

SH06

Notice of cancellation of shares

X What this form is NOT for
You cannot use this form to give notice of a cancellation shares held by a public company under section 663 of the Companies Act 2006. To do this please use form SH07.

THURSDAY



ACYWV15T

A03

14/03/2024

#165

COMPANIES HOUSE

1 Company details

Company number	1	0	4	6	9	1	0	3
----------------	---	---	---	---	---	---	---	---

Company name in full	Unlimited Marketing Group Ltd
----------------------	-------------------------------

→ 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 cancellation
---	----------------------

Date of cancellation	^d 1	^d 4	^m 0	^m 2	^y 2	^y 0	^y 2	^y 4
----------------------	----------------	----------------	----------------	----------------	----------------	----------------	----------------	----------------

3 Shares cancelled

[illegible]

SH06

Notice of cancellation of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

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 Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GBP	See attached schedule			
Totals				
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
		20,136,632	£20,144,867.00	£0.00

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

SH06

Notice of cancellation of shares

5

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 share capital tables in Section 4.

Class of share

A ordinary

Prescribed particulars
①

See attached schedule

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.

Continuation pages

Please use a Statement of Capital continuation page if necessary.

Class of share

C ordinary

Prescribed particulars
①

See attached schedule

Class of share

Ordinary

Prescribed particulars
①

See attached schedule

6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

Edward Guest

7489B6616AAB4CC...

X

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.

This form may be signed by:

Director②, Secretary, Person authorised②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

In accordance with
Section 708 of the
Companies Act 2006.

SH06 - continuation page

Notice of cancellation of shares

4

Statement of capital

Complete the table below to show the issued share capital.

Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A ordinary	915	£9,150.00	
GBP	C ordinary	100	£100.00	
GBP	Ordinary	11,100,001	£11,100,001.00	
GBP	Preference	9,035,616	£9,035,616.00	
Totals		20,136,632	£20,144,867.00	£0.00

SH06 - continuation page
Notice of cancellation of shares**5** Statement of capital (prescribed particulars of rights
attached to shares) ^①

Class of share	A ordinary
Prescribed particulars	<p>The A ordinary shares of £10.00 each ("A Shares") have attached to them the following rights: (1) Voting: the A Shares do not confer any rights on the holders to receive notice of, to attend or vote at general meetings of the Company or to vote on any written resolution of the Company. (2) Dividends: subject to the preferential dividend rights attaching to the Preference Shares, the holders of the A Shares are entitled to receive dividends. The Company and/or the directors may declare and pay dividends as between the classes of shares in the Company as they see fit such that dividends may be declared on one or more classes and not on the other(s). (3) Capital Distribution: on a return of capital of the Company on a winding up or otherwise (other than a redemption of shares or the purchase by the Company of its own shares), the Surplus Assets of the Company shall be distributed to the shareholders in the order of priority set out in article 5.1 of the Company's articles of association ("Articles"), which provides for the Surplus Assets to be applied in the following order: (i) firstly, in payment to the holders of the Preference Shares; and (ii) secondly, in payment to the holders of the Ordinary Shares, A Shares and C Shares in accordance with Articles 5.1.2 to 5.1.7 (which govern the priority and proportions in which the Surplus Assets are to be applied by reference to IRR). (4) Redemption: the A Shares do not confer any rights of redemption. (The terms, "C Shares", "IRR", "Ordinary Shares", "Preference Shares" and "Surplus Assets", are defined in the Articles.)</p>

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.

In accordance with
Section 708 of the
Companies Act 2006.

SH06 - continuation page
Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ❶	
Class of share	C ordinary
Prescribed particulars	<div><p>The C ordinary shares of £1.00 each ("C Shares") have attached to them the following rights: (1) Voting: the C Shares do not confer any rights on the holders to receive notice of, to attend or vote at general meetings of the Company or to vote on any written resolution of the Company. (2) Dividends: subject to the preferential dividend rights attaching to the Preference Shares, the holders of the C Shares are entitled to receive dividends. The Company and/or the directors may declare and pay dividends as between the classes of shares in the Company as they see fit such that dividends may be declared on one or more classes and not on the other(s). (3) Capital Distribution: on a return of capital of the Company on a winding up or otherwise (other than a redemption of shares or the purchase by the Company of its own shares), the Surplus Assets of the Company shall be distributed to the shareholders in the order of priority set out in article 5.1 of the Company's articles of association ("Articles"), which provides for the Surplus Assets to be applied in the following order: (i) firstly, in payment to the holders of the Preference Shares; and (ii) secondly, in payment to the holders of the Ordinary Shares, A Shares and C Shares in accordance with Articles 5.1.2 to 5.1.7 (which govern the priority and proportions in which the Surplus Assets are to be applied by reference to IRR). (4) Redemption: the C Shares do not confer any rights of redemption. (The terms, "A Shares", "IRR", "Ordinary Shares", "Preference Shares" and "Surplus Assets", are defined in the Articles.)</p></div> <div><p>❶ Prescribed particulars of rights attached to shares 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); andd. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.<p>A separate table must be used for each class of share.</p></div>

In accordance with
Section 708 of the
Companies Act 2006.

SH06 - continuation page
Notice of cancellation of shares

5 Statement of capital (prescribed particulars of rights attached to shares) ●

Class of share	Ordinary
Prescribed particulars	<p>The ordinary shares of £1.00 each ("Ordinary Shares") have attached to them the following rights: (1) Voting: subject to article 45 of the Company's articles of association ("Articles"), which sets out the circumstances in which the voting rights attaching to shares may be restricted, the Ordinary Shares have attached to them full voting rights. (2) Dividends: subject to the preferential dividend rights attaching to the Preference Shares, the holders of the Ordinary Shares are entitled to receive dividends. The Company and/or the directors may declare and pay dividends as between the classes of shares in the Company as they see fit such that dividends may be declared on one or more classes and not on the other(s). (3) Capital Distribution: on a return of capital of the Company on a winding up or otherwise (other than a redemption of shares or the purchase by the Company of its own shares), the Surplus Assets of the Company shall be distributed to the shareholders in the order of priority set out in Article 5.1, which provides for the Surplus Assets to be applied in the following order: (i) firstly, in payment to the holders of the Preference Shares; and (ii) secondly, in payment to the holders of the Ordinary Shares, A Shares and C Shares in accordance with Articles 5.1.2 to 5.1.7 (which govern the priority and proportions in which the Surplus Assets are to be applied by reference to IRR). (4) Redemption: the Ordinary Shares do not confer any rights of redemption. (The terms, "A Shares", "C Shares", "IRR", "Preference Shares" and "Surplus Assets", are defined in the Articles.)</p>

- 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.

In accordance with
Section 708 of the
Companies Act 2006.

SH06 - continuation page
Notice of cancellation of shares

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

Class of share	Preference
Prescribed particulars	<p>The Preference shares of £1.00 each ("Preference Shares") have attached to them the following rights: (1) Voting: the Preference Shares do not confer any rights on the holders to receive notice of, to attend or vote at general meetings of the Company or to vote on any written resolution of the Company. (2) Dividends: the holders of the Preference Shares are entitled to receive a fixed cumulative cash preferential dividend in accordance with article 53.9 of the Company's articles of association ("Articles"). (3) Capital Distribution: on a return of capital of the Company on a winding up or otherwise (other than a redemption of shares or the purchase by the Company of its own shares), the Surplus Assets of the Company shall be distributed to the shareholders in the order of priority set out in Article 5.1, which provides for the Surplus Assets to be applied in the following order: (i) firstly, in payment to the holders of the Preference Shares; and (ii) secondly, in payment to the holders of the Ordinary Shares, A Shares and C Shares in accordance with Articles 5.1.2 to 5.1.7 (which govern the priority and proportions in which the Surplus Assets are to be applied by reference to IRR). (4) Redemption: the Preference Shares do not confer any rights of redemption. (The terms, "A Shares", "C Shares", "IRR", "Ordinary Shares" and "Surplus Assets", are defined in the Articles.)</p>

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.

SH06

Notice of cancellation of 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

Emma Howarth, Oakwood

Corporate Services Limited

Address

3rd Floor

1 Ashley Road

Post town

Altrincham

County/Region

Cheshire

Postcode

W A 1 4 2 D T

Country

United Kingdom

DX

Telephone

**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 completed section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant 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,
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.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