

SH19

Statement of capital

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A fee is payable with this form
Please see 'How to pay' on the last page

☒ What this form is for

You may use this form as a statement of capital for a private limited company reducing its capital supported by a solvency statement, or for a private or public limited company reducing its capital supported by a court order

☐ What this form is NOT for

You cannot use this form to complete a statement of capital for a company re-registering unlimited to limited

WEDNESDAY



A05 19/11/2014 #197
COMPANIES HOUSE

Company details

Company number 05833659
Company name in full Adconion Media Group Limited

Filling in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

Statement of capital

Section 2 (also Section 3 and Section 4 if appropriate) should reflect the company's share capital as reduced by the resolution

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

Please complete the table below to show any class of shares held in pound sterling
If all your issued capital is in sterling, only complete Section 2 and then go to Section 5

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)
Please see continuation sheet				£
				£
				£
				£
Totals				£

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 (1)	Amount (if any) unpaid on each share (1)	Number of shares (2)	Aggregate nominal value (3)
Totals					

(1) Including both the nominal value and any share premium

(3) 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

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Statement of capital

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				
(1) Including both the nominal value and any share premium		(3) Number of shares issued multiplied by nominal value of each share		Continuation pages Please use a Statement of Capital continuation page if necessary
(2) Total number of issued shares in this class				

Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital		(4) Total aggregate nominal value Please list total aggregate values in different currencies separately For example: £100 + €100 + \$10 etc
Total number of shares		
Total aggregate (4) nominal value		

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 2 and Section 3		(5) 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 Please use a Statement of capital continuation page if necessary
Class of share	Ordinary	
Prescribed particulars (5)	<p>The ordinary shares have attached to them full voting rights. Subject to the payment of a priority dividend to the holders of the C ordinary shares, the ordinary shares have attached to them full dividend rights.</p> <p>On a return of capital (including on a winding up), the ordinary shares are entitled to participate pari passu with the A ordinary and B ordinary shares subject to a prior ranking return to the holders of the D ordinary shares. C ordinary shares preference shares and the A ordinary shares and B ordinary shares (such prior ranking return in respect of the A ordinary shares and B ordinary shares being limited by reference to the subscription price for such shares).</p> <p>The ordinary shares do not confer any rights of redemption.</p>	
Class of share	A ordinary	
Prescribed particulars (5)	<p>The A ordinary shares have attached to them full voting rights. Subject to the payment of a priority dividend to the holders of the C ordinary shares, the A ordinary shares have attached to them full dividend rights.</p> <p>On a return of capital (including on a winding up), the A ordinary shares are entitled to participate pari passu with the B ordinary and ordinary shares subject to a prior ranking return to the holders of the D ordinary shares. C ordinary shares preference shares and the A ordinary shares and B ordinary shares (such prior ranking return in respect of the A ordinary shares and B ordinary shares being limited by reference to the subscription price for such shares).</p> <p>The A ordinary shares do not confer any rights of redemption.</p>	

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Class of share	B ordinary	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 Please use a Statement of capital continuation page if necessary
Prescribed particulars 1	The B ordinary shares have attached to them full voting rights. Subject to the payment of a priority dividend to the holders of the C ordinary shares, the B ordinary shares have attached to them full dividend rights On a return of capital (including on a winding up), the B ordinary shares are entitled to participate pari passu with the A ordinary and ordinary shares subject to a prior ranking return to the holders of the D ordinary shares, C ordinary shares, preference shares and the A ordinary shares and B ordinary shares (such prior ranking return in respect of the A ordinary shares and B ordinary shares being limited by reference to the subscription price for such shares) The B ordinary shares do not confer any rights of redemption	
Class of share	Please see continuation page	
Prescribed particulars 1		

Signature		
I am signing this form on behalf of the company		
Signature	Signature X <i>N V Smedley</i> X	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
This form may be signed by Director 2 , Secretary, Person authorised 3 , CIC manager		

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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 **James Davies**

Company name **Osborne Clarke**

Address

Temple Quay

2 Temple Back East

Bristol

Post town

County/Region

Postcode

B S I 6 E G

Country

DX **DX 7818 Bristol**

Telephone

+44 (0) 117 9173000

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 the relevant sections of the statement of capital
- ☐ You have signed the form
- ☐ You have enclosed the correct fee

Important information

Please note that all information on this form will appear on the public record

How to pay

A fee of £10 is payable to Companies House to reduce the share capital by Court Order or by Solvency Statement.

Make cheques or postal orders payable to 'Companies House'

Where to send

For companies registered in England and Wales
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

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

Class of share	C ordinary	1 Prescribed particulars of rights attached to shares
Prescribed particulars ①	<p>The C ordinary shares have attached to them full voting rights. The rights of the C ordinary shares in respect of dividends are limited to an amount determined by reference to the subscription price for such shares. Any such dividend is paid out in priority to any dividend on any other class of share in the company.</p> <p>On a return of capital (including on a winding up), the C ordinary shares are entitled to participate up to an amount determined by reference to the subscription price for such shares. Any such return is paid out in priority to any return on any other class of share, save for a prior ranking return in respect of the D ordinary shares.</p> <p>The C ordinary shares do not confer any rights of redemption.</p>	<p>The particulars are</p> <ul style="list-style-type: none"> 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. <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	D ordinary shares	
Prescribed particulars ①	<p>The D ordinary shares have attached to them full voting rights. Subject to the payment of a priority dividend to the holders of the C ordinary shares, the D ordinary shares have attached to them full dividend rights.</p> <p>On a return of capital (including on a winding up), the D ordinary shares are entitled to participate in the aggregate proceeds up to an amount determined by reference to proportion of the issued share capital of the company that the D ordinary shares represent. Any such return is paid out in priority to any return on any other class of share.</p> <p>The D ordinary shares do not confer any rights of redemption.</p>	<p>i Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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.</p> <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	Preference shares	1 Prescribed particulars of rights attached to shares
Prescribed particulars ①	<p>The preference shares have attached to them full voting rights</p> <p>The preference shares do not have any right to participate in any dividend</p> <p>On a return of capital (including on a winding up), the preference shares are entitled to participate up to an amount determined by reference to the subscription price for such shares. Any such return is paid out in priority to any return on any other class of share, save for a prior ranking return in respect of the D ordinary shares and C ordinary shares</p> <p>The preference shares do not confer any rights of redemption</p>	<p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>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</p> <p>A separate table must be used for each class of share</p>