

Don't
staple this form

SH02

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



Companies House

☒ **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.

WEDNESDAY



A91LMS60

A17

25/03/2020

#28

COMPANIES HOUSE

1 Company details

Company number 1 2 2 3 1 1 2 2

Company name in full Liberty Global Europe 3 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 resolution

Date of resolution 4 6 0 3 2 0 2 0

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	1	£1.00	100	£0.01

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

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

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.

Please use a Statement of Capital continuation page if necessary.

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

Currency <i>Complete a separate table for each currency</i>	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	100	1	
Totals		100	1	0

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
100	1	0

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

SH02

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

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

Prescribed particulars
①

See continuation sheet

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

① Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- 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.

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

Signature

X



JEREMY EVANS

X

This form may be signed by:

Director^②, Secretary, Person authorised^③, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.

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

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into 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	Luke Mitchinson
Company name	Ropes & Gray International LLP
Address	60 Ludgate Hill
Post town	
County/Region	London
Postcode	E C 4 M 7 A W
Country	
DX	
Telephone	020 3201 1641



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

SH02 - continuation page

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

8	Statement of capital (prescribed particulars of rights attached to shares) ^①	
Class of share	Ordinary	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>HOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, OR ATTEND, OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND VOTE ON ALL SHAREHOLDERS' WRITTEN RESOLUTIONS UNLESS THE COMPANY DETERMINES OTHERWISE FROM TIME TO TIME. EACH SHAREHOLDER SHALL HAVE ONE VOTE FOR EACH SHARE HELD BY SUCH SHAREHOLDER. IRRESPECTIVE OF THE NUMBER OF SHARES IN ISSUE: THE NUMBER OF A SHARES IN ISSUE SHALL BE DEEMED TO BE EQUAL TO THE ACTUAL NUMBER OF B SHARES IN ISSUE PLUS THE ACTUAL NUMBER OF C SHARES IN ISSUE (AND THE NUMBER OF VOTES FOR THE HOLDERS OF A SHARES (IN THAT CAPACITY) SHALL THEREFORE BE EQUAL TO THE NUMBER OF VOTES FOR THE HOLDERS OF BC SHARES (IN THAT CAPACITY) EACH CLASS OF SHARES SHALL RANK PARI PASSU IN ALL RESPECTS AS TO DIVIDENDS WITH EACH OTHER CLASS OF SHARES. WHENEVER THE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES THE SPECIAL RIGHTS ATTACHED TO ANY CLASS MAY BE VARIED OR ABROGATED EITHER WHILST THE COMPANY IS A GOING CONCERN OR DURING OR IN CONTEMPLATION OF A WINDING UP, ONLY WITH THE CONSENT IN WRITING OF THE HOLDERS OF MORE THAN THREE-QUARTERS OF THE ISSUED SHARES OF THAT CLASS. ON A WINDING-UP OR LIQUIDATION OF THE COMPANY OR ON ANY OTHER RETURN OF ALL, OR SUBSTANTIALLY ALL, OF THE CAPITAL TO THE SHAREHOLDERS, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER REPAYMENT OF ITS LIABILITIES AND THE COSTS, CHARGES AND EXPENSES OF SUCH RETURN OF CAPITAL AVAILABLE FOR DISTRIBUTION WILL BE DISTRIBUTED TO SHAREHOLDERS SUBJECT TO SHAREHOLDER CONSENT AND IN PROPORTION TO THE NUMBER OF SHARES HELD BY THEM AS IF THEY WERE ALL HOLDERS OF SHARES OF THE SAME CLASS. THE COMPANY MAY ISSUE SHARES WHICH ARE TO BE REDEEMED, OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER, AND THE DIRECTORS MAY DETERMINE THE TERMS, CONDITIONS AND MANNER OF REDEMPTION OF ANY SUCH SHARES.</p>	