

SH01

Return of allotment of shares

Oyez

You can use the WebFiling service to file this form online.

Please go to www.companieshouse.gov.uk



What this form is for

You may use this form to give notice of shares allotted following incorporation



What this form is NOT for

You cannot use this form to give notice of shares taken by on formation of the company for an allotment of a new shares by an unlimited company

FRIDAY



A06 27/09/2013 #25
COMPANIES HOUSE

1 Company details

Company number 00734421
Company name in full Penguin Random House Limited

Filling in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2 Allotment dates

From Date 21/06/2013
To Date

Allotment date

If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes

3 Shares allotted

Please give details of the shares allotted, including bonus shares (Please use a continuation page if necessary)

Currency

If currency details are not completed we will assume currency is in pound sterling

Class of shares (E.g. Ordinary/Preference etc.)	Currency (2)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
Ordinary	GBP	2	£1.00	£1.00	

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted

Continuation page

Please use a continuation page if necessary

Details of non-cash consideration

If a PLC, please attach valuation report (if appropriate)

The transfer to the Company of the entire issued share capital of Dorling Kindersley Limited pursuant to a sale and purchase agreement between the Company and Pearson PLC.

Return of allotment of shares

Section 4 (also **Section 5** and **Section 6**, if appropriate) should reflect the company's issued capital at the date of this return

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete **Section 4** and then go to **Section 7**.

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	£1.00		25,540,002	£ 25540002.00
				£
				£
				£
Totals			25540002	£ 25540002.00

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

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				

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				

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value (4)

4 **Total aggregate nominal value**
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc.

① Including both the nominal value and any share premium

③ E.g. Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

SH01

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7

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

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 4** and **Section 5**.

Class of share	Ordinary
Prescribed particulars ①	<p>Voting rights: On a show of hands, one vote per member. On a poll, one vote per share.</p> <p>Dividend rights: No dividend payable otherwise than in accordance with Part 23 Companies Act 2006.</p> <p>Rights to capital: Return of capital is pro-rata according to the number of fully paid shares.</p> <p>Rights of redemption: No shares have been issued subject to redemption by the Company or the shareholder.</p>
Class of share	
Prescribed particulars ①	
Class of share	
Prescribed particulars ①	

① 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

Continuation page

Please use a Statement of Capital continuation page if necessary

8

Signature

I am signing this form on behalf of the company

Signature

Signature

X *Helen Pearson* X

This form may be signed by
 Director ② Secretary, Person authorised ③ Administrator, Administrative receiver,
 Receiver, Receiver manager, CIC manager

② 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


③ Person authorised

Under either section 270 or 274 of the Companies Act 2006

SH01

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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	Helena Peacock
Company name	Penguin Random House Limited
Address	80 Strand
London	
England	
Post town	United Kingdom
County/Region	
Postcode	W C 2 R 0 R L
Country	
DX	
Telephone	020 7010 3017

 Checklist
We may return forms completed incorrectly or with information missing.
Please make sure you have remembered the following.
<input type="checkbox"/> The company name and number match the information held on the public Register
<input type="checkbox"/> You have shown the date(s) of allotment in section 2
<input type="checkbox"/> You have completed all appropriate share details in section 3
<input type="checkbox"/> You have completed the appropriate sections of the Statement of Capital
<input type="checkbox"/> 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