

In accordance with
Section 637 of the
Companies Act 2006.

SH10

Notice of particulars of variation of rights attached to shares



Companies House

☒ **What this form is for**
You may use this form to give notice
of particulars of variation of rights
attached to shares.

☐ **What this form is NOT for**
You cannot use this form to
notice of particulars of variation
of class rights of members of
company without share capital.
If you do this, please use form SH12.



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30/09/2020

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COMPANIES HOUSE

WEDNESDAY

1 Company details

Company number 09830942

Company name in full CALEDONIA VENUS HOLDINGS LIMITED

→ Filling in this form

Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2 Date of variation of rights

Date of variation of rights 03/09/2020

3 Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

PLEASE SEE CONTINUATION PAGE.

Continuation pages

Please use a continuation page if
you need to enter more details.

4 Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

Gary Payne

E4A1104CED2B438...

X

This form may be signed by:
Director ❶, Secretary, Person authorised ❷, Administrator, Administrative receiver,
Receiver, Receiver manager, Charity commission receiver and manager, CIC
manager.

❶ 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.

❷ Person authorised

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

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**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	WAXR/673702									
Company name	MACFARLANES LLP									
Address	20 CURSITOR STREET									
Post town	LONDON									
County/Region	LONDON									
Postcode	E	C	4	A		1	L	T		
Country	UK									
DX	DX NO: 138 CHANCERY LANE									
Telephone	+44 (0)20 7791 4096									

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date of variation of rights in section 2.
- ☐ You have provided details of the variation of rights in section 3.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

SH10 – continuation page
Notice of particulars of variation of rights attached to shares**3****Details of variation of rights**

	Please give details of the variation of rights attached to shares.	
Variation	<p>The rights attaching to the A ordinary shares of £0.00001 each in the capital of the Company have been varied as follows:</p> <ol style="list-style-type: none"> 1. Income - the A ordinary shares now participate in any amount which the Company determines to distribute by way of dividend pro rata and pari passu with the B ordinary shares of £0.00001 each in the capital of the Company following payment in priority of the Preference Dividend and any Unpaid Amount to the holders of the Preference shares of £0.0000001 in the capital of the Company in accordance with article 6.1 of the Company's articles of association. 2. Capital - on a return of assets on liquidation or capital or otherwise (except upon the redemption of shares of any class or the purchase by the Company of its own shares), following distribution to the holders of the Preference shares the sum of the Original Subscription Price for those Preference shares together with a premium equal to the aggregate of all Preference Dividends payable to the holders of Preference shares, the holders of the A ordinary shares now receive such amount until the Lead Investor Group has received Cash Outputs equal to Cash Inputs and, thereafter in addition, once the holders of the B ordinary shares have received an amount equal to the Aggregate B Share Proceeds, the balance of the assets of the Company available for distribution in accordance with article 6.2 of the Company's articles of association. 3. Exit - upon the occurrence of a Sale, Disposal or Listing, the proceeds of the Sale or the surplus assets of the Company (as applicable) shall now be distributed in the manner and in the order of priority set out in article 6.2 of the Company's articles of association. 4. Drag along - in the event that the drag along provisions contained in article 16 of the Company's articles of association are triggered by the Majority Seller(s), the consideration for the Called Shares (which may include A ordinary shares) shall now be the Prescribed Consideration. 	