

SH10

Notice of particulars of variation of rights attached to shares



Companies House

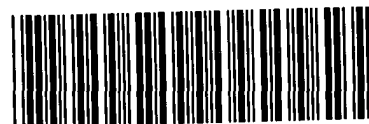
☒ What this form is for

You may use this form to give notice
of particulars of variation of rights
attached to shares.

☒ What this form is for

You cannot use this form to give
notice of particulars of variation of
rights of class rights of
company without
do this, please use form SH14.

MONDAY



A07 16/03/2020 #126
COMPANIES HOUSE

please
gov.uk

1 Company details

Company number 03022583

Company name in full MEADFLEET 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 variation of rights

Date of variation
of rights 24 01 2020

3 Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

Please see continuation sheets.

Continuation pages

Please use a continuation page if
you need to enter more details.

4 Signature

I am signing this form on behalf of the company.

Signature

Signature

X *Charlotte Orr* CHARLOTTE ORR
for and on behalf of Shulmans Ltd.

This form may be signed by:

Director ①, Secretary, Person authorised ②, Administrator, Administrative receiver,
Receiver, Receiver manager, Charity commission receiver and manager, CIC
manager.

① 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.

② 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	APB/CO/M40901/2371
Company name	Shulmans LLP
Address	10 Wellington Place
Post town	Leeds
County/Region	
Postcode	L S 1 4 A P
Country	England
DX	729700 Leeds 69
Telephone	0113 297 7737



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 variation of rights in section 2.
- ☐ You have provided details of the variation of rights in section 3.
- ☐ 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

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3	Details of variation of rights	
	Please give details of the variation of rights attached to shares.	
Variation	<p>SHARE CAPITAL</p> <p>2.1 The share capital of the Company may be divided into ordinary shares (Ordinary Shares), 9,450 non-voting non-cumulative preference shares (Non-Cumulative Preference Shares) and 9,450 non-voting non-cumulative B preference shares (Non-Cumulative B Preference Shares). The Ordinary Shares, the Non-Cumulative Preference Shares and the Non-Cumulative B Preference Shares shall constitute separate classes of shares.</p> <p>2.2 The Ordinary Shares shall rank pari passu together as one class.</p> <p>Voting</p> <p>2.3 The voting rights attached to each Ordinary Share are as follows:</p> <p>2.3.1 on a show of hands, every person holding one or more Ordinary Shares, who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, shall have one vote; and</p> <p>2.3.2 on a poll, every person holding one or more Ordinary Shares, who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, shall have one vote for each Ordinary Share of which he is the holder.</p> <p>2.4 The Non-Cumulative Preference Shares and the Non-Cumulative B Preference Shares carry no voting rights and the holders of the Non-Cumulative Preference Shares or the Non-Cumulative B Preference Shares will not be entitled to receive notice of general meetings or attend or vote at general meetings.</p>	

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3	Details of variation of rights
	Please give details of the variation of rights attached to shares.
Variation	<p>Dividends</p> <p>2.5 Subject to article 2.7, the Company shall in relation to each Relevant Financial Year (as defined below) before application of any profits to reserve or for any other purpose, provided, and only to the extent, that the Company has sufficient Available Profits out of which to pay the same, first, declare and pay:</p> <p>2.5.1 in respect of each Non-Cumulative Preference Share in relation to the period commencing on 1 August and ending on 31 July in each financial year of the Company (Relevant Financial Year), a fixed non-cumulative preferential dividend at the annual rate of £6.59 per Non-Cumulative Preference Share (subject to adjustment in accordance with article 2.6) to be paid (if due), subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year to the person registered as the holder of such Non-Cumulative Preference Share at that date (Variable Preference Dividend); and</p> <p>2.5.2 in respect of each Non-Cumulative B Preference Share in relation to the period commencing on 1 August and ending on 31 July in each financial year of the Company (Relevant Financial Year), a fixed non-cumulative preferential dividend at the annual rate of £1.00 per Non-Cumulative B Preference Share, subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year to the person registered as the holder of such Non-Cumulative B Preference Share at that date (Fixed Preference Dividend).</p> <p>The first payment shall be calculated on a pro rata basis based on the number of days which have elapsed since the Effective Date and ending on 31 July 2020 as a fraction of 365 days, and shall be declared and made subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year.</p> <p>If the Company is unable to pay in full on the due date the Preference Dividends by reason of having insufficient Available Profits in relation to the Relevant Financial Year in question, then it shall on such date pay the same to the extent that it is lawfully able to do so from Available Profits in relation to the Relevant Financial Year in question (pro-rata to the relevant proportion that each relevant share is entitled to) and (as the Preference Dividends are not cumulative) the unpaid amount will automatically cease to be payable to the person registered as the holder of such Non-Cumulative Preference Share or, as the case may be, such Non-Cumulative B Preference Shares.</p>

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Variation	<p>Dividends</p> <p>2.5 Subject to article 2.7, the Company shall in relation to each Relevant Financial Year (as defined below) before application of any profits to reserve or for any other purpose, provided, and only to the extent, that the Company has sufficient Available Profits out of which to pay the same, first, declare and pay:</p> <p>2.5.1 in respect of each Non-Cumulative Preference Share in relation to the period commencing on 1 August and ending on 31 July in each financial year of the Company (Relevant Financial Year), a fixed non-cumulative preferential dividend at the annual rate of £6.59 per Non-Cumulative Preference Share (subject to adjustment in accordance with article 2.6) to be paid (if due), subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year to the person registered as the holder of such Non-Cumulative Preference Share at that date (Variable Preference Dividend); and</p> <p>2.5.2 in respect of each Non-Cumulative B Preference Share in relation to the period commencing on 1 August and ending on 31 July in each financial year of the Company (Relevant Financial Year), a fixed non-cumulative preferential dividend at the annual rate of £1.00 per Non-Cumulative B Preference Share, subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year to the person registered as the holder of such Non-Cumulative B Preference Share at that date (Fixed Preference Dividend).</p> <p>The first payment shall be calculated on a pro rata basis based on the number of days which have elapsed since the Effective Date and ending on 31 July 2020 as a fraction of 365 days, and shall be declared and made subject to article 2.7 (Interim Dividends) no later than 25 October in the financial year immediately following the Relevant Financial Year.</p> <p>If the Company is unable to pay in full on the due date the Preference Dividends by reason of having insufficient Available Profits in relation to the Relevant Financial Year in question, then it shall on such date pay the same to the extent that it is lawfully able to do so from Available Profits in relation to the Relevant Financial Year in question (pro-rata to the relevant proportion that each relevant share is entitled to) and (as the Preference Dividends are not cumulative) the unpaid amount will automatically cease to be payable to the person registered as the holder of such Non-Cumulative Preference Share or, as the case may be, such Non-Cumulative B Preference Shares.</p>	

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Variation	<p>If the Preference Dividends are paid in full as an interim dividend(s) the Board may determine to distribute as an interim dividend (or interim dividends) in addition to the interim Preference Dividends any Available Profits in respect of that Relevant Financial Year and such interim dividend (or interim dividends) shall be applied entirely to the holders of the Ordinary Shares <i>pari passu</i> in accordance with article 2.9.</p> <p>Limitation</p> <p>2.8 The Non-Cumulative Preference Shares and the Non-Cumulative B Preference Shares shall carry no rights to income or dividends except as set out in 2.5 and 2.6, and without prejudice to the generality of the foregoing shall carry no rights to income or dividends in relation to any Available Profits or other distributable reserves which relate to any period prior to the Effective Date.</p> <p>Other dividends</p> <p>2.9 Subject to:</p> <p>2.9.1 articles 2.5 and 2.6; and</p> <p>2.9.2 the Board recommending payment of the same, any Available Profits which the Company may determine to distribute in addition to those distributed under 2.5 and 2.6 in respect of any Relevant Financial Year shall be applied entirely to the holders of the Ordinary Shares <i>pari passu</i>.</p> <p>Ordinary Shares – other financial periods</p> <p>2.10 Notwithstanding the provisions of articles 2.5, 2.6, 2.7 and 2.9, subject to the Board recommending payment of the same, any Available Profits or other distributable reserves which the Company may determine to distribute in respect of any period prior to the Effective Date, or any Available Profits or distributable reserves that apply in respect of any period prior to the Effective Date, shall be applied entirely to the holders of the Ordinary Shares <i>pari passu</i>, and may be declared and paid at any time and from time to time by the Company irrespective of whether a Preference Dividend in respect of any period after the Effective Date has accrued or been declared or paid under articles 2.5 and 2.6.</p>	

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Variation	<p>If the Preference Dividends are paid in full as an interim dividend(s) the Board may determine to distribute as an interim dividend (or interim dividends) in addition to the interim Preference Dividends any Available Profits in respect of that Relevant Financial Year and such interim dividend (or interim dividends) shall be applied entirely to the holders of the Ordinary Shares pari passu in accordance with article 2.9.</p> <p>Limitation</p> <p>2.8 The Non-Cumulative Preference Shares and the Non-Cumulative B Preference Shares shall carry no rights to income or dividends except as set out in 2.5 and 2.6, and without prejudice to the generality of the foregoing shall carry no rights to income or dividends in relation to any Available Profits or other distributable reserves which relate to any period prior to the Effective Date.</p> <p>Other dividends</p> <p>2.9 Subject to:</p> <p>2.9.1 articles 2.5 and 2.6; and</p> <p>2.9.2 the Board recommending payment of the same, any Available Profits which the Company may determine to distribute in addition to those distributed under 2.5 and 2.6 in respect of any Relevant Financial Year shall be applied entirely to the holders of the Ordinary Shares pari passu.</p> <p>Ordinary Shares – other financial periods</p> <p>2.10 Notwithstanding the provisions of articles 2.5, 2.6, 2.7 and 2.9, subject to the Board recommending payment of the same, any Available Profits or other distributable reserves which the Company may determine to distribute in respect of any period prior to the Effective Date, or any Available Profits or distributable reserves that apply in respect of any period prior to the Effective Date, shall be applied entirely to the holders of the Ordinary Shares pari passu, and may be declared and paid at any time and from time to time by the Company irrespective of whether a Preference Dividend in respect of any period after the Effective Date has accrued or been declared or paid under articles 2.5 and 2.6.</p>	