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

- 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 shares into stock.



23/11/2018 **COMPANIES HOUSE** 

1	Cor	nr.	oany d	eta	lc				<u> </u>		<u>t.</u> .	
Company number	1	-ب	0 6	2	4	9	5	5		!	→ Filling is	ı this form
Company name in full	Zopa Group Limited					Please complete in typescript or in bold black capitals.						
	_		<u> </u>		·-··		-					are mandatory unless or indicated by *
2	Dat	e	of reso	olut	ion		<del></del>				specifico	or attricated by
Date of resolution	1	ď		1 1		<u>-</u>	¥2	y <sub>0</sub> y <sub>1</sub>	Ϋ́Ω			
3	1	ᆚ	olidati		] ,		1 2	10 .		···		
		_			mend	lmonf	s to a	ach class	of chare	·		
	!'~	42,51	C 31040 C	21C G				structure	01 31 31 G.	New share stre	ıcture	
Class of shares (E.g. Ordinary/Preference et	 c.}			<del>-</del>	Ne	mber o	of Issue	d shares	Nominal value of each	Number of issue	ed shares	Nominal value of each share
					丁						· · · · · · · · · · · · · · · · · · ·	
4	Sub	ı-d	livisio	n					_			
	Plea	ıse	show th	ne an	nendr	nents	to ea	ch class o	of share.			
					Pro	vious	share	structure		Hew share stru	cture	
Class of shares (E.g. Ordinary/Preference et	c.)			•	Nu	mber o	f issue	i shares	Nominal value of each share	Number of Issue	ed shares	Nominal value of each share
Series 2C				•			,	186,613	£0.01		973,226	£0.005
			· · · · · · · · · · · · · · · · · · ·		-}-	<del></del>					· · · · · · · · · · · · · · · · · · ·	
5	Red	lei	mption	1	·- '				······································			
									value of shares that have	been		
Class of shares (E.g. Ordinary/Preference et								i shares	Nominal value of each share	•		
		_			ij			•		•		
								***************************************		-		

## **SH02** Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares 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 Nominal value of each Number of issued shares (E.g. Ordinary/Preference etc.) share Statement of capital Complete the table(s) below to show the issued share capital. It should reflect Please use a Statement of the company's issued capital following the changes made in this form. Capital continuation page if Complete a separate table for each currency (if appropriate). For example, necessary. add pound sterling in 'Currency table A' and Euros in 'Currency table B'. Aggregate nominal value Total aggregate amount $(E, \in, S, \text{ etc})$ unpaid, if any $(E, \in, S, \text{ etc})$ Currency Class of shares Number of shares (£, €, \$, etc) Complete a separate E.g. Ordinary/Preference etc. Number of shares issued Including both the nominal table for each currency multiplied by nominal value value and any share premium ing and the second seco San Astronomics and the second of the second **Totals** 34-14 **Totals Totals** Total number Total aggregate Total aggregate nominal value • of shares amount unpaid • Totals (including continuation pages) • Please list total aggregate values in different currencles separately. For example: £100 + £100 + \$10 etc.

CHFP010 (FF) 06/15 Version 5.0

# **SH02**

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

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 shares into stock.

\*A7KJE9BV\* A03 10/12/2018 COMPANIES HOUSE

#272

\*A7JBXMEP\* 23/11/2018

#103

				COM	PANIES HOUSE				
1	Company detail	ls							
Company number	1 0 6 2	4 9 5 5		Please co	n this form emplete in typescript or in				
Company name in full	Zopa Group Lim	ited		į.	ck capitals.				
					are mandatory unless or indicated by *				
2	Date of resolut	ate of resolution							
Date of resolution	<sup>d</sup> 1 <sup>9</sup> 9 <sup>m</sup> 1	<sup>y</sup> 2 <sup>y</sup> 0 <sup>y</sup> 1	у В						
3	Consolidation								
	Please show the a	mendments to each class	of share.						
		Previous share structure		New share structure					
Class of shares (E.g. Ordinary/Preference etc.)		Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share				
			<u> </u>						
4	Sub-division		<del> </del>	·	•				
	Please show the an	nendments to each class o	of share.						
'	'	Previous share structure	<del>, , , , , , , , , , , , , , , , , , , </del>	New share structure					
Class of shares (E.g. Ordinary/Preference et	c)	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share				
Series 1		297,491	£0.01	594,982	£0.005				
Series 2A		12,256,168	£0.01	24,512,336	£0.005				
Series 2B		696,177	£0.01	1,392,354	£0.005				
5	Redemption								
		ass number and nominal videemable shares can be re		been .					
Class of shares (E.g. Ordinary/Preference etc.)		Number of issued shares	Nominal value of each share						
	·								
	· · · · · · · · · · · · · · · · · · ·								
			i e						

# SH02

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

6	Re-conversion			<del></del>					
	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 share	each					
7	Statement of capital	·							
	Complete the table(s) below to show the issi the company's issued capital following the cl Complete a separate table for each curre add pound sterling in 'Currency table A' and	nanges made in this form ency (if appropriate).	n. For example,	Capital co	e a Statement of ontinuation				
Currency	Class of shares	Number of shares	Aggregate non	ninal value	Total aggregate amount unpaid, if any ⟨£, €, \$, etc⟩				
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of share		Including both the nominal value and any share premium				
Currency table A									
GBP	Ordinary	17,827,342	<del></del>	273.42					
GBP GBP	Ordinary A Series 1	835,000 594,982	<u> </u>	,350.00 ,974.91					
GDF	Totals	19,257,324	<u></u>	,598.33	0.00				
	1011110	10,201,324	100	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					
Currency table B									
<u></u>	Totals								
Currency table C		<u> </u>		······································	<del></del>				
			<del>-</del>	<del></del>					
	Totals								
		Total number of shares	Total aggre	egate slue <b>0</b>	Total aggregate amount unpaid •				
	Totals (including continuation pages)	50,224,491	1	,880.42					
	r-3/		<del></del>	·	<u></u>				
		<ul> <li>Please list total agg</li> <li>For example: £100 + €</li> </ul>			t currencies separately.				

# SH02

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

8	Statement of capital (prescribed particulars of rights attache	d 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 7.	Prescribed particulars of rights attached to shares The particulars are: a. particulars of any voting rights,
Class of share	Ordinary	including rights that arise only in certain circumstances;
Prescribed particulars	See attached schedule	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	Ordinary A	Please use a Statement of capital continuation page if necessary.
Class of share	Ordinary B	_
Prescribed particulars	See attached schedule	·
9	Signature	
	I am signing this form on behalf of the company.	Societas Europaea     Maha form is being Stad on behalf
Signature	Signature X Olive Bodewick	If the form is being fifed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.  Person authorised
	This form may be signed by: Director •, Secretary, Person authorised •, Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.	Under either section 270 or 274 of the Companies Act 2006.

Presenter information	Important 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.	Please note that all information on this form will appear on the public record.
visible to searchers of the public record.	Where to send
Contact name Wendy Hurst	You may return this form to any Companies House
Company same Oakwood Corporate Services Limited	address, however for expediency we advise you to return it to the appropriate address below:
Address 3rd Floor	For companies registered in England and Wales: The Registrar of Companies, Companies House,
1 Ashley Road	Crown Way, Cardiff, Wales, CF14 3UZ.  DX 33050 Cardiff.
Post terent Altrincham	For companies registered in Scotland: The Registrar of Companies, Companies House,
County/Ragion Cheshire	Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
Postcode W A 1 4 2 D T	DX ED235 Edinburgh 1
Courty	or LP - 4 Edinburgh 2 (Legal Post).
DX	For companies registered in Northern Ireland: The Registrar of Companies, Companies House,
0161 942 4702	Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BTZ 8BG.
Checklist	DX 481 N.R. Belfast 1.
We may return forms completed incorrectly or with information missing.	Further Information
Please make sure you have remembered the following:	For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk
The company name and number match the information held on the public Register.	This form is available in an
☐ You have entered the date of resolution in	alternative format. Please visit the
Section 2.  Where applicable, you have completed Section 3, 4,	
5 or 6.	forms page on the website at
☐ You have completed the statement of capital. ☐ You have signed the form.	www.gov.uk/companieshouse
	·
1	
	1

SH02 - continuation page Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

Statement	of ca	pital

Complete the table below to show the issued share capital. Complete a separate table for each currency.

Currency	Class of shares	Numb	er of shares	Aggregate nominal value (£, €, \$, 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
GBP	Series 2A		24,512,336	£122,561.68	
GBP	Series 2B	[	1,392,354	£6,961.77	
GBP	Series 2C		973,226	£4,866.13	
GBP	Series 3		4,089,251	£40,892.51	
		<u> </u>			
<u> </u>					
			•		
·		<u> </u>			
		<u>'                                    </u>			
<u>.</u>			<del>-</del>		
			•		
			<u>.</u>		
			<del>.</del>		
			<u>-</u>		
<del></del>			112.00		
		Totals	30,967,167	£175,282.09	0.00

Class of share	Statement of capital (prescribed particulars of rights attached	
	Ordinary	<ul> <li>Prescribed particulars of rights attached to shares</li> </ul>
Prescribed particulars	The Ordinary Shares have attached to them:	The particulars are:  a. particulars of any voting rights, including rights that arise only in
	(a) Voting rights: full voting rights on shareholder resolutions subject to Article 7.6	certain circumstances; b. particulars of any rights, as respects dividends, to participate
	(b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution	in a distribution; c. particulars of any rights, as respects capital, to participate in a
	(c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), upon completion of the distributions required	distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be
	by Articles 5.1(a) to (c) in respect of a Liquidation Event and Articles 6.3 (a) to (c) on a Share Sale or Asset Sale, the remaining Proceeds available for distribution shall be distributed among the holders of the	redeemed at the option of the company or the shareholder.
	Ordinary Shares (subject to Article 5.2(b) in respect of the Ordinary A Shares) on a pari passu basis, pro rata based on the number of	A separate table must be used for each class of share.
	Ordinary Shares.  (d) Rights of redemption Ordinary Shares do not confer any rights of redemption.	
	All capitalised terms are as defined in the company's articles of association.	

(a) Voting rights full voting rights on shareholder resolutions subject to Article 7.6  (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution subject to Article 4.3  (c) Rights to participate on a distribution of capital: On a Liquidation  (c) Rights to participate on a distribution of capital: On a Liquidation	
Prescribed particulars  The Ordinary A Shares have attached to them.  (a) Voting rights full voting rights on shareholder resolutions subject to Article 7.6  (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution subject to Article 4.3  (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), upon completion of the distributions required by Articles 5.1(a) to (c) in respect of a Liquidation Event and Articles 6.3 (a) to (c) on a Share Sale or Asset Sale, the remaining Proceeds available for distribution shall be distributed among the holders of the Ordinary A Shares) on a pari passu basis, pro rata based on the number of Ordinary Shares.  (d) Rights of redemption: Ordinary Shares do not confer any rights of redemption.  All capitalised terms are as defined in the company's articles of	
(a) Voting rights full voting rights on shareholder resolutions subject to Article 7.6  (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution subject to Article 4.3  (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), upon completion of the distributions required by Articles 5.1(a) to (c) in respect of a Liquidation Event and Articles 6.3 (a) to (c) on a Share Sale or Asset Sale, the remaining Proceeds available for distribution shall be distributed among the holders of the Ordinary Shares (subject to Article 5.2(b) in respect of the Ordinary A Shares) on a pari passu basis, pro rata based on the number of Ordinary Shares.  (d) Rights of redemption: Ordinary Shares do not confer any rights of redemption.  All capitalised terms are as defined in the company's articles of	y voting rights,
	y voting rights, that arise only in ances; y rights, as ds, to participate y rights, as to participate in a uding on winding res are to be liable to be option of the shareholder.

SH02 - continuation page Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

ĺ	
•	

## 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 (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.			Including both the nominal value and any share premium
<u> </u>		<u> </u>		
			<u> </u>	
	Totals			

Class of share	Ordinary B	• Prescribed particulars of rights
Prescribed particulars	Ordinary B Shares (created following redesignation of certain Series 1 and 2 Preference Shares as set out in form SH08 of even date) have attached to them:  (a) Voting rights: full voting rights on shareholder resolutions subject to Article 7.6 (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), upon completion of the distributions required by Articles 5.1(a) to (c) in respect of a Liquidation Event and Articles 6.3 (a) to (c) on a Share Sale or Asset Sale, the remaining Proceeds available for distribution shall be distributed among the holders of the Ordinary Shares (subject to Article 5.2(b) in respect of the Ordinary A Shares) on a pari passu basis, pro rata based on the number of Ordinary Shares.  (d) Rights of redemption: Ordinary Shares do not confer any rights of redemption.  All capitalised terms are as defined in the company's articles of association.	The particulars of rights attached to shares The 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 each class of share.

7	Statement of capital			
	Complete the table below to show the issue Complete a separate table for each curr	d share capital. ency.		
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		(£, €, \$, etc) Number of shares issued	unpaid, if any (£, €, \$, etc) Including both the nominal
table to each currency			multiplied by nominal value	value and any share premium
<u> </u>				
			-	
<u> </u>				
			-	
	<u> </u>			
	Totals	I		!

Class of share	Series 1	• Prescribed particulars of rights
Prescribed particulars	The Series 1 Shares have attached to them:  (a) Voting rights: no voting rights save in respect of consent rights set out in the Articles and Shareholders' Agreement (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution save that where any dividend has also been declared on Ordinary B Shares a dividend shall be capped at 0.001% of any dividend or distribution, as applicable, payable per Share calculated in accordance with Article 4.2, 4.11 or 8.3, subject to an aggregate cap of £1 per annum (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), the right to receive, prior and in preference to any distribution of the Proceeds to the holders of the Ordinary Shares, an amount per share equal to the sum of the applicable Original Issue Price for the Series 1 Shares, plus declared but unpaid dividends on each Series 1 Shares (d) The Series 1 Shares do not confer any rights of redemption.  All capitalised terms are as defined in the company's articles of association.	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.

In accordance w	/ith
Section 619, 621	I & 689
of the Companie	es Act
2006	

7	Statement of capital			
	Complete the table below to show to Complete a separate table for each	the issued share capital. ach currency.		
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, 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
	- <del> </del>			
	<del> </del>			
			_ <del>-</del>	
<del></del>	-			
<u> </u>				
	_			
				•
			_	
		Totals	<del></del>	· · · · · · · · · · · · · · · · · · ·

## SH02 - continuation page

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

### Я

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

Class of share

Series 2A

Prescribed particulars

The Series 2A Shares have attached to them:

- (a) Voting rights: no voting rights save in respect of consent rights set out in the Articles and Shareholders' Agreement
- (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution save that where any dividend has also been declared on Ordinary B Shares a dividend shall be capped at 0.001% of any dividend or distribution, as applicable, payable per Share calculated in accordance with Article 4.2, 4.11 or 8.3, subject to an aggregate cap of £1 per annum
- (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), the right to receive alongside the other subseries of the Series 2 Shares, prior and in preference to any distribution of the Proceeds to the holders of the Series 1 and Ordinary Shares, an amount per share equal to the sum of the applicable Original Issue Price for the Series 2A Shares, plus declared but unpaid dividends on each Series 2A Share (d) The Series 2 Shares do not confer any rights of redemption.

All capitalised terms are as defined in the company's articles of association.

# • 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.

7	Statement of capital			
<del>-</del>	Complete the table below to show the is Complete a separate table for each of	sued share capital. currency.		
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued	Including both the nominal
			multiplied by nominal value	value and any share premium
ļ				
	To	tals		

Procesilized particulars att	escribed particulars of rights tached to shares
Proceribed particulars	PATRON TO CROPES
(a) Voting rights: no voting rights save in respect of consent rights set out in the Articles and Shareholders' Agreement (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution save that where any dividend has also been declared on Ordinary B Shares a dividend shall be capped at 0.001% of any dividend or distribution, as applicable, payable per Share calculated in accordance with Article 4.2, 4.11 or 8.3, subject to an aggregate cap of £1 per annum (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a	particulars are: particulars of any voting rights, including rights that arise only in certain curcumstances; 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. separate table must be used for ch class of share.

SH02 - continuation page Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

7	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 (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	e.g. Ordinary/Freierence etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium
	. <u>.                                   </u>			
			<u> </u>	
<u> </u>				
		<u> </u>		
	Totals			

<del></del>	t of capital (prescribed particulars of rights attac	— — —
Class of share Series 2C		• Prescribed particulars of rights
Prescribed particulars  (a) Voting set out in 1 (b) Rights on a divide been deck 0.001% of Share calc to an aggr (c) Rights Event or S distribution subseries distribution Ordinary S applicable declared b (d) The Set	rights: no voting rights save in respect of consent rights the Articles and Shareholders' Agreement to participate on a distribution of profits: right to participate and or distribution save that where any dividend has also ared on Ordinary B Shares a dividend shall be capped as fany dividend or distribution, as applicable, payable per culated in accordance with Article 4.2, 4.11 or 8.3, subject to participate on a distribution of capital: On a Liquidation of the Sale (and on an Asset Sale to the extent a in is declared), the right to receive alongside the other of the Series 2 Shares, prior and in preference to any of the Proceeds to the holders of the Series 1 and Shares, an amount per share equal to the sum of the Original Issue Price for the Series 2C Shares, plus out unpaid dividends on each Series 2C Share erries 2 Shares do not confer any rights of redemption.	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 at the option of the

SH02 - continuation page Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

	_	_	_	_	_		_	_			_
7						Sta	ten	nen	t of	capit	tal

Complete the table below to show the issued share capital. Complete a separate table for each currency.

Currency	Class of shares	Number of shares	Aggregate nominal value $(£, €, $, etc)$	Total aggregate amount
Complete a separate table for each currency	E.g. Ordinary/Preference etc.			
asse for each currency			multiplied by nominal value	Including both the nominal value and any share premium
 		]		
		]		
<u></u>				
			<u> </u>	
			(	
		ļ ,		
			<u> </u>	
<u> </u>	<u> </u>			. <del></del>
	Totals		ļ •	

Class of share	Series 3	Prescribed particulars of rights
Prescribed particulars	The Series 3 Shares have attached to them:	attached to shares The particulars are: a. particulars of any voting rights,
	(a) Voting rights: full voting rights on shareholder resolutions subject to Article 7.6 (b) Rights to participate on a distribution of profits: right to participate on a dividend or distribution (c) Rights to participate on a distribution of capital: On a Liquidation Event or Share Sale (and on an Asset Sale to the extent a distribution is declared), the right to receive, prior and in preference to the holders of any other class of shares, an amount per share equal to the greater of (i) the Series 3 Original Issue Price per share, plus any dividends declared but unpaid thereon, or (ii) such amount per share as would have been payable had all shares of Series 3 Shares been converted into Ordinary Shares (but not Ordinary A or Ordinary B Shares) (d) The Series 3 Shares do not confer any rights of redemption (e) The Series 3 Shares carry a right of conversion in accordance with Article 8  All capitalised terms are as defined in the company's articles of association.	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.

7	Statement of capital			<del></del>
-	Complete the table below to show the issued share capital.  Complete a separate table for each currency.			
Currency Complete a separate	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
table for each currency	L.g. ordinary/reference etc.		Number of shares issued	Including both the nominal value and any share premium
	-		-	
<del></del>	-			
<u> </u>				
<del> </del>	_		_	
<del></del>	-		_	
	-			•
	-			
<del></del>				
				· -
			_	-
				-
				- -
			_	-
				-
				•
	_			
	-			-
				· <del>/</del>
		Totals		<u> </u>