

In accordance with
Section 637 of the
Companies Act 2006.

SH10

Notice of particulars of variation of rights attached to shares



Companies House

☒ **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**
You cannot use this form to
give notice of particulars of variation
of class rights of member
company without share certificate.
If you do this, please use form S



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21/12/2023

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COMPANIES HOUSE

1 Company details

Company number 0 5 7 7 7 7 5 8

Company name in full Zoom Holding Limited

→ **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 2 1 0 7 2 0 2 3

3 Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation Please see continuation page

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



DocuSigned by:

Paul Miles

8AEA407FA3D24D1...

X

This form may be signed by:

Director , Secretary, Person authorised , Administrator, Administrative receiver,
Receiver, Receiver manager, Charity commission receiver and manager, CIC
manager.

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.

Person authorised

Under either Section 270 or 274 of
the Companies Act 2006.

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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	Alexander Kelly
Company name	Ropes & Gray International LLP
Address	60 Ludgate Hill
Post town	London
County/Region	
Postcode	E C 4 M 7 A W
Country	United Kingdom
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 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 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

SH10 – continuation page

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3	Details of variation of rights
	Please give details of the variation of rights attached to shares.
Variation	<p>VOTING - THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.</p> <p>DIVIDENDS: IF A DISTRIBUTION OCCURS PRIOR TO THE 2027 VALUATION DATE, THE DIVIDENDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY AND B ORDINARY SHARES, OTHER THAN TO SUCH HOLDERS CLASSIFIED AS LEAVERS, ON A PRO-RATA BASIS AS IF THEY WERE A SINGLE CLASS. IF A DISTRIBUTION OCCURS AFTER THE 2027 VALUATION DATE, THE DIVIDENDS SHALL BE DISTRIBUTED SO THAT: i - THE HOLDERS OF B ORDINARY SHARES WHICH ARE NOT HELD BY BAD LEAVERS OR COMPETING LEAVERS RECEIVE THE 2027 B PERCENTAGE OF SUCH DISTRIBUTION; AND ii - THE HOLDERS OF A ORDINARY SHARES AND BAD OR COMPETING LEAVERS WHO HOLD B ORDINARY SHARES RECEIVE THE BALANCE, WITH SUCH A ORDINARY SHARES AND B ORDINARY SHARES RANKED PARI-PASSU AS IF THEY CONSTITUTED A SINGLE CLASS, IN EACH CASE ON A PRO-RATA BASIS.</p> <p>RETURN OF CAPITAL: IF THE APPLICABLE CONDITIONS (AS DEFINED IN THE ARTICLES) HAVE BEEN MET, THE RELEVANT ASSETS SHALL FIRST BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES UP TO THE AGGREGATE AMOUNT OF CAPPED RETURN AND THEREAFTER TO THE HOLDERS OF A ORDINARY SHARES AND THE HOLDERS OF ANY OTHER CLASS OF EQUITY SHARE PARI-PASSU ON A PRO-RATA BASIS. IF THE APPLICABLE CONDITIONS HAVE NOT BEEN MET AND THE RETURN OF CAPITAL OCCURS BEFORE THE 2027 VALUATION DATE, THE RELEVANT ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY AND B ORDINARY SHARES ON A PRO-RATA BASIS AS IF THEY WERE A SINGLE CLASS. IF THE APPLICABLE CONDITIONS HAVE NOT BEEN MET AND THE RETURN OF CAPITAL OCCURS AFTER THE 2027 VALUATION DATE, THE RELEVANT ASSETS SHALL BE DISTRIBUTED SO THAT: i - THE B ORDINARY SHARES WHICH ARE NOT HELD BY BAD LEAVERS OR COMPETING LEAVERS RECEIVE THE 2027 B PERCENTAGE OF SUCH AMOUNT; AND ii - THE HOLDERS OF A ORDINARY SHARES AND BAD OR COMPETING LEAVERS WHO HOLD B ORDINARY SHARES RECEIVE THE BALANCE, WITH SUCH A ORDINARY SHARES AND B ORDINARY SHARES RANKED PARI-PASSU AS IF THEY CONSTITUTED A SINGLE CLASS, IN EACH CASE ON A PRO-RATA BASIS.</p>