

SH01

Return of allotment of shares

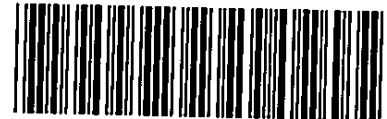


You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **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 by subscrip
on formation of the company or
for an allotment of a new class of
shares by an unlimited company

THURSDAY



A2711Y2H
A25 25/04/2013 #216
COMPANIES HOUSE

1 Company details

Company number 0 7 7 5 7 6 0 7

Company name in full Digital Animal 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 d 2 d 5 m 0 m 3 y 2 y 0 y 1 y 3
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

Class of shares (E.g. Ordinary/Preference etc)	Currency ②	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
C Shares		1669	0.001	44.3861	0.00
D Shares		13016	0.001	44.3861	0.00
Preferred Ordinary		1669	0.001	0.001	0.00

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)



11/5/13 301

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Return of allotment of shares

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Please see continuation				£
page				£
				£
				£
Totals			0	£

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

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				

6

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 nominal value ④		

① Including both the nominal value and any share premium

② 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

③ Total number of issued shares in this class

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

- ① Including both the nominal value and any share premium
- ② Total number of issued shares in this class
- ③ E.g. Number of shares issued multiplied by nominal value of each share

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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**

Class of share

A Ordinary Shares

Prescribed particulars

1

Please see continuation page

Class of share

B Shares

Prescribed particulars

1

Please see continuation page

Class of share

C Shares

Prescribed particulars

1

Please see continuation page

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

Continuation page

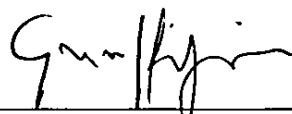
Please use a Statement of Capital continuation page if necessary

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

Class of share	A Ordinary Shares	
Prescribed particulars	<p>The A Ordinary Shares shall rank pari passu with the Preferred Ordinary Shares, B Shares, C Shares and D Shares save as set out below</p> <p>The holders of the A Ordinary Shares shall be entitled to receive any available profits that the Company determines to distribute pari passu with the vested B Shares, the C Shares and D Shares after the Company has first distributed to the holders of the Preferred Ordinary Shares an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders</p> <p>On a return of assets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the A Ordinary Shares shall take third priority with the holders of the vested B Shares, the C Shares and D Shares on an application of any remaining assets of the Company after the payment of its liabilities and after the holders of the Preferred Ordinary Shares receive an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders and after the holders of Deferred Shares receive £1 in aggregate</p> <p>The holders of the A Ordinary Shares have the right to receive notice of, attend, speak at and vote at all general meetings of the Company Each A Ordinary Share shall carry one vote</p>	

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

Class of share	B Shares	
Prescribed particulars	<p>The B Shares once vested shall rank pari passu with the Preferred Ordinary Shares, the A Ordinary Shares, C Shares and D Shares except as set out below.</p> <p>The holders of the vested B Shares shall be entitled to receive any available profits that the Company determines to distribute pari passu with the A Ordinary Shares, the C Shares and D Shares after the Company has first distributed the relevant amount to the holders of the Preferred Ordinary Shares an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders</p> <p>On a return of assets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the vested B Shares shall take third priority with the holders of the A Ordinary Shares, the C Shares and D Shares on an application of any remaining assets of the Company after the payment of its liabilities and after the holders of the Preferred Ordinary Shares receive an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders and after the holders of Deferred Shares receive £1 in aggregate</p> <p>The holders of the vested B Shares shall not have any right to receive notice of, attend, speak at or vote at any general meeting of the Company</p>	

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

Class of share	C Shares
Prescribed particulars	<p>The C Shares shall rank pari passu with the Preferred Ordinary Shares, A Ordinary Shares, B Shares and D Shares save as set out below</p> <p>The holders of the C Shares shall be entitled to receive any available profits that the Company determines to distribute pari passu with the vested B Shares, A Ordinary Shares and D Shares after the Company has first distributed the relevant amount to the holders of the Preferred Ordinary Shares an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders</p> <p>On a return of aseets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the C Shares shall take third priority with the holders of the A Ordinary Shares, the vested B Shares and the D Shares on an application of any remaining assets of the Company after the payment of its liabilities and after the holders of the Preferred Ordinary Shares receive an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders and after the holders of Deferred Shares receive £1 in aggregate</p> <p>The holders of the C Shares have the right to receive notice of, attend, speak at and vote at all general meetings of the Company Each C Share shall carry one vote</p>

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

Class of share	D Shares
Prescribed particulars	<p>The D Shares shall rank pari passu with the Preferred Ordinary Shares, A Ordinary Shares, B Shares and C Shares save as set out below</p> <p>The holders of the D Shares shall be entitled to receive any available profits that the Company determines to distribute pari passu with the vested B Shares, A Ordinary Shares and C Shares after the Company has first distributed the relevant amount to the holders of the Preferred Ordinary Shares an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders</p> <p>On a return of assets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the D Shares shall take third priority with the holders of the A Ordinary Shares, vested B Shares and C Shares on an application of any remaining assets of the Company after the payment of its liabilities and after the holders of the Preferred Ordinary Shares receive an amount equal to the original subscription price paid by the Preferred Ordinary Shareholders and after the holders of Deferred Shares receive £1 in aggregate</p> <p>The D Shares do not enjoy any anti-dilution rights</p> <p>The holders of the D Shares have the right to receive notice of, attend, speak at and vote at all general meetings of the Company Each D Share shall carry one vote</p>

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

Class of share	Deferred Shares	
Prescribed particulars	<p>On a return of assets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the Deferred Shares rank second, after the relevant payment to the holders of the Preferred Ordinary Shares, to receive £1 00 in aggregate provided that there are assets of the Company remaining after the payment of its liabilities</p> <p>The holders of the Deferred Shares are not entitled to receive notice of, attend, speak or vote at any general meeting</p> <p>The Deferred Shares may be redeemed by the Company at any time at its option for £1.00 for all the Deferred Shares held by any holder</p>	

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

Class of share	Preferred Ordinary Shares	
Prescribed particulars	<p>The Preferred Ordinary Shares shall rank pari passu with the A Ordinary Shares, B Shares, C Shares and D Shares save as set out below</p> <p>Any available profits that the Company determines to distribute shall be first distributed amongst the holders of the Preferred Ordinary Shares until an amount equal to the original subscription price of the Preferred Ordinary Shares has been paid in full, following which there shall be no further entitlements to dividends</p> <p>On a return of assets on liquidation, capital reduction or otherwise (other than a conversion, redemption or purchase of shares) the holders of the Preferred Ordinary Shares shall have priority on any payment out of the assets of the Company remaining after payment of its liabilities to an amount equal to the original subscription price per Preferred Ordinary Share This sum shall be adjusted to take into account any Dividend received by the holders of the Preferred Ordinary Shares.</p> <p>For as long as any Dividend is outstanding the holders of the Preferred Ordinary Shares have the right to receive notice of, attend and speak at any general meetings of the Company.</p> <p>The holders of the Preferred Ordinary Shares shall not have the right to vote at any general meetings of the Company.</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 Carolyn Butler

Company name Pitmans LLP

Address 1 Crown Court

66 Cheapside

Post town London

County/Region Greater London

Postcode E C 2 V 6 L R

Country

DX DX 133108 Cheapside 2

Telephone 0207 634 4631

**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

**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

**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



Companies House

COMPANY NAME: DIGITAL ANIMAL LIMITED
COMPANY NUMBER: 07757607

A second filed SH01 was registered on 20/01/2015