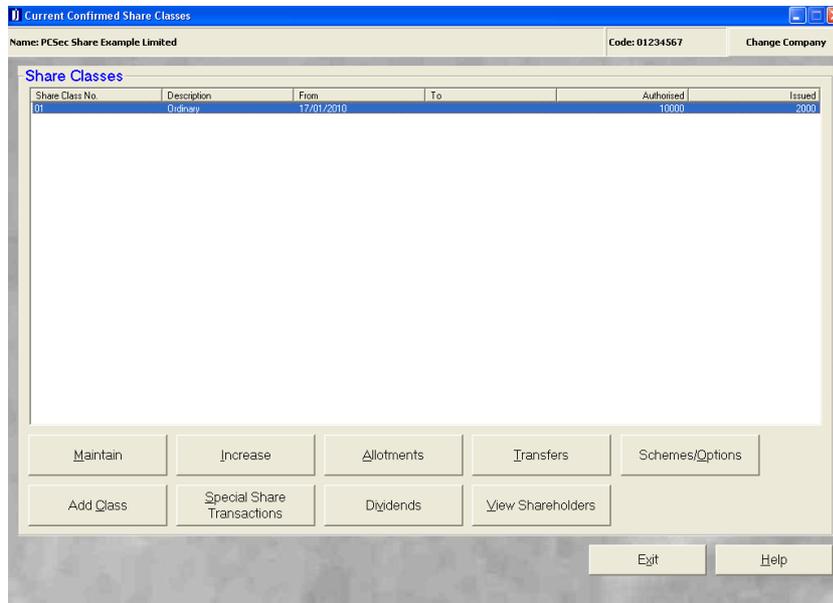


Subdivision

In this example we have a company with 10,000 authorised Ordinary shares of £1 and 2,000 shares currently in issue.



The current shareholdings are:

Nigel Albert with 500 shares
David Christopher Barrington with 1,000 shares
Paul Cole with 300 shares
Robert David 200 shares

On 30 June 2010 all shares (authorised and issued) have been subdivided into Ordinary shares of £0.10 each.

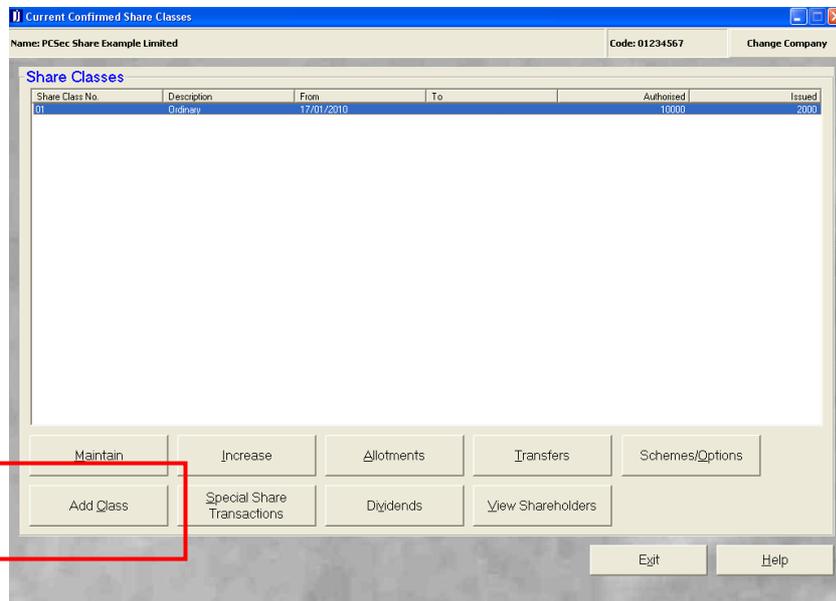
To update PCSec with this information we need to carry out the following steps:

1. Add the new Ordinary £0.10 share class
2. Subdivide all the current £1 shareholding into the new £0.10 Ordinary share class.
3. Close down the Ordinary £1 share class.

Please note that PCSec can only subdivide whole shares. The number/value of shares in the originating share class must be able to be converted into whole numbers of shares in the new share class.

Step 1: Add the new Ordinary £0.10 share class

In the **Share Classes** screen click on the **Add Class** button



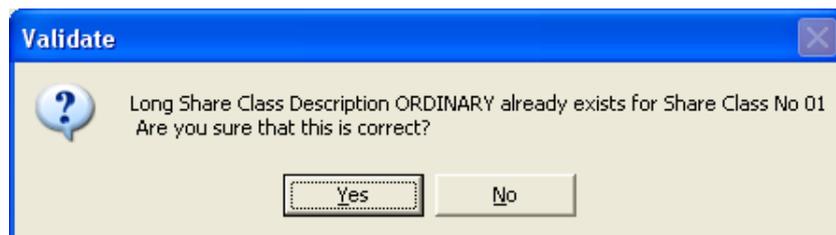
The Ordinary £0.10 share class is added as follows:

Share Class Number: 2 (being the next unused share class number)

Short Class Description: Ordinary

Long Class Description: Ordinary

At this stage you will receive the following warning. Click **Yes** to proceed



From Date: 30/06/2010 (being the date the new class was created)

To Date: Leave blank (as is still a current share class)

Confirmed: Yes

Authorised Capital: Yes (as in the case the share class has a specified authorised limit)

Number of Shares: 100,000 (being the new authorised limit for this class)

Price Per Share: 0.10 (being the nominal value)

Currency Sign: £ (being the share currency)

Currency: Pound sterling

Currency Sign Position: Left (on which side of the Price Per Share should the Currency Sign appear)

Called Up Amount Per Share: 0.10 (if a share is unpaid, what amount would be called, in this case the nominal value)

Voting Rights: as applicable (the voting rights & prescribed particulars attached to the share class)

Share Class : Add New

Name: **PCSec Share Example Limited** Code: **01234567**

Share Class Number: 2

Short Class Description: Ordinary

Long Class Description: Ordinary

From Date: 30/06/2010

To Date: / /

Confirmed: Yes Electronically Filed:

Authorised Capital: Yes Number Of Shares: 100000

Price Per Share: 0.10

Currency Sign: £ Code: GBP

Currency: Pound Sterling

Currency Sign Position: Left

Called Up Amount Per Share: 0.10

Voting Rights: Voting Rights - Shares rank equally for voting purposes. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. The voting rights are more particularly described in the articles of association. - Dividend Rights - Each share ranks equally for any dividend declared as more particularly described in the articles of association of association. -Distribution

Buttons: Delete Class, OK, Cancel, Help

When all details have been completed click the **OK** button to save the changes.

You will now be showing 2 share classes on screen:

Share class 1 Ordinary: Authorised 10,000 shares and Issued 2,000 shares
Share class 2 Ordinary: Authorised 100,000 shares and Issued 0 shares

Current Confirmed Share Classes

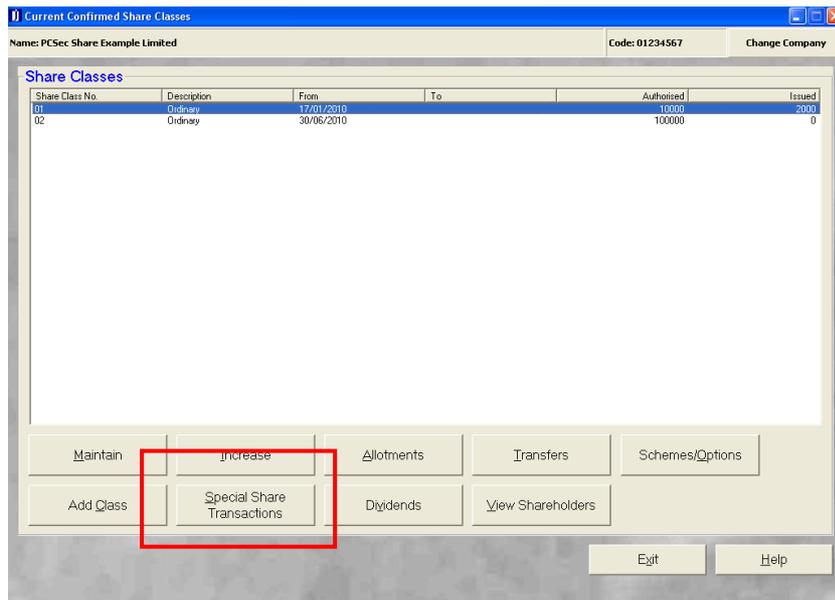
Name: **PCSec Share Example Limited** Code: **01234567** Change Company

Share Class No.	Description	From	To	Authorised	Issued
01	Ordinary	17/01/2010		10000	2000
02	Ordinary	30/06/2010		100000	0

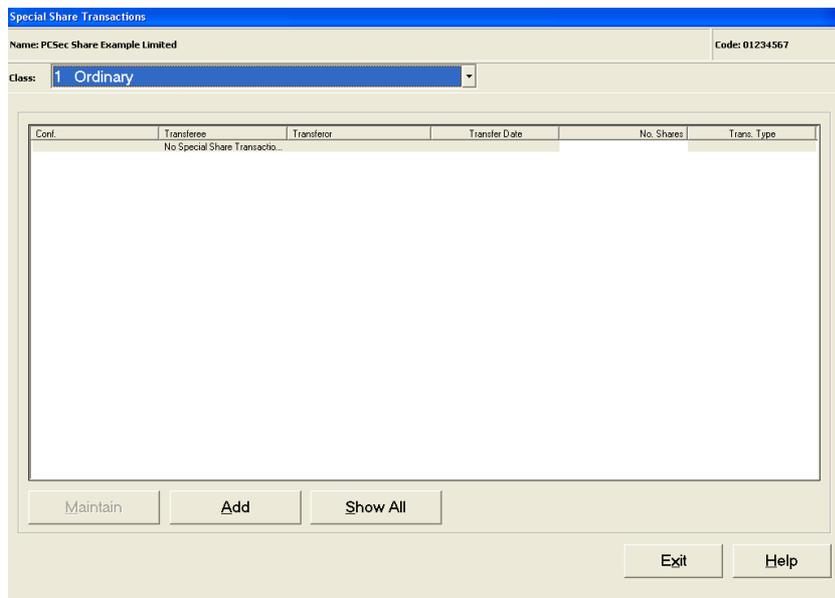
Step 2: Subdivide the issued Ordinary £1 shares into Ordinary £0.10 shares

Now the Ordinary £0.10 shares are recorded the next step is to subdivide the current Ordinary £1 shareholdings into this new class of shares.

In the **Share Classes** screen select **Share Class No 1 Ordinary** click on the **Special Share Transactions** button



Ensure Class is set to **Ordinary** and click on the **Add** button.



In **Transaction Type** select **Subdivision**

Add Special ShareTransaction

Name: PCSec Share Example Limited Code: 01234567

Transaction Type

- Payment on partly paid shares
- Conversion to bearer warrant
- Conversion from bearer warrant
- Conversion to another class
- Subdivision**
- Consolidation
- Forfeiture
- Redemption of shares by company

Holder Code

Select a transaction

OK Cancel Help

All current shareholders will be displayed. Select the first shareholder to convert and click **OK**.

Add Special ShareTransaction

Name: PCSec Share Example Limited Code: 01234567

Transaction Type Subdivision

Holder Code	Share Holder N...	Paid Up Price	Shareholding
ALBERT N	Nigel, Albert	1.00	500
BARRI DC	David Christoph...	1.00	1000
COLE P	Paul, Cole	1.00	300
DAVID R	Robert, David	1.00	200

OK Cancel Help

Complete the subdivision as follows:

Date of Registration: 30/06/2010 (being the date the shares were subdivided)

Number of Shares: 500 (the number of Ordinary £1 shares being subdivided into £0.10 shares)

Shares Surrendered: 500 (the number of Ordinary shares on the surrendered share certificate)

Confirmed: Yes

PCSec

Company Secretarial Software

New Share Class: Share class [2] Ordinary (0.10) (The class that the 500 shares are being converted into)

Certificate Number: Share certificate number for the new 500 Ordinary £0.10 shares (Please note that PCSec cannot automatically produce this share certificate. It will need to be created from the Blank Forms section of the software)

Remarks: PCSec will automatically create a remark noting the subdivision details. This remark can be edited.

Special Share Transaction: Subdivide

Name: **PCSec Share Example Limited** Code: **01234567**

Share Class: 1 Ordinary

Share Holder: ALBERT N Mr Nigel Albert

Member Shareholding: £1 Ordinary shares held: 500 Confirmed: Yes

Date of Registration: 30/06/2010 New Share Class: [2] Ordinary (0.10)

Number Of Shares: 500 Certificate Number: 5

Shares Surrendered: 500 Sealing Number: 0

Balancing Shares: 0 Balancing Share Cert. Number: 0

Balancing Sealing Number: 0

Beneficial Owner:

Remarks: Share(s) sub divided from class Ordinary to class [2] Ordinary (0.10)

OK Cancel Help

Click **OK** to save the conversion.

Repeat these steps for each shareholder until all issued Ordinary £1 shares have been subdivided.

Special Share Transactions

Name: **PCSec Share Example Limited** Code: **01234567**

Class: 1 Ordinary

Conf	Transferee	Transferor	Transfer Date	No. Shares	Trans. Type
Y	PCSec Share Example Limited	Albert, Nigel	30/06/2010	500	SUBDIV
Y	PCSec Share Example Limited	Barrington, David Christopher	30/06/2010	1000	SUBDIV
Y	PCSec Share Example Limited	Cole, Paul	30/06/2010	300	SUBDIV
Y	PCSec Share Example Limited	David, Robert	30/06/2010	200	SUBDIV

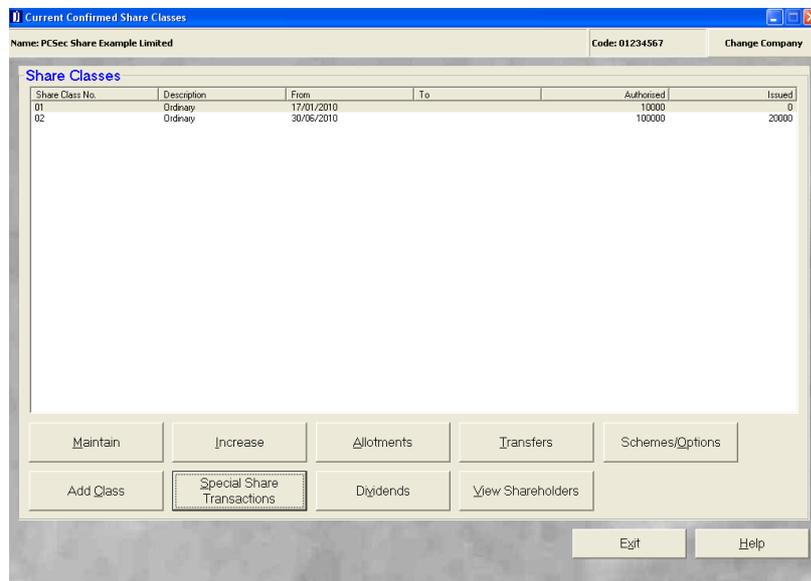
Maintain Add Show All

Exit Help

You will now be showing:

Share class 1 Ordinary: Authorised 10,000 shares and Issued 0 shares

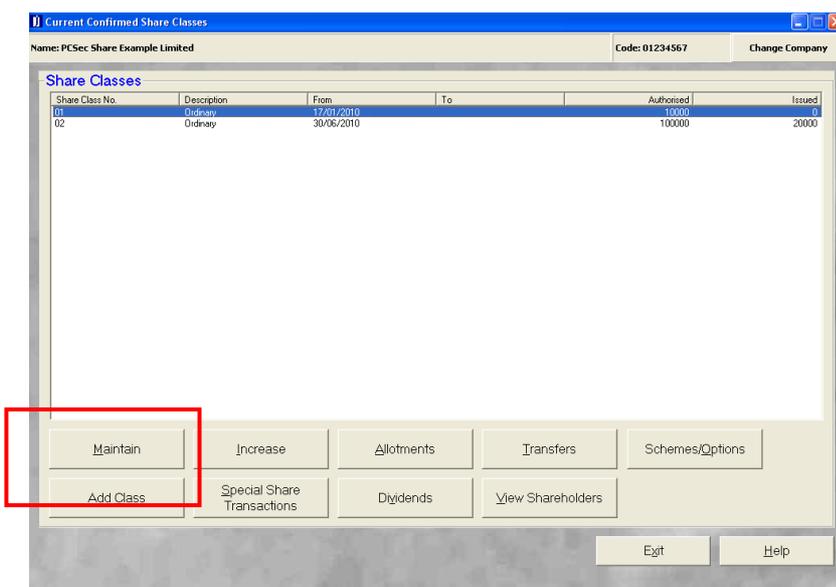
Share class 2 Ordinary: Authorised 100,000 shares and Issued 20,000 shares



Step 2: Close off the Ordinary £1 share class

Now that you have converted all the issued Ordinary £1 shares into Ordinary £0.10 shares the final step is to close off the Ordinary £1 share class.

In the **Share Classes** screen select **Share Class No 1 Ordinary** click on the **Maintain** button



To close off the share class complete the To Date screen as follows:

To Date: 29/06/2010 (being the date prior to subdivision and creation of new share class)

PCSec

Company Secretarial Software

Share Class : Maintain

Name: **PCSec Share Example Limited** Code: **01234567**

82

Share Class Number: [1]

Short Class Description: [Ordinary]

Long Class Description: [Ordinary]

From Date: [17/01/2010]

To Date: [29/06/2010]

Confirmed: [Yes] Electronically Filed: []

Authorised Capital: [Yes] Total number of shares: [10000]

Price Per Share: [1.00] Voting Rights: [Voting Rights - Shares rank equally for voting purposes. On a show of hands each member shall have one vote and on a poll each member shall have one vote per share held. The voting rights are more particularly described in the articles of association. - Dividend Rights - Each share ranks equally for any dividend declared as more particularly described in the articles of association of association. -Distribution]

Currency Sign: [£] Code: [GBP]

Currency: [Pound Sterling]

Currency Sign Position: [Left]

Called Up Amount Per Share: [1.00]

[Delete Class] [OK] [Cancel] [Help]

Click **OK** to save changes.

You have now finished and will be correctly showing the current company share capital as:

Ordinary £0.10 shares: 100,000 authorised and 20,000 issued

Current Confirmed Share Classes

Name: **PCSec Share Example Limited** Code: **01234567** Change Company

Share Class No.	Description	From	To	Authorised	Issued
02	Ordinary	30/05/2010	30/05/2010	100000	20000
01	Ordinary	17/01/2010	29/06/2010	10000	0

[Maintain] [Increase] [Allotments] [Transfers] [Schemes/Options]

[Add Class] [Special Share Transactions] [Dividends] [View Shareholders]

[Exit] [Help]