



**✓ 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.

TUESDAY



\*A8W5BFFV\*

A12

07/01/2020

#214

COMPANIES HOUSE

## 1 Company details

Company number	1	0	9	6	5	1	4	2
----------------	---	---	---	---	---	---	---	---

Company name in full	QMS 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 cancellation
---	----------------------

Date of cancellation    <sup>d</sup>1   <sup>d</sup>0    <sup>m</sup>1   <sup>m</sup>2    <sup>y</sup>2   <sup>y</sup>0   <sup>y</sup>1   <sup>y</sup>9

## 3 Shares cancelled

[illegible]

## SH06

## Notice of cancellation of shares

4

## 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>				
EUR	SEE CONTINUATION PAGE			
<b>Totals</b>				
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		<b>Total number of shares</b>	<b>Total aggregate nominal value ①</b>	<b>Total aggregate amount unpaid ①</b>

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

SH06

Notice of cancellation of shares

5

**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.

**❶ 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 PAGE

Prescribed particulars  
❶

Class of share

Prescribed particulars  
❶

Class of share

Prescribed particulars  
❶

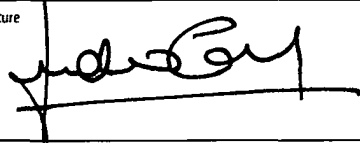
6

**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X  X

**❷ 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.

**❸ Person authorised**

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

This form may be signed by:

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

SH06

## 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	100605.0015
Company name	McDermott Will & Emery UK LLP
Address	110 BISHOPSGATE
Post town	
County/Region	LONDON
Postcode	E C 2 N 4 A Y
Country	
DX	
Telephone	020 7577 6900

**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)

# SH06 - continuation page

## 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
EUR	A1 ORDINARY	9,500	€95.00	
EUR	A2 ORDINARY	425	€4.25	
EUR	B1 ORDINARY	9,000	€90.00	
EUR	B2 ORDINARY	850	€8.50	
EUR	PREFERENCE	15,664,700	€15,664,700	
<b>Totals</b>		15,684,475	€15,664,897.75	0

# SH06 - continuation page

## Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) ①	
Class of share	A1 ORDINARY SHARES	
Prescribed particulars	<p>A. THE HOLDERS OF THE A ORDINARY SHARES SHALL, ON A SHOW OF HANDS HAVE ONE VOTE EACH, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.</p> <p>B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.</p> <p>C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:</p> <p>1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;</p> <p>2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF A ORDINARY SHARES);</p> <p>3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF A ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE.</p> <p>D. THE SHARES ARE NOT REDEEMABLE.</p>	

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.

# SH06 - continuation page

## Notice of cancellation of shares

5

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

Class of share	A2 ORDINARY SHARES	<p><b>① Prescribed particulars of rights attached to shares</b> 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>
Prescribed particulars	<p>A. THE HOLDERS OF THE A ORDINARY SHARES SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.</p> <p>B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.</p> <p>C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:</p> <p>1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;</p> <p>2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF A ORDINARY SHARES);</p> <p>3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF A ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE.</p> <p>D. THE SHARES ARE NOT REDEEMABLE.</p>	

# SH06 - continuation page

## Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	B1 ORDINARY SHARES	
Prescribed particulars	<p>A. THE HOLDERS OF THE B ORDINARY SHARES SHALL ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY B ORDINARY SHARE HELD.</p> <p>B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.</p> <p>C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:</p> <p>1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;</p> <p>2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE;</p> <p>3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF B ORDINARY SHARES).</p> <p>D. THE SHARES ARE NOT REDEEMABLE.</p>	

**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.



# SH06 - continuation page

## Notice of cancellation of shares

5	Statement of capital (prescribed particulars of rights attached to shares) ①	
Class of share	B2 ORDINARY SHARES	
Prescribed particulars	<p>A. THE HOLDERS OF THE B ORDINARY SHARES SHALL, ON A SHOW OF HANDS, HAVE ONE VOTE EACH, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY B ORDINARY SHARE HELD.</p> <p>B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.</p> <p>C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:</p> <p>1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;</p> <p>2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE;</p> <p>3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF B ORDINARY SHARES).</p> <p>D. THE SHARES ARE NOT REDEEMABLE.</p>	

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.

# SH06 - continuation page

## Notice of cancellation of shares

5

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

Class of share	PREFERENCE SHARES	
Prescribed particulars	<p>A. THE HOLDERS OF THE PREFERENCE SHARES SHALL NOT BE ENTITLED TO VOTE ON EITHER A POLL OR SHOW OF HANDS AT SUCH MEETING.</p> <p>B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.</p> <p>C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:</p> <p>1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;</p> <p>2) IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO A SUM EQUAL TO THE INVESTMENT AMOUNT;</p> <p>3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO A SUM EQUAL TO THE INVESTMENT AMOUNT.</p> <p>D. THE 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>