paying to the holders of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares (pari passu as if the same constituted one class of share), up to £3,750,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1 and 13.2.2 in proportion to the total number of A Ordinary Shares, B Ordinary Shares and/or C Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares and C Ordinary Shares then in issue;	
	(iv) fourth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1 Ordinary Shares (pari passu as if the same constituted one class of share), up to £450,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2 and 13.2.3 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and/or E1 Ordinary Shares held by each of them by reference to the total number of A	

Ordinary Shares, B Ordinary Shares, C Ordinary Shares and E1

Ordinary Shares then in issue;

#### SH06 - continuation page Notice of cancellation of shares

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# Statement of capital (prescribed particulars of rights attached to shares) •

Class of share

G2 ordinary (continued)

#### Prescribed particulars

(v) fifth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares (pari passu as if the same constituted one class of share), up to £10,400,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3 and 13.2.4 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and/or E5 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares and E5 Ordinary Shares then in issue;

(vi) sixth in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £22,900,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4 and 13.2.5 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E4 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares, E1 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E5 Ordinary Shares, E1 Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares then in issue;

(vii) seventh in paying to the holders of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares (pari passu as if the same constituted one class of share), up to £4,500,000 of the assets remaining after payment of the sums pursuant to Articles 13.2.1, 13.2.2, 13.2.3, 13.2.4, 13.2.5 and 13.2.6 in proportion to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and/or F2 Ordinary Shares held by each of them by reference to the total number of A Ordinary Shares, B Ordinary Shares, C Ordinary Shares, E1 Ordinary Shares, E2 Ordinary Shares, E3 Ordinary Shares, E4 Ordinary Shares, E5 Ordinary Shares, F1 Ordinary Shares and F2 Ordinary Shares then in issue. The balance of such assets shall be distributed to the holders of Equity Shares (pari passu as if the same constituted one class of share) in proportion to the total number of Equity Shares held by each of them by reference to the total number of Equity Shares then in issue.

#### 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.

### SH06 - continuation page Notice of cancellation of shares

Statement of capital (prescribed particulars of rights attached to shares) •		
lass of share	G2 ordinary (continued)	• Prescribed particulars of rights
Class of share  Prescribed particulars	(d) G2 Ordinary Shares are non-redeemable.	The particulars are: a. particulars of any voting rights, including rights that arise only it 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 distribution (including on windir up); and d. whether the shares are to be redeemed at the option of the company or the shareholder.  A separate table must be used for each class of share.

#### SH06

Notice of cancellation 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. Rob Cunningham Pinsent Masons LLP 3 Hardman Street Manchester County/Region Postcode Μ 3 3 Α U Country UK 01612348234 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 completed section 2.
- ☐ You have completed 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

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