

# SH02

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



**iris**  
LASERFORM

☒ **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

THURSDAY



A26 18/03/2010  
COMPANIES HOUSE

46

### 1 Company details

Company number 0 1 0 4 0 5 8 7

Company name in full Euromonitor International 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 12 03 2010

### 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
See continuation sheet				

### 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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## 6 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

## Statement of capital

Section 7 (also Section 8 and Section 9 if appropriate) should reflect the company's issued capital following the changes made in this form

## 7 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each share classes held in pound sterling  
If all your issued capital is in sterling, only complete Section 7 and then go to Section 10.

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
Ordinary X shares	0.25	0.00	50009	£ 12,502.25
Ordinary Y shares	0.24	0.00	50009	£ 12,002.16
Ordinary Z shares	0.51	0.00	50009	£ 25,504.59
				£
Totals			150027	£ 50,009.00

## 8 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				

① Including both the nominal value and any share premium.

③ Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

Continuation pages  
Please use a Statement of Capital continuation page if necessary

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### Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	<b>1</b> Total aggregate nominal value Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc
Total number of shares	150,027	
Total aggregate nominal value <b>1</b>	£50,009	

10

### Statement of capital (Prescribed particulars of rights attached to shares) **2**

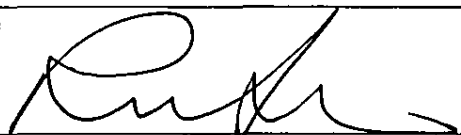
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section 7</b> and <b>Section 8</b>	<b>2</b> Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including 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  Please use a Statement of capital continuation page if necessary
Class of share	Ordinary X Shares	
Prescribed particulars	See continuation sheet	
Class of share	Ordinary Y Shares	
Prescribed particulars	See continuation sheet	
Class of share	Ordinary Z Shares	
Prescribed particulars	See continuation sheet	
Class of share	Ordinary 2 Shares	
Prescribed particulars	See continuation sheet	

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Class of share		<b>1 Prescribed particulars of rights attached to shares</b> 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  Please use a Statement of capital continuation page if necessary
Prescribed particulars		
Class of share		
Prescribed particulars		

**11****Signature**

Signature	I am signing this form on behalf of the company		<b>2 Societas Europaea</b> 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  <b>3 Person authorised</b> Under either section 270 or 274 of the Companies Act 2006
	Signature	<div>X  X</div> <p>This form may be signed by Director <b>2</b>, Secretary, Person authorised <b>3</b>, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager</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 Charlotte Stevenson

Company name Penningtons Solicitors LLP

Address

Post town

County/Region

Postcode

R G 2 1 4 E Q

Country

DX 148600 Basingstoke 21

Telephone +44 (0)1256 407100



### 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



### 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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)

#### Section 4 Subdivision of Shares

<u>Class of Share</u>	<u>Previous Share Structure</u>		<u>New Share Structure</u>	
	<u>Number of Issued Shares</u>	<u>Nominal Value of Shares</u>	<u>Number of Issued Shares</u>	<u>Nominal Value of Shares</u>
Ordinary A	30,005	£1 00		
Ordinary B	20,004	£1 00		
Ordinary X Shares			50,009	£0 25
Ordinary Y Shares			50,009	£0 24
Ordinary Z Shares			50,009	£0 51

## SH02 - continuation page

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10	Statement of capital (Prescribed particulars of rights attached to shares) ①	
Class of share	Ordinary X Shares	
Prescribed particulars	<p><u>Prescribed Particulars</u></p> <p>a) The shares have attached to them no voting rights other than</p> <ol style="list-style-type: none"> <li>1 at a class meeting of the X shareholders,</li> <li>2 on any resolution to declare a dividend,</li> <li>3 on any resolution to wind up the company, where each share shall carry 1 vote per share (both on a show of hands and on a poll)</li> </ol> <p>b) The shares have attached to them the right to a fixed dividend of £3 10 per share payable (subject to approval by the X Shareholders) on the date one year from adoption of the articles of association of the Company, provided that no notice has been served under article 24 of the articles of association. Any such dividend is to be distributed pro rata in accordance with the number of shares held. The shares carry no rights to participate in any other dividends declared by the company.</p> <p>c) On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of shares), the shares shall have attached to them the right to receive any unpaid dividend due to them and (after the holders of Y ordinary shares and Z ordinary shares have been paid any unpaid dividend due to them) to participate in the distribution of the balance of any assets pro rata in accordance with the number of shares held.</p> <p>d) The X shares carry no rights of redemption.</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 and any terms or conditions relating to redemption of these shares.
- A separate table must be used for each class of share.

## SH02 - continuation page

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10	Statement of capital (Prescribed particulars of rights attached to shares) ①	
Class of share	Ordinary Y Shares	
Prescribed particulars	<p><u>Prescribed particulars</u></p> <p>a) The shares have attached to them full voting rights and each share shall carry 100 votes per share (both on a show of hands and on a poll)</p> <p>b) The shares have attached to them the right to a fixed dividend of £3 10 per share payable (subject to approval by the X Shareholders) on the date one year from adoption of the articles of association of the Company, provided that no notice has been served under article 24 of the articles of association. The shares have attached to them the right to participate in dividends declared by the company in any financial year after payment of the fixed £3 10 dividend to all shareholders and payment of the fixed preferential dividend attached to the Z shares in that financial year. Any such dividend is to be distributed pro rata in accordance with the number of shares held</p> <p>c) On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of shares), the shares shall have attached to them</p> <ol style="list-style-type: none"> <li>1. the right to receive payment of any unpaid dividend under the £3 10 fixed dividend,</li> <li>2 (after payment to the Z Shareholders of any unpaid dividend under the £100 fixed Z share class dividend), the right to receive any other unpaid dividends due in respect of the Y shares, and</li> <li>3 the right to participate in the distribution of the balance of any assets pro rata in accordance with the number of shares held</li> </ol> <p>d) The Y shares carry no rights of redemption</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 and any terms or conditions relating to redemption of these shares
- A separate table must be used for each class of share



## SH02 - continuation page

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10	Statement of capital (Prescribed particulars of rights attached to shares) ①	
Class of share	Ordinary Z Shares	
Prescribed particulars	<p><u>Ordinary Z shares</u></p> <p><u>Prescribed particulars</u></p> <p>a) Each Z share shall confer on the holder the right to vote at all general meetings. Each Z share shall carry 1 vote per share (both on a show of hands and on a poll) save on any resolution which affects the rights attaching to the Z shares when each Z share shall carry 100 votes per share (both on a show of hands and on a poll)</p> <p>b) The shares have attached to them the right to a fixed dividend of £3 10 per share payable (subject to approval by the X Shareholders) on the date one year from adoption of the articles of association of the Company, provided that no notice has been served under article 24 of the articles of association. The shares also have attached to them the right to a fixed preferential dividend of £100 per annum, to be divided between all holders of Z shares pro rata in accordance with the number of shares held</p> <p>c) On a return of capital on liquidation or otherwise, the shares shall have attached to them the following capital distribution rights</p> <ol style="list-style-type: none"> <li>1 the payment of unpaid arrears of the £3 10 fixed dividend, and</li> <li>2 after payment to the shareholders of any unpaid arrears of the £3 10 dividend, the payment of any unpaid arrears of the fixed £100 class dividend</li> </ol> <p>d) The Z shares carry no rights of redemption</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 and any terms or conditions relating to redemption of these shares
- A separate table must be used for each class of share