

# 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 share capital.  
do this, please use form SH12.

SATURDAY



A12 \*A88NE9T4\* #414  
29/06/2019  
COMPANIES HOUSE

### 1 Company details

Company number 0 7 5 9 6 4 0 0  
Company name in full UKTV MEDIA HOLDINGS 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 1 1 0 6 2 0 1 9

### 3 Details of variation of rights

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

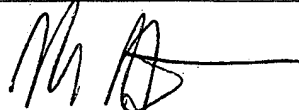
Variation See continuation page.

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  X

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.

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.

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## 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 **Mark Hume**Company name **CMS Cameron McKenna****Nabarro Olswang LLP**Address **Cannon Place****78 Cannon Street**Post town **London**

County/Region

Postcode **E C 4 N 6 A F**Country **United Kingdom**

DX

Telephone **+44 20 7367 2419****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](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)**

## SH10 – continuation page

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>If at any point the holders of the L Ordinary Shares have no further rights to income or on a return of capital respectively then all other rights attaching to the L Ordinary Shares shall lapse and for the avoidance of doubt (i) the holders of the L Ordinary Shares will have no right to appoint any Shareholder Directors and (ii) the L Ordinary Shares will not confer any voting rights on the shareholders and (iii) no holder of L Ordinary Shares and no L Shareholder Directors shall be entitled to vote on any matter and shall not be required for a quorum or for the passing of any board or shareholder resolution.</p> <p>The E Ordinary Shares shall confer on the holders of E Ordinary Shares (as a class), to the exclusion of the holders of shares of any other class, the right to participate in any and all dividends and distributions of the Company.</p> <p>The L Ordinary Shares shall confer on the holders of L Ordinary Shares (as a class), to the exclusion of the holders of shares of any other class, the right to participate in any and all dividends and distributions of the Company as shall be derived from any shares or other interest for the time being (and from time to time) owned by it in the Company's subsidiary company Lifestyle Newco Limited.</p> <p>On a return of capital on winding-up or otherwise (but not in respect of any conversion, redemption or purchase by the Company of any Shares), the surplus assets of the Company remaining after the payment of its debts and liabilities shall be applied as follows:</p> <ul style="list-style-type: none"> <li>- first to the holders of the L Ordinary Shares (as a class) to the exclusion of the holders of shares of any other class, the right to participate in any and all distributions of the Company as shall be derived from any shares or other interest for the time being (and from time to time) owned by it in the Company's subsidiary company Lifestyle Newco Limited; and</li> <li>- second the remainder to the holders of the E Ordinary Shares (as a class).</li> </ul>	