

SH10

Notice of particulars of variation of rights attached to shares

✓ **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. If you do this, please use form SH10.

THURSDAY



A15 *A746XA4Q* 19/04/2018 #82
COMPANIES HOUSE

1 Company details

Company number 0 2 3 0 4 1 5 0

Company name in full DTW Advertising and Marketing 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 d 2 9 m 0 3 y 2 0 1 8

3 Details of variation of rights

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

Variation

See continuation sheet

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

✗  ✗

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.

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.

SH10

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 David Adams

Company name Archers Law LLP

Address Lakeside House

Kingfisher Way

Post town Stockton-on-Tees

County/Region

Postcode T S 1 8 3 N B

Country

DX 721030 Stockton 3

Telephone 01642 636500



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 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

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>The rights attaching to the E Shares have been varied by the inclusion of the following:</p> <p>Pre-Emption Rights</p> <p>(a) Article 14.2(a)</p> <p>Any Transfer Notice (as defined in the Articles) served on the Company by an Original Shareholder (as defined in the Articles) will include any E Shares held by their Spouse (as defined in the Articles).</p> <p>(b) Article 14.3</p> <p>A shareholder may withdraw any attempt to transfer shares, unless they are the holder of E Shares.</p> <p>(c) Article 14.7</p> <p>The Board will offer sale shares to all shareholders except for the Seller and any holder of only E Shares. If the sale shares are E Shares the Board will invite the Original Shareholder to buy them back.</p> <p>Permitted Transfers</p> <p>(d) Article 15.1</p> <p>A holder of E shares may transfer all or any of the E shares to the shareholder that originally transferred the shares to them provided that the original shareholder has not attempted to sell their shares and provided that such original shareholder is not deceased.</p> <p>(e) Article 15.2</p> <p>If the E shareholder ceases to be the spouse or Civil Partner of the shareholder that originally transferred the shares to them, they or their personal representatives may transfer the E shares back to such original shareholder.</p>	

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>(f) Article 15.3</p> <p>A holder of E Shares may transfer the shares to the shareholder that originally transferred the shares to them, if requested to do so, provided that such original shareholder is not deceased and not has not attempted to sell the shares.</p> <p>Compulsory Transfer Events</p> <p>(g) Article 16.1(e)</p> <p>If E Shares are held in the name of a deceased shareholder for longer than 6 months and the shareholder that originally transferred the shares to them is not deceased:-</p> <p>(Article 16.1 (f)) within 20 Business Days of either:</p> <ol style="list-style-type: none"> (1) the Original Shareholder (as defined in the Articles) requesting that the E shares are transferred back to him; or (2) the holder of E Shares ceasing to be the Spouse or Civil Partner of the Original Shareholder, <p>a Transfer Notice is deemed served in respect of the E Shares.</p> <p>(h) Article 16.2(c)</p> <p>If a Compulsory Transfer Event occurs in relation to a holder of E Shares, the E Shares will only be offered to the Original Shareholder who originally transferred the E Shares to them.</p> <p>(i) Article 16.2(g)</p> <p>If a Compulsory Transfer Event occurs to an Original Shareholder, and their Spouse or Civil Partner (as defined in the Articles) holds E Shares, the E shares are simultaneously deemed to have been subject to a Transfer Notice.</p> <p>Fair Value</p> <p>(j) Article 17.3 (g)</p> <p>Certain assumptions regarding the share price are to be disregarded when calculating the share price of E Shares if a Compulsory Transfer Event (as defined in the Articles) occurs and the Continuing Shareholder (as defined in the Articles) is the Original Shareholder who transferred such shares to that holder of E shares so that:</p> <ol style="list-style-type: none"> (1) the share price does not have to be a proportion of the total value of all the issued shares in the capital of the Company; and 	

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	(2) the minimum value of each share does not have to be £15.00 per share.	