

# SH02

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

ledingham|chalmers LLP

☒ **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  
notice of a conversion of shares  
into stock.

FRIDAY



\*S5K0APBN\*

SCT

18/11/2016

#47

COMPANIES HOUSE

### 1 Company details

Company number **S C 2 3 9 5 1 1**  
Company name in full **Aberdeen Tile Distributors 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 **d 3 d 1 m 0 m 3 y 2 y 0 y 1 y 6**

### 3 Consolidation

Please show the amendments to each class of share.

| Class of shares<br>(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<br>(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 |
|                                                    |                          |                             |                         |                             |
|                                                    |                          |                             |                         |                             |
|                                                    |                          |                             |                         |                             |

### 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<br>(E.g. Ordinary/Preference etc.) | Number of issued shares | Nominal value of each share |
|----------------------------------------------------|-------------------------|-----------------------------|
| <b>Redeemable Preference Shares</b>                | <b>12,850</b>           | <b>£1.00</b>                |
|                                                    |                         |                             |
|                                                    |                         |                             |

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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<br>(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<br>Complete a separate table for each currency | Class of shares<br>E.g. Ordinary/Preference etc. | Number of shares | Aggregate nominal value<br>(£, €, \$, etc)<br>Number of shares issued multiplied by nominal value | Total aggregate amount unpaid, if any (£, €, \$, etc)<br>Including both the nominal value and any share premium |
|---------------------------------------------------------|--------------------------------------------------|------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|
|---------------------------------------------------------|--------------------------------------------------|------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|

**Currency table A**

|               |                              |         |         |                                                                                       |
|---------------|------------------------------|---------|---------|---------------------------------------------------------------------------------------|
| GBP           | 'A'                          | 500     | 500     |  |
| GBP           | 'B'                          | 500     | 500     |                                                                                       |
| GBP           | Redeemable Preference Shares | 173,600 | 173,600 |                                                                                       |
| <b>Totals</b> |                              | 174,600 | 174,600 |                                                                                       |

**Currency table B**

|               |  |  |  |                                                                                       |
|---------------|--|--|--|---------------------------------------------------------------------------------------|
|               |  |  |  |  |
|               |  |  |  |                                                                                       |
|               |  |  |  |                                                                                       |
| <b>Totals</b> |  |  |  |                                                                                       |

**Currency table C**

|               |  |  |  |                                                                                       |
|---------------|--|--|--|---------------------------------------------------------------------------------------|
|               |  |  |  |  |
|               |  |  |  |                                                                                       |
|               |  |  |  |                                                                                       |
| <b>Totals</b> |  |  |  |                                                                                       |

**Totals (including continuation pages)**

| Total number of shares | Total aggregate nominal value ❶ | Total aggregate amount unpaid ❶ |
|------------------------|---------------------------------|---------------------------------|
|                        |                                 |                                 |

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

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

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                      | 'A'                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Prescribed particulars <sup>①</sup> | Subject to the rights of the B shareholders, one vote per share but on a poll each A Shareholder who is also a Preference Shareholder is entitled to two votes for every A share held. Full dividend rights subject to all dividends due in respect of the Preference Shares having been paid and all Preference Shares due for redemption having been redeemed. Full capital distribution rights (including on winding up) subject to the Preference Shareholders receiving £1 per share plus all arrears or accruals of dividend. No redemption rights. |
| Class of share                      | 'B'                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Prescribed particulars <sup>①</sup> | One vote per share but the following matters require the consent of the B shareholders:<br>(a) increase, reduce or otherwise alter, sub-divide or consolidate the authorised or issued share capital of the Company or any Subsidiary or vary the rights attaching to any class of shares in any such company;<br>(b) grant any option or other right to subscribe for shares in the Company or any Subsidiary or issue any securities or instruments convertible into shares in any such company;                                                        |
| Class of share                      | Redeemable Preference Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Prescribed particulars <sup>①</sup> | No voting rights.<br>Right to preferential dividend of 5.75 pence per share.<br>Right on a distribution of capital including winding up to £1 per share plus arrears or accruals of dividend.<br>Right of redemption at £1 per share on 1 April 2016 or on an earlier sale of 90% of the ordinary shares.                                                                                                                                                                                                                                                 |

### 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

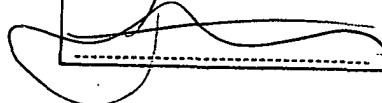
I am signing this form on behalf of the company.

Signature

Signature

X

For L. EDINGHAM CHALMERS LLP

 PARTNER

X

This form may be signed by:

Director<sup>②</sup>, Secretary, Person authorised<sup>③</sup>, 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.

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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

Company name **Ledingham Chalmers LLP**

Address **Johnstone House**

**52-54 Rose Street**

Post town **Aberdeen**

County/Region

Postcode

**A B 1 0 1 H A**

Country **United Kingdom**

DX **AB15**

Telephone **01224 408571**



### 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](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)