

# 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 notice of particulars of variation of class rights of members. To please use form SH12

TUESDAY



LD2 \*L13P206R\* 12/10/2010 140  
COMPANIES HOUSE

### 1 Company details

Company number 0 3 6 1 7 4 6 4

Company name in full SHED MEDIA PLC

→ **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 d1 d2 m1 m0 y2 y0 y1 y0

### 3 Details of variation of rights

Please give details of the variation of rights attached to shares

Variation

40,023,598 of ordinary shares of £0.001 each in respect of which the holders had elected to receive the consideration for the cancellation of such shares under the proposals (as defined in the circular to shareholder of the Company dated 31 August 2010) ("Proposals") by the payment to them solely of the cash amounts to which they are entitled in accordance with the Proposals were reclassified as A Ordinary Shares of £0.001 each having the rights set out below and 48,860,710 of ordinary shares of £0.001 each in respect of which the holders had elected to receive the consideration for the cancellation of such shares under the Proposals by the payment to them of the amount of cash and the issue of the numbers of B ordinary shares of £0.002 each in the capital of WB Bidco plc ("Bidco") and 10 per cent secured loan notes of £0.0712 each (rounded to four decimal places) of Bidco to which they are entitled in accordance with the Proposals were reclassified as B Ordinary Shares of £0.001 each having the rights set out below

**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

X

This form may be signed by  
Director ①, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, Charitable 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

# SH10

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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 **Frances Doherty**

Company name **Dorsey & Whitney (Europe) LLP**

Address **21 Wilson Street**

Post town **London**

County/Region

Postcode 

|   |   |   |   |  |   |   |   |
|---|---|---|---|--|---|---|---|
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|---|---|---|---|--|---|---|---|

Country

DX **33890 Finsbury Square**

Telephone **020 7588 0800**

## 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)**

## SH10 – continuation page

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

| 3         | Details of variation of rights                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
|           | Please give details of the variation of rights attached to shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |
| Variation | <p>The A Ordinary Shares and the B Ordinary Shares shall rank equally with the existing ordinary shares of £0.001 in the capital of the Company ("Ordinary Shares") as if they were the same class of share in all respects. Any profits of the Company available for distribution and resolved to be distributed by way of dividend in respect of any financial year of the Company shall be satisfied by the payment to such holders of the Ordinary Shares, the A Ordinary Shares and the B Ordinary Shares <i>pari passu</i> as if the same constituted one class of shares. The surplus assets of the Company available for distribution among the members in a winding-up or, on a reduction of capital involving a reduction of capital involving a repayment shall be distributed among the holders of the Ordinary Shares, A Ordinary Shares and the B Ordinary Shares <i>pari passu</i> and <i>rateably inter se</i> in accordance with the capital paid up of the shares of such respective classes as if the same constituted one class of shares.</p> |  |