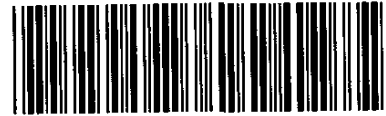


SH06

## Notice of cancellation of shares

WEDNESDAY



\*A82MGØJM\*

A20

03/04/2019

#145

COMPANIES HOUSE

**✓ What this form is for**  
You may use this form to give notice of a cancellation of shares by a limited company on purchase

**X What this form is NOT for**  
You cannot use this form to give notice of a cancellation of shares held by a public company under section 663 of the Companies Act 2006. To do this, please use form SH07.

For further information, please refer to our guidance at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

1	Company details
---	-----------------

Company number	9	1	4	1	1	3	9	
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Company name in full	Voyage Care HoldCo Limited
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→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

2	Date of cancellation
---	----------------------

Date of cancellation 

d	2	9	m	0	3	y	2	0	y	1	9
---	---	---	---	---	---	---	---	---	---	---	---

## 3 Shares cancelled

[illegible]

## SH06

## Notice of cancellation of shares

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## Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
	See continuation page			
<b>Totals</b>				
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		1,399,075	£24,883.72	£0.00

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

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## 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 Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A Ordinary	88,757	£887.57	
GBP	B Ordinary	1,299,315	£12,993.15	
GBP	B1 Ordinary	4,787	£4,787.00	
GBP	B2 Ordinary	2,244	£2,244.00	
GBP	B3 Ordinary	3,972	£3,972.00	
Totals		1,399,075	£24,883.72	£0.00

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

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

**① Prescribed particulars of rights attached to shares**

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

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

**Continuation pages**

Please use a Statement of Capital continuation page if necessary.

Class of share

See continuation pages

Prescribed particulars

①

Class of share

See continuation pages

Prescribed particulars

①

Class of share

See continuation pages

Prescribed particulars

①

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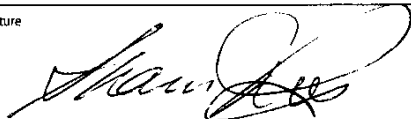
**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**② Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

**③ Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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### Notice of cancellation of shares

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

Class of share	A ORDINARY
Prescribed particulars	<p>The holders of A Ordinary Shares shall be entitled to receive notice of all general meetings of the Company but holdings of A Ordinary Shares will not entitle the holders thereof to attend or vote at any such general meeting except in relation to any matter relating to the variation or abrogation of any rights attached to the A Ordinary Shares.</p> <p>Subject to the above, upon any resolution proposed at a general meeting of the Company on a show of hands and on a poll every Equity Shareholder who is present in person or by proxy shall have one vote in respect of each Equity Share registered in his name and on a vote on a written resolution of the shareholders every Equity Shareholder shall have one vote in respect of each Equity Share registered in his name.</p> <p>The A Ordinary Shares have dividend rights on an equal basis with the dividend rights of the other shares (ie profits shall be distributed amongst the holders of the Equity Shares as if they constituted one class of shares pro rata to the number of shares held by them).</p> <p>On a return of capital, on a winding up or otherwise, the proceeds available for distribution shall be applied to the holders of the Equity Shares as if they constituted one class of Shares pro rata to the number of Equity Shares held by them, subject to each holder of A Ordinary Shares receiving a minimum of £5,000 in aggregate for his A Ordinary Shares.</p> <p>The A Ordinary Shares are not redeemable.</p>

#### • Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- 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
- 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.

# 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	B ORDINARY	
Prescribed particulars	<p>The total number of votes attaching to the B Ordinary Shares at any general meeting of any written resolution of the members will represent 85 per cent of the voting rights attaching to all Equity Shares (being the A Ordinary Shares, B Ordinary Shares, B1 Ordinary Shares, B2 Ordinary Shares, B3 Ordinary Shares and B4 Ordinary Shares).</p> <p>Subject to the above, upon any resolution proposed at a general meeting of the Company on a show of hands and on a poll every Equity Shareholder who is present in person or by proxy shall have one vote in respect of each Equity Share registered in his name and on a vote on a written resolution of the shareholders every Equity Shareholder shall have one vote in respect of each Equity Share registered in his name.</p> <p>If an Enhanced Voting Event has occurred and the Investor Majority serve a notice in writing to that effect on the Company then, with effect from when the notice is received by the Company until such notice is withdrawn by a further notice in writing to the Company from the Investor Majority: (a) the B1 Ordinary Shares, B2 Ordinary Shares and B3 Ordinary Shares shall, in relation to any general meeting of the Company and any written resolution of the Shareholders (and not in relation to any separate meeting of the holders of any class of shares or any written resolution of a class of Shareholders), cease to confer any Suspended Rights; and (b) the quorum for any such general meetings of the Company shall be one B Shareholder present in person or by proxy.</p> <p>The B Ordinary Shares have divided rights on an equal basis with the divided rights of the other shares (ie profits shall be distributed amongst the holders of the Equity Shares as if they constituted one class of shares pro rata to the number of shares held by them).</p> <p>On a return of capital, on a winding up or otherwise, the proceeds available for distribution shall be applied to the holders of the Equity Shares as if they constituted one class of Shares pro rata to the number of Equity Shares held by them, subject to each holder of A Ordinary Shares receiving a minimum of £5,000 in aggregate for his A Ordinary Shares.</p> <p>The B Ordinary Shares are not redeemable.</p>	<p>• Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <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 a distribution (including on winding up); 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> <p>A separate table must be used for each class of share.</p>

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## Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) <sup>a</sup>	
Class of share	B1 ORDINARY SHARES	
Prescribed particulars	<p>The total number of votes attaching to the B1 Ordinary Shares at any general meeting or any written resolution of the members will represent 5 per cent of the voting rights attaching to all Equity Shares.</p> <p>Subject to the above upon any resolution proposed at a general meeting of the Company on a show of hands and on a poll every Equity Shareholder who is present in person or by proxy shall have one vote in respect of each Equity Share registered in his name and on a vote on a written resolution of the new shareholders every Equity Shareholder shall have one vote in respect of each Equity Share registered in his name.</p> <p>If an Enhanced Voting Event has occurred and the Investor Majority serve a notice in writing to that effect on the Company then, with effect from when the notice is received by the Company until such notice is withdrawn by a further notice in writing to the Company from the Investor Majority: (a) the B1 Ordinary Shares, B2 Ordinary Shares and B3 Ordinary Shares shall, in relation to any general meeting of the Company and any written resolution of the Shareholders (and not in relation to any separate meeting of the holders of any class of the Shareholders), cease to confer any Suspended Rights; and (b) the quorum for any such general meetings of the Company shall be one B Shareholder present in person or by proxy.</p> <p>The B1 Ordinary Shares have dividend rights on a equal basis with the dividend rights of the other shares (ie profits shall be distributed amongst the holders of the Equity Shares as if they constituted one class of shares pro rata to the number of shares held by them).</p> <p>On a return of capital, on a winding up or otherwise, the proceeds available for distribution shall be applied to the holders of the Equity Shares as if they constituted one class of Shares pro rata to the number of Equity Shares held by them, subject to each holder of A Ordinary Shares receiving a minimum of £5,000 in aggregate for his A Ordinary Shares.</p> <p>The B1 Ordinary Shares are not redeemable.</p>	<p><b>a</b> Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <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 a distribution (including on winding up); 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> <p>A separate table must be used for each class of share.</p>

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## Notice of cancellation of shares

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### Statement of capital (prescribed particulars of rights attached to shares) <sup>1</sup>

Class of share	B2 ORDINARY SHARES	
Prescribed particulars	<p>The total number of votes attaching to the B2 Ordinary Shares at any general meeting or any written resolution of the members will represent 5 per cent of the voting rights attaching to all the Equity Shares.</p> <p>Subject to the above, upon any resolution proposed at a general meeting of the Company on a show of hands and on a poll every Equity Shareholder who is present in person or by proxy shall have one vote in respect of each Equity Share registered in his name and on a vote on a written resolution of the shareholders every Equity Shareholder shall have one vote in respect of each Equity Share registered in his name.</p> <p>If an Enhanced Voting Event has occurred and the Investor Majority serve a notice in writing to that effect on the Company then, with effect from when the notice is received by the company until such notice is withdrawn by a further notice in writing to the Company from the Investor Majority: (a) the B1 Ordinary Shares, B2 Ordinary Shares and B3 Ordinary Shares shall, in relation to any general meeting of the Company and any written resolution of the Shareholders (and not in relation to any separate meeting of the holders of any class of Shares or any written resolution of a class of the Shareholders), cease to confer any Suspended Rights; and (b) the quorum for any such general meetings of the Company shall be one B Shareholder present in person or by proxy.</p> <p>The B2 Ordinary Shares have dividend rights on an equal basis with the dividend rights of the other shares (ie profits shall be distributed amongst the holders of the Equity Shares as if they constituted one class of shares pro rata to the number of shares held by them).</p> <p>On a return of capital, on a winding up or otherwise, the proceeds available for distribution shall be applied to the holders of the Equity Shares as if they constituted one class of Shares pro rata to the number of Equity Shares held by them, subject to each holder of A Ordinary Shares receiving a minimum of £5,000 in aggregate for his A Ordinary Shares.</p> <p>The B2 Ordinary Shares are not redeemable.</p>	<p><sup>1</sup> Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <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 a distribution (including on winding up); 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> <p>A separate table must be used for each class of share.</p>



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### Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) <sup>ⓐ</sup>	
Class of share	B3 ORDINARY SHARES	
Prescribed particulars	<p>The total number of votes attaching to the B3 Ordinary Shares at any general meeting or any written resolution of the members will represent 5 per cent of the voting rights attaching to all the Equity Shares.</p> <p>Subject to the above, upon any resolution proposed at a general meeting of the Company on a show of hands and on a poll every Equity Shareholder who is present in person or by proxy shall have one vote in respect of each Equity Share registered in his name and on a vote on a written resolution of the shareholders every Equity Shareholder shall have one vote in respect of each Equity Share registered in his name.</p> <p>If an Enhanced Voting Event has occurred and the Investor Majority serve a notice in writing to that effect on the Company then, with effect from when the notice is received by the company until such notice is withdrawn by a further notice in writing to the Company from the Investor Majority: (a) the B1 Ordinary Shares, B2 Ordinary Shares and B3 Ordinary Shares shall, in relation to any general meeting of the Company and any written resolution of the Shareholders (and not in relation to any separate meeting of the holders of any class of Shares or any written resolution of a class of the Shareholders), cease to confer any Suspended Rights; and (b) the quorum for any such general meetings of the Company shall be one B Shareholder present in person or by proxy.</p> <p>The B3 Ordinary Shares have dividend rights on an equal basis with the dividend rights of the other shares (ie profits shall be distributed amongst the holders of the Equity Shares as if they constituted one class of shares pro rata to the number of shares held by them).</p> <p>On a return of capital, on a winding up or otherwise, the proceeds available for distribution shall be applied to the holders of the Equity Shares as if they constituted one class of Shares pro rata to the number of Equity Shares held by them, subject to each holder of A Ordinary Shares receiving a minimum of £5,000 in aggregate for his A Ordinary Shares.</p> <p>The B3 Ordinary Shares are not redeemable.</p>	

**ⓐ 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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## 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.

Contact name	Arron Crean									
Company name	Oakwood Corporate Services Limited									
Address	3rd Floor, 1 Ashley Road									
Post town	Altrincham									
County/Region	Cheshire									
Postcode	W	A	1	4		2	D	T		
Country	United Kingdom									
DX										
Telephone										

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)