

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

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

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

FRIDAY



A06

A71C4RRG

18/02/2011

COMPANIES HOUSE

290

1 Company details

Company number 06996231

Company name in full MONETIZE LIMITED

→ **Filing 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 16 02 2011
To Date

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

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

Class of shares (E.g. Ordinary/Preference etc.)	Currency ²	Number of shares allotted	Nominal value of each share	Amount paid (including share premium)	Amount (if any) unpaid (including share premium)
PREFERENCE	STERLING	350,000	£1	£350,000	£0

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)

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return

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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
ORDINARY	£1	£0	60	£ 60
PREFERENCE	£1	£0	350,000	£ 350,000
				£
				£
Totals			350,060	£ 350,060

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

Total aggregate nominal value ❹

❹ Total aggregate nominal value
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc.

❶ Including both the nominal value and any share premium

❷ Total number of issued shares in this class

❸ E g Number of shares issued multiplied by nominal value of each share.

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

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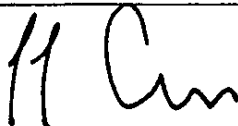
7

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.		<p>① Prescribed particulars of rights attached to shares</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> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	ORDINARY	
Prescribed particulars ①	PLEASE SEE ATTACHED SHEET	
Class of share	PREFERENCE	
Prescribed particulars ①	PLEASE SEE ATTACHED SHEET	
Class of share		
Prescribed particulars ①		

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Signature

I am signing this form on behalf of the company		<p>① 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.</p> <p>① Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature</p> <p>X  X</p>	
This form may be signed by Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager		

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE	
Prescribed particulars	<p>INCOME</p> <p>Any profits which the Company may determine to distribute from distributable reserves shall be distributed as follows</p> <p>(i) firstly, the amount of such profit standing to the credit of the Preference Share Dividend Account (as defined below) shall be distributable only among the holders of the Preference Shares,</p> <p>(ii) secondly, the remainder of such profits (if any) of the Company, may, at the discretion of the board of Directors be distributed among the holders of Ordinary Shares,</p> <p>The Preference Share Dividend Account as referred to above shall be an account in the records of the Company credited with any dividends declared as due and payable on the Preference Shares</p> <p>Each Preference Share shall confer on the holders thereof the right to receive out of profits of the Company available for distribution in priority to the payment of any dividend to the holders of Ordinary Shares a preferential dividend at the per annum rate of 4 per cent (the "Preference Dividend") on the aggregate of the nominal value of the Preference Shares and any premium paid on the subscription for such share in respect of each Preference Share held by them respectively</p> <p>The Company shall determine its distributable reserves within 30 days of the end of each Accounting Reference Date and shall procure that such distributable reserves shall forthwith be attributed to the Preference Share Dividend Account to meet the obligations of the Company to pay the Preference Dividend. In the event that the Company has insufficient profits available for distribution on the Payment Date or is otherwise prohibited from paying dividends by the Companies Act or any other provisions of these Articles, then any amount unpaid in respect of such dividend shall be paid as soon as the profits available for distribution are sufficient to cover such payment. Dividends in arrears may be declared and paid at any time without reference to any Payment Date. Any dividend paid shall be applied first against any dividends in arrears in the order which such unpaid dividends were due for payment</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE	
Prescribed particulars	<p>Such Preference Dividend shall accrue from day to day in arrears and shall be credited to the Preference Share Dividend Account on the applicable Payment Date</p> <p>In the event that distributable reserves are not determinable by the Company for the purposes of a Payment Date the following shall apply -</p> <p>Any distributable reserves determined after the Issue Date but prior to the first Payment Date shall be payable on a pro rata basis on the first Payment Date and payable no later than 30 days thereafter from the Preference Share Dividend Account</p> <p>On the second Payment Date the distributable reserves determined for the previous 12 month period ending on the last Accounting Reference Date shall be payable on a pro rata basis within 30 days of such Payment Date from the Preference Share Dividend Account</p> <p>Thereafter the distributable reserves determined on each Accounting Reference Date shall be payable on the next Payment Date on a pro rata basis and payable within 30 days thereafter from the Preference Share Dividend Account</p> <p>In the event that an accounting period is extended to more than 12 months from the previous Accounting Reference Date any distributable reserves for the first twelve months from the Issue Date or the previous Payment Date (whichever the case may be) shall be determined as though the accounting period had not been extended</p> <p>In the event of any deficiency in the applicable Preference Share Dividend Account at the date when such Preference Shares are to be redeemed then Ordinary Shares in the capital of the Company equal to the value of the deficiency shall be allocated to the holders of the Preference Shares. The number of Ordinary Shares to be allocated shall be agreed between the Company and the holders of the Preference Shares and in the event that the parties fail to agree an independent accountant shall be appointed on behalf of the Company nominated by agreement between all the parties or failing agreement nominated by the President for the time being of the Institute of Chartered Accountants in England and Wales at the request of any party, to resolve this matter</p> <p>CAPITAL</p> <p>On a winding up, share capital reduction or other return or distribution of capital or assets, any capital or assets shall be returned or distributed in the following order of priority</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	PREFERENCE	
Prescribed particulars	<p>first, in paying to the holders of Preference Shares the amount paid up or credited as paid up on the Preference Shares (including any premium) held by them respectively, together with the amount of any accruals and arrears of the declared but unpaid Preference Dividend relating to such Preference Shares, to be calculated down to and including the date of commencement of the winding up (in the case of a winding up) or of the return of capital (in any other case),</p> <p>second, in paying to the holders of Ordinary Shares the amount paid up or credited as paid up on the Ordinary Shares held by them respectively, and</p> <p>third, the balance of any such capital and/or assets shall be distributed to the holders of the Ordinary Shares pro rata according to the numbers of shares held by them respectively</p> <p>VOTING</p> <p>The Ordinary Shares shall entitle the holders thereof to receive notice of and to attend all general meetings and to receive copies of all circulars sent to holders of shares or debentures in the Company and all resolutions of the Company in general meeting and shall entitle the holders thereof to vote at any general meeting and to execute any written resolutions. On a show of hands every holder of Ordinary Shares who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative (not being himself a member entitled to vote) shall have one vote and on a poll every holder of Ordinary Shares shall have one vote for every Ordinary Share of which he is the holder</p> <p>The Preference Shares shall entitle the holders thereof to receive notice of and to attend all general meetings and to receive copies of all circulars sent to holders of shares or debentures in the Company and all resolutions of the Company in general meeting but, subject to Article 28, shall not entitle the holders of the Preference Shares to vote</p>	

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Class of share	ORDINARY	
Prescribed particulars	<p>INCOME</p> <p>Any profits which the Company may determine to distribute from distributable reserves shall be distributed as follows</p> <p>(i) firstly, the amount of such profit standing to the credit of the Preference Share Dividend Account (as defined below) shall be distributable only among the holders of the Preference Shares,</p> <p>(ii) secondly, the remainder of such profits (if any) of the Company, may, at the discretion of the board of Directors be distributed among the holders of Ordinary Shares,</p> <p>The Preference Share Dividend Account as referred to above shall be an account in the records of the Company credited with any dividends declared as due and payable on the Preference Shares</p> <p>Each Preference Share shall confer on the holders thereof the right to receive out of profits of the Company available for distribution in priority to the payment of any dividend to the holders of Ordinary Shares a preferential dividend at the per annum rate of 4 per cent (the "Preference Dividend") on the aggregate of the nominal value of the Preference Shares and any premium paid on the subscription for such share in respect of each Preference Share held by them respectively</p> <p>The Company shall determine its distributable reserves within 30 days of the end of each Accounting Reference Date and shall procure that such distributable reserves shall forthwith be attributed to the Preference Share Dividend Account to meet the obligations of the Company to pay the Preference Dividend. In the event that the Company has insufficient profits available for distribution on the Payment Date or is otherwise prohibited from paying dividends by the Companies Act or any other provisions of these Articles, then any amount unpaid in respect of such dividend shall be paid as soon as the profits available for distribution are sufficient to cover such payment. Dividends in arrears may be declared and paid at any time without reference to any Payment Date. Any dividend paid shall be applied first against any dividends in arrears in the order which such unpaid dividends were due for payment</p>	

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Class of share	ORDINARY	
Prescribed particulars	<p>Such Preference Dividend shall accrue from day to day in arrears and shall be credited to the Preference Share Dividend Account on the applicable Payment Date</p> <p>In the event that distributable reserves are not determinable by the Company for the purposes of a Payment Date the following shall apply -</p> <p>Any distributable reserves determined after the Issue Date but prior to the first Payment Date shall be payable on a pro rata basis on the first Payment Date and payable no later than 30 days thereafter from the Preference Share Dividend Account</p> <p>On the second Payment Date the distributable reserves determined for the previous 12 month period ending on the last Accounting Reference Date shall be payable on a pro rata basis within 30 days of such Payment Date from the Preference Share Dividend Account</p> <p>Thereafter the distributable reserves determined on each Accounting Reference Date shall be payable on the next Payment Date on a pro rata basis and payable within 30 days thereafter from the Preference Share Dividend Account</p> <p>In the event that an accounting period is extended to more than 12 months from the previous Accounting Reference Date any distributable reserves for the first twelve months from the Issue Date or the previous Payment Date (whichever the case may be) shall be determined as though the accounting period had not been extended</p> <p>In the event of any deficiency in the applicable Preference Share Dividend Account at the date when such Preference Shares are to be redeemed then Ordinary Shares in the capital of the Company equal to the value of the deficiency shall be allocated to the holders of the Preference Shares The number of Ordinary Shares to be allocated shall be agreed between the Company and the holders of the Preference Shares and in the event that the parties fail to agree an independent accountant shall be appointed on behalf of the Company nominated by agreement between all the parties or failing agreement nominated by the President for the time being of the Institute of Chartered Accountants in England and Wales at the request of any party, to resolve this matter</p> <p>CAPITAL</p> <p>On a winding up, share capital reduction or other return or distribution of capital or assets, any capital or assets shall be returned or distributed in the following order of priority</p>	

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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

Company name **Bradley and Jefferies Solicitors**Address **58 Friar Gate**Post town **Derby**

County/Region

Postcode

D E 1 1 D F

Country

DX

Telephone

**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 appropriate 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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
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