



SH01

Return of allotment of shares



Companies House

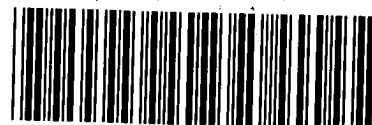


Go online to file this information
www.gov.uk/companieshouse

✓ **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 subscription on formation of the company for an allotment of a new class of shares by an unlimited company.

WEDNESDAY



SCT *S81NPFNV* #394
20/03/2019
COMPANIES HOUSE

1 Company details

Company number 1 1 5 9 5 1 2 0

Company name in full JPIMedia 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 Allotment dates ①

From Date d₁ d₃ m₀ m₃ y₂ y₀ y₁ y₉
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.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	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
	B Ordinary Shares	122,222	£0.01	£0.25	£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)

COMPANIES HOUSE
EDINBURGH

20 MAR 2019

FRONT DESK

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Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

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

	Deferred	1	0.01	
	A Ordinary	2,200,000	22,000	
	B Ordinary	122,222	1,222.22	
Totals		2,322,223	23,222.23	0

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
2,322,223	23,222.23	0

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

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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	Deferred
Prescribed particulars ①	The Deferred Shares do not have the right to vote or receive dividends. A Deferred Share shall entitle its holder on a return of capital on a liquidation (but not otherwise) to payment of £0.01 for every £100,000,000 distributed to the holders of A Ordinary Shares (in accordance with article 7.2 of the company's articles of association) under article 7.3. The Deferred Shares do not confer any rights of redemption.
Class of share	A Ordinary Shares
Prescribed particulars ①	The A Ordinary Shares have full voting and dividend rights. On a return of capital on a liquidation or otherwise, the surplus assets of the company available for distribution among the members shall be distributed amongst the holders of the A Ordinary Shares in proportion to the number of A Ordinary Shares held by them respectively up to the B Hurdle (as defined in the company's articles of association) under article 7.2 subject to the right of the holders of Deferred Shares to receive the amounts under article 7.3. The A Ordinary Shares do not confer any rights of redemption.
Class of share	B Ordinary Shares
Prescribed particulars ①	The B Ordinary Shares do not have the right to vote. Vested B Ordinary shares have dividend rights. On a return of capital on a liquidation or otherwise, the surplus assets of the company available for distribution (after paying amounts due to holders of A Ordinary Shares above) shall be paid to the holders of A Ordinary and B Ordinary shares in the proportion which they bear to the aggregate number of A Ordinary Shares and B Ordinary Shares in issue at that time, under article 7.2. The B Ordinary Shares do not confer any rights of redemption.

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 page

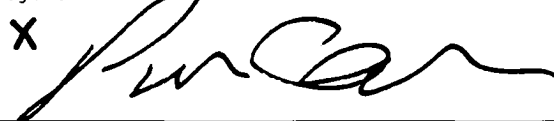
Please use a Statement of Capital continuation page if necessary.

6 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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**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

Linda Hawkins

Company name

JPIMedia Holdings Limited

Address

2 Cavendish Square

Post town

London

County/Region

Postcode

W I G O P U

Country

DX

Telephone

0131 311 7503

**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 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