

SH10

Notice of particulars of variation of rights attached to shares

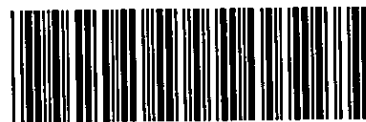


Companies House

☒ **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 for**
You cannot use this form to give
notice of particulars of variation of
class rights of members of a
company without shares. If you
do this, please use form SH10A.

WEDNESDAY



LD6 *L53CARAO* #63
23/03/2016
COMPANIES HOUSE

1 Company details

Company number 07471150

Company name in full 1D MEDIA 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 20 01 2016

3 Details of variation of rights

Please give details of the variation of rights attached to shares

Variation

(Please see continuation pages)

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

X

This form may be signed by
Director **1**, Secretary, Person authorised **2**, Administrator, Administrative receiver,
Receiver, Receiver manager, Charity commission receiver and manager, CIC
manager

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

2 Person authorised

Under either Section 270 or 274 of
the Companies Act 2006

SH10**Notice of particulars of variation of rights attached to 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 **Lee & Thompson LLP**Address **4 Gee's Court, St Christopher's Place**Post town **London**

County/Region

Postcode

W	1	U	1	J	D
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Country

UK

DX

Telephone **0203 073 7600****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

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Notice of particulars of variation of rights attached to shares

3	Details of variation of rights	
	Please give details of the variation of rights attached to shares	
Variation	A SHARES	
	VOTING RIGHTS	
	If the net asset value of the company has reached or exceeded £67,000,000, the A Shares shall confer no right to attend, speak or vote at general meetings	
	If the net asset value of the company has not reached or exceeded £67,000,000 or if the F Shares are redeemed or otherwise cancelled, the A Shares shall confer 60% of total voting rights	
	If the net asset value of the company has reached or exceeded £67,000,000, the A Shares shall have no right to receive dividends	
	DIVIDEND RIGHTS	
	If the net asset value of the company has not reached or exceeded £67,000,000 or if the F Shares are redeemed or otherwise cancelled, the A Shares shall confer the right to receive dividends of up to 80% of the net asset value of the company as at 19 March 2015 before any other dividends are declared and paid and, once such dividend has been declared and paid in full, no further income rights shall attach to the A Shares	
	CAPITAL RIGHTS	
	The capital rights attached to the A Shares shall be in the same order of priority and proportions as the income rights attached to the A Shares	
	REDEMPTION RIGHTS	
	A Shares are not redeemable	

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Notice of particulars of variation of rights attached to shares

3	Details of variation of rights	
	Please give details of the variation of rights attached to shares	
Variation	<p>B SHARES</p> <p>VOTING RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the B Shares shall confer no right to attend, speak or vote at general meetings If the net asset value of the company has not reached or exceeded £67,000,000 or if the G Shares are redeemed or otherwise cancelled, the B Shares shall confer 10% of total voting rights</p> <p>DIVIDEND RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, B Shares shall have no right to receive dividends If the net asset value of the company has not reached or exceeded £67,000,000 or if the G Shares are redeemed or otherwise cancelled, the B Shares shall confer the right to receive dividends of up to 20% of the net asset value of the company as at 19 March 2015 before any other dividends are declared and paid and, once such dividend has been declared and paid in full, no further income rights shall attach to the B Shares</p> <p>CAPITAL RIGHTS The capital rights attached to the B Shares shall be in the same order of priority and proportions as the income rights attached to the B Shares</p> <p>REDEMPTION RIGHTS B Shares are not redeemable</p>	

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	Please give details of the variation of rights attached to shares	
Variation	<p>C SHARES</p> <p>VOTING RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the C Shares shall confer no right to attend, speak or vote at general meetings If the net asset value of the company has not reached or exceeded £67,000,000 or if the H Shares are redeemed or otherwise cancelled, the C Shares shall confer 15% of total voting rights</p> <p>DIVIDEND RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the C Shares shall have no right to receive dividends If the net asset value of the company has not reached or exceeded £67,000,000 or if the H Shares are redeemed or otherwise cancelled, the C Shares shall confer the right to receive dividends of all profits available for distribution after deducting any sums payable but not actually paid to the holders of the A Shares and/or B Shares (as may be the case) and any sums payable by way of dividend to the holders of the D Shares and the holders of the E Shares</p> <p>CAPITAL RIGHTS The capital rights attached to the C Shares shall be in the same order of priority and proportions as the income rights attached to the C Shares</p> <p>REDEMPTION RIGHTS C Shares are not redeemable</p>	

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Variation	<p>D SHARES</p> <p>VOTING RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the D Shares shall confer no right to attend, speak or vote at general meetings If the net asset value of the company has not reached or exceeded £67,000,000 or if the I Shares are redeemed or otherwise cancelled, the D Shares shall confer 10% of total voting rights</p> <p>DIVIDEND RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the D Shares shall have no right to receive dividends If the net asset value of the company has not reached or exceeded £67,000,000 or if the I Shares are redeemed or otherwise cancelled, the D Shares shall confer the right to receive dividends in accordance with the following equation $0.25 \{X + (Y - Z)\} - Y - A$ where - X = any profits available for distribution after having deducted any sums payable but not actually paid to the holder of the A Shares and/or the B Shares (as the case may be) Y = any sums which are payable by the Company to Treaty Media Limited or which have been paid since the date of any immediately preceding dividend paid to the holder of the D Shares Z = any sums payable by way of dividend to the holder of E Shares A = £1,900,000</p> <p>CAPITAL RIGHTS The capital rights attached to the D Shares shall be in the same order of priority and proportions as the income rights attached to the D Shares</p> <p>REDEMPTION RIGHTS D Shares are not redeemable</p>	

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Variation	<p>E SHARES</p> <p>VOTING RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the E Shares shall confer no right to attend, speak or vote at general meetings If the net asset value of the company has not reached or exceeded £67,000,000 or if the J Shares are redeemed or otherwise cancelled, the E Shares shall not confer 5% of total voting rights</p> <p>DIVIDEND RIGHTS If the net asset value of the company has reached or exceeded £67,000,000, the E Shares shall have no right to receive dividends If the net asset value of the company has not reached or exceeded £67,000,000 or if the J Shares are redeemed or otherwise cancelled, the E Shares shall confer the right to such profits available for distribution as derived from certain agreed income streams</p> <p>CAPITAL RIGHTS The capital rights attached to the E Shares shall be in the same order of priority and proportions as the income rights attached to the E Shares</p> <p>REDEMPTION RIGHTS E Shares are not redeemable</p>	