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 f**
You cannot use this form notice of particulars of va of class rights of member company without share c do this, please use form S

WEDNESDAY

A841G1XU
A21 24/04/2019 #235
COMPANIES HOUSE

1 Company details

Company number	1 0 5 0 9 5 4 1
Company name in full	PROXIMIE 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	d 1 d 8 m 0 m 4 y 2 y 0 y 1 y 9

3 Details of variation of rights

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

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

Variation

1 ORDINARY SHARE HAS BEEN CONVERTED TO 1 SERIES A PREFERRED SHARE.

SERIES A PREFERRED SHARES CARRY THE FOLLOWING RIGHTS: SEE ATTACHED.

4 Signature

I am signing this form on behalf of the company.

Signature

Signature
X 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.

In accordance with Section 637 of the Companies Act 2006.

SH10 – continuation page

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3 Details of variation of rights

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

Variation

SERIES A PREFERRED SHARES SHALL CONFER ON EACH HOLDER THEREOF THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH BOARD CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR, WILL BE DISTRIBUTED AMONGST THE HOLDERS OF SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDING OF SHARE. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE SURPLUS OF ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF SERIES B PREFERRED SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF SERIES B PREFERRED SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES B PREFERRED SHARES); (B) SECOND, IN PAYING TO EACH OF THE HOLDERS OF SERIES A PREFERRED SHARES, IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER SHARE EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF SERIES A PREFERRED SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A PREFERRED SHARES); AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

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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 SAM BUROFRD

Company name MJ HUDSON

Address 8 OLD JEWRY

Post town

County/Region LONDON

Postcode E C 2 R 8 D N

Country

DX

Telephone +44 20 3693 7061

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