

DON'T
STAPLE

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 shares into stock.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number S C 2 5 1 9 8 4

Company name in full PORT ELLEN HOTEL 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 1 3 0 5 2 0 2 2

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 |
| | | | | |
| | | | | |
| | | | | |

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 |
|--|-------------------------|-----------------------------|
| Preference | 8,000 | 1 |
| | | |
| | | |

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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.

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

Continuation page

Use a Statement of Capital continuation page if necessary.

| 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 value and any share premium |

Currency table A

| | | | | |
|---------------|---------------|---------|---------|---|
| GBP | Ordinary | 1,000 | 1,000 | |
| GBP | Preference | 356,000 | 356,000 | |
| GBP | 5% Preference | 26,500 | 26,500 | |
| Totals | | 383,500 | 383,500 | 0 |

Currency table B

| | | | | |
|---------------|--|--|--|--|
| | | | | |
| | | | | |
| | | | | |
| Totals | | | | |

Currency table C

| | | | | |
|---------------|--|--|--|--|
| | | | | |
| | | | | |
| | | | | |
| Totals | | | | |

Total issued share capital table

| Complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages. | Total number of shares | Total aggregate nominal value ① | Total aggregate amount unpaid ① ② |
|---|------------------------|---------------------------------|-----------------------------------|
| Grand total | 383,500 | 383,500 | 0 |

① Show different currencies separately. For example: £100 + €100 + \$10

② **Total aggregate amount unpaid**

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

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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 | <p>Confer the right to attend and vote at members' meetings and on members' written resolutions, with one vote each on a show of hands and one vote per share on a poll or a written resolution.</p> <p>Rank after any dividends declared on the preference share classes.</p> <p>Are eligible to be repaid the sums paid up on the shares on winding up or other return of capital after repayment of the preference share classes, any arrears of dividends and any other premiums on such classes, and are solely eligible for any surplus remaining thereafter.</p> <p>Are not redeemable.</p> |
| Class of share | Preference |
| Prescribed particulars ^① | <p>Are not entitled to attend or vote at members' meetings or on any members' written resolutions.</p> <p>Confer a cumulative preferential dividend of 10% per annum, ahead of all other classes of shares.</p> <p>Are repaid in priority to all other classes of shares on winding up or other return of capital, and shall then receive any arrears of dividends and further premiums, but shall not be eligible for any surplus thereafter.</p> <p>Are redeemable at the option of the company or the shareholder, but may not be redeemed before the 5th anniversary of allotment.</p> |
| Class of share | 5% Preference |
| Prescribed particulars ^① | <p>Are not entitled to attend or vote at members' meetings or on any members' written resolutions.</p> <p>Confer a cumulative preferential dividend of 5% per annum, after the preference shares and ahead of the ordinary shares.</p> <p>Are repaid after the preference shares in all respects on winding up or other return of capital, and shall then receive any arrears of dividends and further premiums, but shall not be eligible for any surplus thereafter.</p> <p>Are redeemable at the option of the company or the shareholder, but may not be redeemed before the 5th anniversary of allotment.</p> |

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

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.

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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 **Vistra Corporate Law Limited**

Address **First Floor, Templeback**

10, Temple Back

Post town **Bristol**

County/Region

Postcode

| | | | | | | |
|---|---|---|--|---|---|---|
| B | S | 1 | | 6 | F | L |
|---|---|---|--|---|---|---|

Country

DX **78161 BRISTOL**

Telephone



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

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

Statement of capital

Complete a separate table for each currency.

Totals

SH02 - continuation page

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8 'Statement of capital (prescribed particulars of rights attached to shares)'

| Class of share | | |
|------------------------|--|--|
| Prescribed particulars | | <p>Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p> |