

SH02

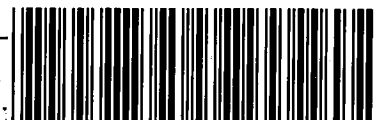
Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

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☒ **What this form is for**
You may use this form to give
notice of consolidation,
sub-division, redemption of
shares or re-conversion of stock
into shares.

☐ **What this form is NOT for**
You cannot use this form to give
notice of a conversion of stock
into stock.

SATURDAY



A23 *A7C3101L* 11/08/2018 #224
COMPANIES HOUSE

1 Company details

Company number 1 0 2 0 5 3 9 6

Company name in full INTEGUMEN PLC

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 resolution

Date of resolution d 0 2 m 0 8 y 2 0 y 1 8

3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

4 Sub-division

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share
ORDINARY SHARES	223,685,232	£0.01	0	
ORDINARY SHARES	0		223,685,232	£0.0001
DEFERRED SHARES	0		223,685,232	£0.0099

5 Redemption

Please show the class number and nominal value of shares that have been
redeemed. Only redeemable shares can be redeemed.

Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

SH02

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6

Re-conversion

Please show the class number and nominal value of shares following re-conversion from stock.

New share structure

Value of stock	Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

7

Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

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

Please use a Statement of capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	ORDINARY SHARES OF £0.0001	223,685,232	£22368.5232	
GBP	DEFERRED SHARES OF £0.0099	223,685,232	£2214483.7968	
Totals		447370464	2236852.32	0.00

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
447370464	£2,236,852.32	£0.00

① Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

SH02

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 7 .	
Class of share	ORDINARY SHARES OF £0.0001
Prescribed particulars ①	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS AND DOES NOT CONFER ANY RIGHTS OF REDEMPTION.
Class of share	DEFERRED SHARES OF £0.0099
Prescribed particulars ①	THE DEFERRED SHARES SHALL RANK PARI PASSU TOGETHER AS ONE CLASS AND SHALL HAVE THE RIGHTS AND ARE SUBJECT TO THE RESTRICTIONS SET OUT BELOW (PLEASE SEE CONTINUATION SHEET).
Class of share	
Prescribed particulars ①	

① Prescribed particulars of rights attached to shares

The particulars are:

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

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

Please use a Statement of capital continuation page if necessary.

9 Signature

I am signing this form on behalf of the company.	
Signature	<div>Signature</div> <div>X Chris Bell X</div>
<div>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</div>	

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.

SH02 - continuation page

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	DEFERRED SHARES OF £0.0099	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.
Prescribed particulars	<p>185.1 The deferred shares of £0.0099 each in the capital of the Company ("the Deferred Shares") shall rank pari passu together as one class and shall have the rights and are subject to the restrictions set out below, namely:</p> <p>185.1.1 the Deferred Shares have no right to participate in or receive any dividends declared, made or paid by the Company;</p> <p>185.1.2 the Deferred Shares have no right to receive notice of or attend or vote at any general or class meeting (other than a class meeting of the Deferred Shares) of the Company;</p> <p>185.1.3 the Deferred Shares are not transferable, save in accordance with 185.1.6 below;</p> <p>185.1.4 on a return of assets in a winding up the Deferred Shares shall rank pari passu with the Ordinary Shares;</p> <p>185.1.5 the Company may at its option at any time purchase all or any of the Deferred Shares then in issue at a price not exceeding one pound (£1.00) for all the Deferred Shares purchased;</p> <p>185.1.6 the Directors have irrevocable authority at any time to appoint any person to execute on behalf of the holders of the Deferred Shares a transfer thereof and/or an agreement to transfer the same, without making any payment to the holders thereof, to such person as the Directors may determine as custodian thereof and to cancel and/or purchase the Deferred Shares (in accordance with the provisions of statute) without making any payment to or obtaining the sanction of the holders thereof and, pending the transfer and/or cancellation and/or purchase of the same, to retain the certificate for such shares,</p> <p>but so that none of the rights or restrictions attached to such Deferred Shares shall be or be deemed to be varied or abrogated in any way by the passing or coming into effect of any resolution of the Company to reduce its share capital and/or reduce or cancel (as the case may be) its share premium account (including a resolution to reduce the capital paid up on, and to cancel, such Deferred Shares.</p>	

SH02

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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

LEG/KVB/665421

Company name

BPE SOLICITORS LLP

Address

Post town

County/Region

Postcode

Country

DX

141660 CHELTENHAM 11

Telephone

01242 224433



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 resolution in Section 2.
- ☐ Where applicable, you have completed Section 3, 4, 5 or 6.
- ☐ You have completed 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