



SH02

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares



Companies House

✓ What this form is for
You may use this form to give notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares.

✗ What this form is NOT for
You cannot use this form to give notice of a conversion of shares into stock.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0	9	6	8	4	9	5	5
Company name in full	MEDIA ZOO 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 resolution

Date of resolution	2	0	0	4	2	0	2	2
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3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

4 Sub-division

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share
Ordinary shares	91	£1.00	9,100	£0.01

5 Redemption

Please show the class number and nominal value of shares that have been redeemed. Only redeemable shares can be redeemed.

Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

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Re-conversion

Please show the class number and nominal value of shares following re-conversion from stock.

New share structure			
Value of stock	Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

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Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

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	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

Currency table A

GBP	Ordinary shares	5,460	£54.60	
GBP	A ordinary shares	3,640	£36.40	
GBP	B ordinary shares	1	£0.01	
Totals		9,101	£91.01	

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
9,101	£91.01	£0

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

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Statement of capital (prescribed particulars of rights attached to shares)^①

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 7 .	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. Please use a Statement of capital continuation page if necessary.
Class of share	Ordinary shares	
Prescribed particulars ^①	Ordinary shares have the right to receive notice of and attend and vote and speak at any general meeting of the Company. Ordinary shares shall be entitled to receive, after the payment of a long term dividend payable to the holders of A ordinary shares, the balance of any profits available for distribution pro rata with the holders of the A ordinary shares. Ordinary shares shall be entitled to receive on a capital distribution, after any amounts payable to the A ordinary shares have been paid, the balance of any proceeds available for distribution.	
Class of share	A ordinary shares	
Prescribed particulars ^①	A ordinary shares have the right to receive notice of and attend and vote and speak at any general meeting of the Company. Voting rights are restricted to the lower of 40% of the voting rights attaching to all shares and the number of votes allocated to holders of ordinary shares and A ordinary shares. The holders of the A ordinary shares as a class shall be entitled to receive, in priority to the holders of the ordinary shares, a long term dividend. A ordinary shares shall be entitled on an exit a distribution of the proceeds 1.75x the amount credited as paid up on all A ordinary shares.	
Class of share	B ordinary shares	
Prescribed particulars ^①	The holders of the B ordinary share does not have the right to receive notice of and attend and vote and speak at any general meeting of the Company. The B ordinary shareholder is not entitled to dividend payment. The B ordinary shares on an exit shall be entitled to 0.2% of proceeds available to the holders of shares in the event certain conditions have been satisfied.	

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Signature

	I am signing this form on behalf of the company.	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.
Signature	Signature X DocuSigned by: Mark Killick 373EABC3DC08401... X	
	This form may be signed by: Director ^② , Secretary, Person authorised ^③ , Administrator , Administrative Receiver, Receiver, Receiver manager, CIC manager.	

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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 CMS Cameron McKenna Nabarro

Olswang LLP

Address Saltire Court, 20 Castle Terrace

Post town Edinburgh

County/Region

Postcode

E

H

1

2

E

N

Country

DX

Telephone

**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 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 resolution in Section 2.
- ☐ Where applicable, you have completed Section 3, 4, 5 or 6.
- ☐ You have completed the statement of capital.
- ☐ You have signed the form.

**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

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Complete the table below to show the issued share capital.
Complete a separate table for each currency.

[illegible]

In accordance with
Section 619, 621 & 689
of the Companies Act
2006.

SH02 - continuation page

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'Statement of capital (prescribed particulars of rights attached to shares)'^①

Class of share		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.
Prescribed particulars		