In accordance with Section 637 of the Companies Act 2006.

SH10

Notice of particulars of variation of rights attached to shares

Oyez

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 notice of particulars of varia class rights of members of a company without share cap To do this, please use form

MONDAY

A6H5RWV4
A06 16/10/2017 #117
COMPANIES HOUSE

1 Company details

Company number: 0 7 6 9 9 5 3 8

Company name in full: Neptune Solar 15 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 1 d 4 m 0 m 3 y 2 y 0 y 1 y 2

3 Details of variation of rights

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

Variation:

Any capitalised defined terms are as defined in the company's articles of the association unless otherwise defined herein. Voting each holder of a C Ordinary share is entitled to vote per C Ordinary share of which it is a holder. Return of the capital on a return of assets on a liquidation or capital reduction or similar, the assets of the company remaining after the payment of its liabilities shall be distributed amongst the holders of shares (pari passu as if the same constituted one class of shares) in proportion to the amounts paid up or credited as paid up in relation to the nominal value only of the shares held by them respectively.
(see continuaton page for further rights)

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 [signature] X

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
Agis Zografos

Company name
Osborne Clarke LLP

Address
2 Temple Back East

Temple Quay

Post town
Bristol

County/Region

Postcode
B S 1 6 E G

Country
UK

DX

Telephone
0117 917 3000

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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SH10 - continuation page

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3 Details of variation of rights

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

Variation

Notwithstanding any of the foregoing in order to comply with the tax legislation no single company which is a holder of shares shall (together with any connected person) be entitled (without regard to any rights which any holder has as a loan creditor or by reason of that holder's possession of, or entitlement to acquire relevant fixed-rate preference shares) on a return of assets on a liquidation or capital reduction or otherwise(but, for the avoidance of doubt, not on sale)to receive more than 50% of the capital available for payment to all members. For those purposes the expression 'Loan Creditor' shall bear the meanings respectively given to them by Section 253 of the Tax Act and the expression "Relevant Fixed-Rate Preference Shares' shall bear the meaning given by Chapter 4, Part 6 of the Tax Act, redemption rights C Ordinary shares carry no rights for redemption. Dividends when the company has profits available for distribution in a financial year a holder of a C Ordinary share is entitled to receive a Non-Cumulative Preferential Dividend of £375 in proportion to the number of C Ordinary shares held by it cumulatively ("C Non-Cumulative Preferential Dividend"). The Non-Cumulative Preferential Dividend is to be paid contemporaneously with the A Non-Cumulative Preferential Dividend. In calculating the A Non-Cumulative Preferential Dividend, the C Non-Cumulative Preferential Dividend and the D Non-Cumulative Preferential Dividend are deducted so as to ensure the holders of C Ordinary shares and D Ordinary shares are given priority above the holders of A Ordinary shares. once the A, C and D Non-Cumulative Preferential Dividends have been paid, each holder of a C Ordinary share together with the holders of all the other shares shall be entitled to the remaining balance of distributable profits on a parri passu as the A Ordinary shares, B Ordinary shares, C Ordinary shares and D Ordinary shares constituted one class of share.Any distributable profits payable to a holder of a C Ordinary share will be payable by the company on the tenth day after the 25th June, 25th September, 27th December and 25th March (or if that day is a Saturday or Sunday or a day on which banks are not open in London for normal business banking on the next following day which is neither a Saturday or Sunday and on which banks are so open).Notwithstanding the above, the distributable profits payable to a holder of a C Ordinary share shall be capped at an amount no greater than 50% of the profits distributed by the company

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