

COMPANIES HOUSE

[illegible]

SH06

## Notice of cancellation of shares

## Statement of capital

Section 4 (also Section 5 and Section 6 if appropriate) should reflect the company's share capital immediately following the cancellation

## 4 Statement of capital (Share capital in pound sterling (£))

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
A ORDINARY SHARES	£ 0.10	£ 0.00	1079,431	£ 107,943.10
B ORDINARY SHARES	£ 0.10	£ 0.00	308,226	£ 30,822.60
				£
				£
Totals			1,387,657	£ 138,765.70

## 5 Statement of capital (Share capital in other currencies)

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

## 6 Statement of capital (Totals)

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

Total number of shares	1,387,657
Total aggregate nominal value ④	£ 138,765.70

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

② Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

Continuation pages  
Please use a Statement of Capital continuation page if necessary

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## 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	A ORDINARY SHARES OF £0.10 EACH
Prescribed particulars ①	PLEASE SEE ATTACHED CONTINUATION SHEET
Class of share	B ORDINARY SHARES OF £0.10 EACH
Prescribed particulars ①	PLEASE SEE ATTACHED CONTINUATION SHEET
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 pages

Please use a Statement of Capital continuation page if necessary

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## Signature

I am signing this form on behalf of the company

Signature

Signature

X



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

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## Notice of cancellation of 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.

Contact name	
Company name	 <b>Hilton Consulting</b>
Address	119 The Hub 300 Kensal Road London W10 5BE
	020 8969 6956 www.hiltonconsulting.co.uk
Post town	
County/Region	
Postcode	
Country	
DX	
Telephone	

**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 completed Section 2
- ☐ You have completed Section 3
- ☐ You have completed the relevant sections of 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 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)

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

Class of share	DEFINITIONS	
Prescribed particulars ①	<p>"A Ordinary Share" means an A ordinary share of £0 10 in the capital of the Company from time to time in issue, having the rights set out below,</p> <p>"Articles" means the Articles of Association of the company as amended from time to time,</p> <p>"B Ordinary Share" means a B ordinary share of £0 10 in the capital of the Company from time to time in issue, having the rights set out below,</p> <p>"Company" means Image Source Group Limited (Reg No 4647322),</p> <p>"Initial Value" in respect of a member of the Company whose name is set out in the Appendix to the Articles, means an amount equal to the amount subscribed by such member for shares in Cultura Creative Limited (company number 06256885) as confirmed in writing by the company secretary of the Company from time to time,</p> <p>"Ordinary Shares" means the A Ordinary Shares and the B Ordinary Shares, and</p> <p>"Shares" means shares in the capital of the Company of any class from time to time</p>	<p>① Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share</p>

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

Class of share	A ORDINARY SHARES	
Prescribed particulars ①	<p><b>Share Capital</b></p> <p>Except as expressly provided otherwise in the Articles, the A Ordinary Shares and the B Ordinary Shares rank equally for all rights bar voting rights and dividend rights</p> <p>The Shares shall have and enjoy the following rights and be subject to the following restrictions -</p> <p><b>Dividends</b></p> <p>Any distributions or dividends shall be paid to the holders of A Ordinary Shares and B Ordinary Shares at any time at the discretion of the Managers always provided that there are sufficient profits of the Company available for distribution within the meaning set out in Part 23 of Companies Act 2006</p> <p><b>Capital</b></p> <p>On a return of capital on liquidation or otherwise the surplus assets of the Company remaining after payment of its liabilities shall be applied as follows</p> <p>Firstly, in paying to the holders of the Ordinary Shares</p> <p>the amount paid up or credited as paid up thereon including any premium (which shall, in the case of a member of the Company whose name is set out in the Appendix to the Articles, be deemed to be the Initial Value of that holder's Ordinary Shares), and then</p> <p>a sum equal to any arrears deficiency or accruals of any dividend thereon, (such arrears deficiency or accruals to be calculated down to the date of the return of capital),</p> <p>Secondly, the balance (if any) of such assets shall belong to and be distributed amongst the holders of the Ordinary Shares to be distributed amongst such holders pro rata to the number of the Ordinary Shares held by them respectively</p> <p><b>Voting</b></p> <p>Subject to any special rights or restrictions as to voting attached to any Shares by or in accordance with the Articles, a resolution put to the vote of a meeting shall be decided on a poll and every holder of A Ordinary Shares who is present in person or by a proxy or (being a corporation) is present by a representative shall have one vote for every fully paid A Ordinary Share, of which he is the holder,</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share</p>

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

Class of share	A ORDINARY SHARES	
Prescribed particulars ①	<p><b>Class rights</b></p> <p>The following shall be deemed to be a variation of class rights of which the consent of no less than 80% of the holders of A Ordinary Shares (but not, for the avoidance of doubt, B Ordinary Shares) then in issue in the Company shall be required namely</p> <p>any alteration, reduction or increase of the authorised share capital of the Company or the grant of any options over unissued share capital of the Company,</p> <p>any variation of the rights attached to any of the shares for the time being in the capital of the Company,</p> <p>the sale or disposal of the undertaking of the Company or any of its subsidiaries or any substantial part thereof,</p> <p>any alteration or relaxation of the restrictions on the powers of the Directors to cause the Company and any of its subsidiaries to borrow money,</p> <p>the passing of any resolution for winding-up the Company or any of its subsidiaries,</p> <p>any alteration to the articles of association of the Company, or</p> <p>any change of auditors of the Company or any of the accounting policies or bases adopted or used by the Group at the date of adoption of the Articles</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share</p>

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