

In accordance with  
Section 637 of the  
Companies Act 2006.

# SH10

## Notice of particulars of variation of rights attached to shares



### 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 NOT for

You cannot use this form to give notice of particulars of variation of class rights of members of a company without share capital. To do this, please use form SH12.

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### 1

### Company details

Company number 0 3 6 4 3 1 9 4

Company name in full BYTES TECHNOLOGY 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 d 2 d 0 m 1 m 0 y 2 y 0 y 2 y 0

### 3

### Details of variation of rights

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

Variation

Pursuant to a written resolution of the Company duly passed on 20 October 2020, the 1 A ordinary share of £1.00 in the Company was subdivided into 10,000 A ordinary shares of £0.0001 each and the 1,000 B ordinary shares of £0.001 each in the Company were subdivided into and reclassified as 1,000 B ordinary shares of £0.0001 each and 1,000 B deferred shares of £0.0009 each in the Company. The rights of the shares in the Company are set out in the continuation pages attached hereto.

#### 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



DocuSigned by:

57819456B0714BC...



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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### Details of variation of rights

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

Variation

#### **A Ordinary**

##### **Voting Rights**

Each holder of A ordinary shares shall be entitled to receive notice of, attend, vote and speak at any general meetings of the company.

No business shall be transacted at any general meeting of the company save by way of a poll, and, on a poll, each holder of B ordinary shares who holds in excess of 200 B ordinary shares, shall hold, in aggregate and total, 5% of the total number of votes held by all of the holders of A ordinary shares and B ordinary shares, whether or not they are present at the meeting (for the avoidance of doubt the holders of B ordinary shares shall hold such votes whether or not they are present at the meeting), provided always that if there are more than 5 holders of B ordinary shares who hold in excess 200 B ordinary shares, then those holders of in excess 200 B ordinary shares shall be entitled, in aggregate, to a maximum of 25% of the total votes, divided equally between the holders of in excess of 200 B ordinary shares.

The balance of the votes not allocated to the holders of B ordinary shares shall be held by the holders of the A ordinary shares, such that the votes held by the holders of the A ordinary shares will, in aggregate and total, be equal to or not less than 75 per cent of the total votes capable of being cast by all shareholders at that meeting (such votes to be allocated amongst the holders of the A ordinary shares in such proportion as the number of A ordinary shares held by each of them relates to the total number of A ordinary shares issued and allotted in the company at that time).

##### **Dividend Rights**

The A ordinary shares shall be entitled to be paid dividends.

##### **Distribution Rights**

On a return of capital (including but not limited to a winding up of the company or an asset sale of the company), the proceeds or surplus assets of the company remaining after the payment of its liabilities shall be applied in the following order of priority:

first, if there are any preference shares at a fixed rate of £0.001 ("**Fixed Rate Preference Shares**") in issue, in paying (on a pro rata basis if applicable) to the holders of Fixed Rate Preference Shares:

- any outstanding fixed rate preference dividends to the holder to whom it is due (including interest); and
- the converted price for each Fixed Rate Preference Share;

second, if there are any B ordinary shares in issue, in paying to the holders of the B ordinary shares, the B ordinary share entitlement for each B ordinary share held by them; and

third, in paying the balance of such assets, by way of distribution, amongst the holders of the A ordinary shares.

##### **Redemption Rights**

The A ordinary shares are not redeemable.

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## Notice of particulars of variation of rights attached to shares

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### Details of variation of rights

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

Variation

#### **B Ordinary**

##### **Voting Rights**

Each holder of B ordinary shares shall be entitled to receive notice of, attend, vote and speak at any general meetings of the company.

No business shall be transacted at any general meeting of the company save by way of a poll, and, on a poll, each holder of B ordinary shares who holds in excess of 200 B ordinary shares, shall hold, in aggregate and total, 5% of the total number of votes held by all of the holders of A ordinary shares and B ordinary shares, whether or not they are present at the meeting (for the avoidance of doubt the holders of B ordinary shares shall hold such votes whether or not they are present at the meeting), provided always that if there are more than 5 holders of B ordinary shares who hold in excess 200 B ordinary shares, then those holders of in excess 200 B ordinary shares shall be entitled, in aggregate, to a maximum of 25% of the total votes, divided equally between the holders of in excess of 200 B ordinary shares.

The balance of the votes not allocated to the holders of B ordinary shares shall be held by the holders of the A ordinary shares, such that the votes held by the holders of the A ordinary shares will, in aggregate and total, be equal to or not less than 75 per cent of the total votes capable of being cast by all shareholders at that meeting (such votes to be allocated amongst the holders of the A ordinary shares in such proportion as the number of A ordinary shares held by each of them relates to the total number of A ordinary shares issued and allotted in the company at that time).

##### **Dividend Rights**

The B ordinary shares shall not be entitled to be paid dividends.

##### **Distribution Rights**

On a return of capital (including but not limited to a winding up of the company or an asset sale of the company), the proceeds or surplus assets of the company remaining after the payment of its liabilities shall be applied in the following order of priority:

first, if there are any preference shares at a fixed rate of £0.001 ("**Fixed Rate Preference Shares**") in issue, in paying (on a pro rata basis if applicable) to the holders of Fixed Rate Preference Shares:

- any outstanding fixed rate preference dividends to the holder to whom it is due (including interest); and
- the converted price for each Fixed Rate Preference Share;

second, if there are any B ordinary shares in issue, in paying to the holders of the B ordinary shares, the B ordinary share entitlement for each B ordinary share held by them; and

third, in paying the balance of such assets, by way of distribution, amongst the holders of the A ordinary shares.

##### **Redemption Rights**

The company shall, upon a written request made by a holder of B ordinary shares within the period of 6 months from the date of the issue of the relevant B ordinary shares, either redeem, repurchase or procure the acquisition of, from a holder of one or more B ordinary shares, all of the B ordinary shares held by such person for the aggregate price of £2,000.

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Details of variation of rights

	Please give details of the variation of rights attached to shares.	
Variation	<p><b><u>B Deferred</u></b></p> <p><b>Voting Rights</b> Each B deferred share of £0.0009 each ("<b>B Deferred Share</b>") is not entitled to receive notice of, attend, vote and speak at any general meeting of the company.</p> <p><b>Dividend Rights</b> Each B Deferred Share is not entitled to receive dividends or to participate in the profits of the company.</p> <p><b>Distribution Rights</b> Each B Deferred Share has no entitlement to any right of participation in the assets of the company available for distribution save for on a winding up or a return of capital, in which case the assets of the company available for distribution shall be applied in paying to the holder of any deferred share the nominal capital paid up or credited as paid up on such deferred share only after paying to the holders of the ordinary shares the nominal capital paid up or credited as paid up on the ordinary shares held by them respectively.</p> <p><b>Redemption Rights</b> The B Deferred Shares are not redeemable or liable to be redeemed at the option of the company or the shareholder.</p>	

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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 71877.1

Company name  
Moore Barlow LLP

Address  
Gateway House, Tollgate

Chandler's Ford

Post town  
Eastleigh

County/Region  
Hampshire

Postcode  
S O 5 3 3 T G

Country  
United Kingdom

DX  
DX 38507 Southampton 3

Telephone  
023 8071 8000

**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](http://www.companieshouse.gov.uk) 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**