in accordance with Section 619, 621 & 689 of the Companies Act

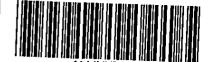


Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares

### 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 int stock



16/10/2012 COMPANIES HOUSE

1	Company details		<del></del>			
Company number	0 8 2 2 7 6 8 5			<b>•</b>	Filling In this form Please complete in typescript or in bold	
Company name in full	pany name in full ZERTUS UK HOLDING LIMITED				black capitals	
		· · ·			All fields are mandatory unless specified or indicated by *	
2	Date of resolution					<u>'''-'</u>
Date of resolution	0 5 1	0 2 0 1				
3	Consolidation	·				
Please show the amen	dments to each class of	share				
		Previous share structure		New share structi	tre ent	
Class of shares (E.g. Ordinary/Preference et	c)	Number of issued shares	Nominal value of each share	Number of issued s	hares	Nominal value of each share
	V-10-40					
4	Sub-division					
Please show the amer	dments to each class of	share				
		Previous share structure		New share structi	ıre	
Class of shares (E.g. Ordinary/Preference et	c)	Number of issued shares	Nominal value of each share	Number of issued s	hares	Nominal value of each share
ORDINARY		1	£1 00		100	£0.01
1	<del></del>					
5	Redemption	<u> </u>	<u> </u>			
Please show the class Only redeemable share		ue of shares that have b	een redeemed			
Class of shares (E.g. Ordinary/Preference et	a)	Number of issued shares	Nominal value of each share			
	·····			<u> </u>		

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6	Re-conversion				
	umber and nominal val	ue of shares following re	-conversion from stock		
:	New share structure				
Value of stock	Class of shares (E.g. Ordinary/Preference e	dc)	Number of issued shares	Nominal value of each share	
<u> </u>	statment of capita	1	<u> </u>		 
1		on 8 and Section 9 if app g the changes made in the		he company's	
7	Statement of capit	al (Share capital in p	ound sterling (£))		<del></del>
Please complete the table of all your issued capital		share classes held in por plete Section 7 and then		·····	
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
	ORDINARY	£0.01	0	100	1.00
					£
					£
					£
			Totals	100	1.00
8	Statement of capit	tal (Share capital in c	other currencies)		
Please complete the tab Please complete a sepa		lass of shares held in oth ency	тег сиптепсиеѕ		
Сипепсу					
Class of shares (E.g. Ordinary/Preference etc	)	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
<u> </u>					
			Totals		
					_
Currency					
Class of shares (E.g. Ordinary/Preference etc.	}	Amount paid up on each share 1	Amount (if any) unpaid on each share 1	Number of shares 2	Aggregate nominal value 3
			Totals		
<ul> <li>Including both the nominal share premium.</li> <li>Total number of issued sh</li> </ul>	·	Number of shares issued m nominal value of each share	Ple	ntinuation pages ase use a Statement of Capita je if necessary	i continuation

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

9	Statement of capital (Totals)	
<del></del>	Please give the total number of shares and total aggregate nominal value of issued share capital	Total aggregate nominal value     Please list total aggregate values in
Total number of shares	100	different currencies separately For example £100 + €100 + \$10 etc
Total aggregate nominal value 1	£1.00	
10	Statement of capital (Prescribed particulars of rights attached to sha	ares) 2
_	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 7 and Section 8	Prescribed particulars of rights attached to shares     The particulars are a particulars of any voting rights,
Class of share	ORDINARY	uncluding rights that arise only in certain circumstances,
Prescribed particulars	PLEASE SEE CONTINUATION SHEET	b particulars of any nghts, as respects dividends, to participate in a distribution, c particulars of any nghts, 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 and any terms or conditions relating to redemption of these shares.  A separate table must be used for
Class of share		each class of share
Prescribed particulars		Please use a Statement of capital continuation page if necessary
Class of share		
Prescribed particulars		

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

Prescribed particulars  Prescribed particulars  Prescribed particulars  Prescribed particulars  The particulars are a periculars of any voting rights, including rights that arise only in ceiting routing rights, including rights that arise only in ceiting routing rights, and the particulars of any rights, as respects deviced, to participate in a distribution (recting no wrinding up), and distribution (recting no wrinding up), and distribution frequency of the shareholder and any terms or conditions relating to be redeemed at the option of the company of the shareholder and any terms or conditions relating to redemption of these shares  A separate table must be used for each class of share  Please use a Statement of capital continuation page of recessary  This form may be signed by  Director 2, Secretary, Person authonised 3 Administrator, Administrative  Receiver, Receiver, Receiver manager, CIC manager  The form rest details of the Companies Act 2006	Class of share		Prescribed particulars of rights
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Director 2 , Secretary, Person authorised 3 Administrator , Administrative the Companies Act 2006		The Common be considered	
Receiver, Receiver manager, CIC manager			ine companies Act 2005
		receiver, neceiver, neceiver manager, GIC manager	
		<u> </u>	<u> </u>

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

# 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 Jones Day 21 Tudor Street London Post low Postcode Country DX 67 London/Chancery 020 7039 5959 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,
- 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 Fountainbrdge, 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 NR Belfast 1

## **Further information**

For further information, please see the guidance notes on the website at www companieshouse gov uk or email enquines@companieshouse gov uk

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

In accordance with Section 619, 621 & 689 of the Companies Act

## SH02 - continuation page

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



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#### Statement of capital (Prescribed particulars of rights attached to shares)(1)

Class of share

ORDINARY SHARES

Prescribed particulars

These prescribed particulars should be read in conjunction with the articles of association of the Company

Particulars of any voting rights, including rights that arise only in certain circumstances

On a vote on a written resolution or poll taken at a meeting, one vote per share.

On a vote on a resolution on a show of hands, one vote per member or proxy present holding shares

Particulars as respects dividends, to participate in a distribution

The shares rank equally as to entitlement to participate in a distribution

Particulars of any rights, as respects capital, to participate in a distribution (including on a winding up)

The shares rank equally as to rights to participate in a distribution on a winding up and carry the rights afforded to them under general law

#### Redemption of shares

The shares are not redeemable

#### Prescribed particulars of rights attached to shares

The particulars are

- 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 and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

In accordance with Section 619, 621 & 689 of the Companies Act 2006

SH02 - continuation page

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



	Please complete Please complete	Please complete the table below to show each class of shares held in other currencies Please complete a separate table for each currency					
rrency							
ass of shares g Ordinary/preference	etc)	Amount paid up on each share (1)	Amount (if any) unpaid on each share 1	Number of shares (2)	Aggregate nominal value (3)		
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· <u> </u>			Total	s			
Including both the no share premium	minal value and any	(3) E.g. Number of shares nominal value of each	issued multiplied by share				
	ed shares in	normal raide of each	Silaio				