



SH01

Return of allotment of shares



Companies House



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☒ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

☐ **What this form is for**
You cannot use this form to give notice of shares taken on formation of the company for an allotment of shares by an unlimited company.

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18/02/2022

#146

COMPANIES HOUSE

1 Company details

Company number 0 6 3 2 4 2 7 8

Company name in full DAZN Group Limited

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates ①

From Date d 2 d 9 m 1 m 2 y 2 y 0 y 2 y 1

To Date d d m m y y y y

① Allotment date

If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

② Currency

If currency details are not completed we will assume currency is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
USD	A Ordinary Shares	258,399,381	\$0.0364	\$4.90	Nil
USD	A Ordinary Shares	209,961,110	\$0.0364	\$0.0364	Nil
USD	Growth Preference Shares	22,252,919	\$0.0364	\$100	Nil

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page

Please use a continuation page if necessary.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

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Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up. -

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
USD	A ORDINARY SHARES	837,995,719	\$30,503,044.1716	
USD	GROWTH PREFERENCE SHARES	22,252,919	\$810,006.2516	
USD	DEFERRED SHARES	39,647,652	\$1,443,174.5328	
Totals		899,896,290	\$32,756,224.9560	Nil

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
976,799,942	\$35,555,517.8888	Nil

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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5 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 share capital tables in **Section 4**.

Class of share	A ORDINARY SHARES
Prescribed particulars ①	(A) Each share is entitled to one vote in any circumstances. (B) Each share is entitled to dividends on a pro rata basis and rank pari passu with the holders of the M and Z Ordinary Shares. (C) Each share is entitled to participate in a distribution (including on a winding up) on a pro rata basis and rank pari passu with holders of M and Z ordinary shares. (D) The shares are not redeemable.
Class of share	M ORDINARY SHARES
Prescribed particulars ①	(A) Each share is entitled to one vote in any circumstances. (B) Each share is entitled to dividends on a pro rata basis and rank pari passu with holders of A and Z Ordinary Shares. (C) Each share is entitled to participate in a distribution (including on a winding up) on a pro rata basis and rank pari passu with holders of A and Z Ordinary Shares. (D) The shares are not redeemable.
Class of share	Z ORDINARY SHARES
Prescribed particulars ①	(A) Each share is entitled to one vote. (B) Each share is entitled to dividends on a pro rata basis and rank pari passu with the holders of A and M Ordinary Shares and can participate in a distribution on a winding up. (C) The shares are not redeemable.

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.

A separate table must be used for each class of share.

Continuation page

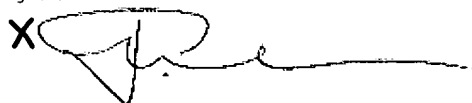
Please use a Statement of Capital continuation page if necessary.

6 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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**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 **CLAIRE CRASHAW**

Company name **DAZN GROUP LIMITED**

Address **HANOVER HOUSE, PLANE TREE**

CRESCENT

Post town **FELTHAM**

County/Region

Postcode **T W 1 3 7 B Z**

Country **UNITED KINGDOM**

DX

Telephone **07970169554**

**Checklist**

We may return the 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 shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Shares allotted

2 Currency
If currency details are not completed we will assume currency is in pound sterling.

06/16 Version 6.0

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If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

Statement of capital

Complete a separate table for each currency.

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5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	DEFERRED SHARES	
Prescribed particulars	(A) No voting rights. (B) Rank after A Ordinary Shares, M Ordinary Shares and Z Ordinary Shares for the payment of dividends or distribution on a winding up but only after each A, M and Z share receives £1,000,000. (C) No rights to participate in a winding up. (D) The shares are not redeemable.	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	GROWTH PREFERENCE SHARES	
Prescribed particulars	(A) No right to receive notice of, attend, speak and vote at any shareholder meeting. (B) The rights attaching to the shares may be varied or abrogated by agreement between the company and the Lead Preference Shareholder. (C) The shares have a cumulative preferential return per annum at a rate of 30 per cent of the issue value of each Growth Preference Share (compounded quarterly). (D) No dividend may be proposed, declared or paid on any class of share in the capital of the company, nor any return of capital made for as long as any Shortfall is outstanding or such payment is prohibited by a Finance Document. (E) The shares are convertible into the applicable Growth Preference Conversion Shares on the earliest of the following Conversion Events: (i) a Third Party Issuance; (ii) a Listing; or (iii) a Growth Preference Conversion Notice. (F) The shares are not liable to be redeemed at the instance of either the company or a Growth Preference Shareholder.	