

Return of Allotment of Shares

Company Name: DISCOVERY EDUCATION EUROPE GROUP LIMITED

Company Number: 04075079

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AJAINBIN

Shares Allotted (including bonus shares)

Date or period during which From

shares are allotted 15/12/2010

Class of Shares: C ORDINARY Number allotted 4500000

Currency: GBP Nominal value of each share 0.0001

Amount paid: 0.0001

Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares: ORDINARY Number allotted 36901507

Currency: GBP Aggregate nominal value: 3690150.7

Prescribed particulars

ORDINARY SHARES, A ORDINARY AND B ORDINARY SHARES RANK PARI PASSU AS REGARDS DIVIDENDS. ALL ALSO HAVE RIGHTS TO RECEIVE NOTICE, ATTEND & SPEAK AND VOTE AT GENERAL MEETINGS, EXCEPT IN THE EVENT OF IF DEFINED AS A "COMPLULSORY SELLER"

Class of Shares: A Number allotted 12727412

ORDINARY Aggregate nominal value: 1272741.2

Currency: GBP

Prescribed particulars

ORDINARY SHARES, A ORDINARY AND B ORDINARY SHARES RANK PARI PASSU AS REGARDS DIVIDENDS. ALL ALSO HAVE RIGHTS TO RECEIVE NOTICE, ATTEND & SPEAK AND VOTE AT GENERAL MEETINGS, EXCEPT IN THE EVENT OF IF DEFINED AS A "COMPLULSORY SELLER"

Class of Shares: B Number allotted 84209433

ORDINARY Aggregate nominal value: 8420.9433

Currency: GBP

Prescribed particulars

ORDINARY SHARES, A ORDINARY AND B ORDINARY SHARES RANK PARI PASSU AS REGARDS DIVIDENDS. ALL ALSO HAVE RIGHTS TO RECEIVE NOTICE, ATTEND & SPEAK AND VOTE AT GENERAL MEETINGS, EXCEPT IN THE EVENT OF IF DEFINED AS A "COMPLULSORY SELLER"

Class of Shares: C Number allotted 4500000

ORDINARY Aggregate nominal value: 450

Currency: GBP

Prescribed particulars

THE 'C' ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO RECEIVE COPIES OF ANY ACCOUNTS, CIRCULARS OR OTHER DOCUMENTS OR NOTICES GIVEN TO THE MEMBERS (OTHER THAN AT A SEPARATE CLASS MEETING OF THE 'C' ORDINARY SHAREHOLDERS). THE HOLDERS OF 'C' ORDINARY SHARES SHALL NOT BE ENTITLED TO ANY DIVIDEND AND SHALL HAVE NO RIGHT TO PARTICIPATE IN OR RECEIVE OUT OF THE PROFITS OF THE COMPANY ANY DISTRIBUTION OR RIGHT GRANTED BY THE COMPANY.

Statement of Capital (Totals)

Currency: GBP Total number of shares: 138338352

Total aggregate nominal value: 4971762.8433

Total aggregate amount unpaid: 0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver, Manager, CIC Manager.