

SH01

Return of allotment of shares



Companies House



Go online to file this information
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✓ **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 on formation of the company
for an allotment of a new class of shares by an unlimited company.

TUESDAY



*A09

A6CVIYU2

15/08/2017

#364

COMPANIES HOUSE

1 Company details

Company number 04018752

Company name in full KOBALT MUSIC GROUP 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 ^d9 ^m0 ^m7 ^y2 ^y0 ^y1 ^y7

To Date ^d0 ^d2 ^m0 ^m8 ^y2 ^y0 ^y1 ^y7

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
GBP	SERIES D PREFERRED	176,275	0.10	USD\$65.75	0

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)

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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				
	SEE CONTINUATION SHEET			
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
11,162,421	625,895.82	0

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

Statement of capital

Complete a separate table for each currency.

Totals	11,162,421	625,895.82	0
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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

Prescribed particulars
①

SEE CONTINUATION SHEET

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.

Class of share

Prescribed particulars
①

Class of share

Prescribed particulars
①

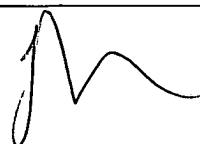
6 Signature

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

Class of share	ORDINARY	
Prescribed particulars	(A) FULL VOTING RIGHTS; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, FULL RIGHTS TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, FULL RIGHTS TO PARTICIPATE IN CAPITAL DISTRIBUTIONS; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER	

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

Class of share	ORDINARY BA	
Prescribed particulars	<p>(A) TWENTY ORDINARY BA SHARES HAVE THE SAME VOTING RIGHTS AS ONE ORDINARY SHARE; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, ORDINARY BA SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS PAYABLE TO THAT SHARE CLASS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, ORDINARY BA SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN CAPITAL DISTRIBUTIONS, SUCH DISTRIBUTIONS TO BE REDUCED BY THE THRESHOLD VALUE OF £6.00 PER ORDINARY BA SHARE; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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

Class of share	ORDINARY BB	
Prescribed particulars	(A) TWENTY ORDINARY BB SHARES HAVE THE SAME VOTING RIGHTS AS ONE ORDINARY SHARE; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, ORDINARY BB SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS PAYABLE TO THAT SHARE CLASS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, ORDINARY BB SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN CAPITAL DISTRIBUTIONS, SUCH DISTRIBUTIONS TO BE REDUCED BY THE THRESHOLD VALUE OF £7.50 PER ORDINARY BB SHARE; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY BC	
Prescribed particulars	<p>(A) TWENTY ORDINARY BC SHARES HAVE THE SAME VOTING RIGHTS AS ONE ORDINARY SHARE; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, ORDINARY BC SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS PAYABLE TO THAT SHARE CLASS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, ORDINARY BC SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN CAPITAL DISTRIBUTIONS, SUCH DISTRIBUTIONS TO BE REDUCED BY THE THRESHOLD VALUE OF £10.00 PER ORDINARY BC SHARE; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY BD	
Prescribed particulars	<p>(A) TWENTY ORDINARY BD SHARES HAVE THE SAME VOTING RIGHTS AS ONE ORDINARY SHARE; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, ORDINARY BD SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS PAYABLE TO THAT SHARE CLASS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, ORDINARY BD SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN CAPITAL DISTRIBUTIONS, SUCH DISTRIBUTIONS TO BE REDUCED BY THE THRESHOLD VALUE OF £20.00 PER ORDINARY BD SHARE; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY BG	
Prescribed particulars	<p>(A) TWENTY ORDINARY BG SHARES HAVE THE SAME VOTING RIGHTS AS ONE ORDINARY SHARE; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, ORDINARY BG SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS PAYABLE TO THAT SHARE CLASS; (C) SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES AND SERIES D PREFERRED SHARES, ORDINARY BG SHAREHOLDERS HAVE THE RIGHT TO PARTICIPATE IN CAPITAL DISTRIBUTIONS, SUCH DISTRIBUTIONS TO BE REDUCED BY THE THRESHOLD VALUE OF £17.50 PER ORDINARY BG SHARE; (D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	SERIES A PREFERRED	
Prescribed particulars	(A) FULL VOTING RIGHTS ON AN AS CONVERTED BASIS INTO ORDINARY SHARES; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, FULL RIGHTS TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS; (C) SUBJECT TO THE RIGHTS OF THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, PRIOR RIGHT TO PARTICIPATE UP TO £12.00 PER SERIES A PREFERRED SHARE IN CAPITAL DISTRIBUTIONS, PARI PASSU WITH RIGHT OF SERIES B PREFERRED SHARES TO PARTICIPATE UP TO £20.00 PER SERIES B PREFERRED SHARE, WHERE THE AMOUNT RECEIVABLE PER ORDINARY SHARE, SERIES A PREFERRED SHARE AND SERIES B PREFERRED SHARE WOULD OTHERWISE BE LESS THAN £20.00 PER SHARE; (D) CONVERTIBLE INTO ORDINARY SHARES AT ANY TIME AND AUTOMATICALLY ON A LISTING; (E) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	SERIES B PREFERRED	
Prescribed particulars	<p>(A) FULL VOTING RIGHTS ON AN AS CONVERTED BASIS INTO ORDINARY SHARES; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, FULL RIGHTS TO PARTICIPATE IN DISTRIBUTION OF DIVIDENDS; (C) SUBJECT TO THE RIGHTS OF THE SERIES D PREFERRED SHARES AND THE SERIES C PREFERRED SHARES, PRIOR RIGHT TO PARTICIPATE UP TO £20.00 PER SERIES B PREFERRED SHARE IN CAPITAL DISTRIBUTIONS, PARI PASSU WITH RIGHT OF SERIES A PREFERRED SHARES TO PARTICIPATE UP TO £12.00 PER SERIES A PREFERRED SHARE, WHERE THE AMOUNT RECEIVABLE PER ORDINARY SHARE, SERIES A PREFERRED SHARE AND SERIES B PREFERRED SHARE WOULD OTHERWISE BE LESS THAN £20.00 PER SHARE; (D) CONVERTIBLE INTO ORDINARY SHARES AT ANY TIME AND AUTOMATICALLY ON A LISTING; (E) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	SERIES C PREFERRED	
Prescribed particulars	<p>(A) FULL VOTING RIGHTS ON AN AS CONVERTED BASIS INTO ORDINARY SHARES; (B) SUBJECT TO THE PREFERRED DIVIDEND RIGHTS ATTACHING TO THE SERIES D PREFERRED SHARES, PRIOR RIGHT TO RECEIVE DIVIDEND EQUAL TO THE GREATER OF 8% OF THE APPLICABLE SERIES C LP AMOUNT AND THE ORDINARY SHARE DIVIDEND THE HOLDERS WOULD RECEIVE ON AN AS CONVERTED BASIS; (C) SUBJECT TO THE PRIOR RIGHTS OF THE SERIES D PREFERRED SHARES, PRIOR RIGHT (PRIOR TO THE HOLDERS OF SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND B SHARES) TO RECEIVE UP TO THE SERIES C LP AMOUNT PER SERIES C PREFERRED SHARE HELD ON A CAPITAL DISTRIBUTION, OTHERWISE RIGHT TO RECEIVE SAME AMOUNT PER SHARE AS HOLDERS OF ORDINARY SHARES; (D) CONVERTIBLE INTO ORDINARY SHARES AT ANY TIME AND AUTOMATICALLY ON A LISTING; (E) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER</p>	

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

Class of share	SERIES D PREFERRED	
Prescribed particulars	(A) FULL VOTING RIGHTS ON AN AS CONVERTED BASIS INTO ORDINARY SHARES; (B) PRIOR RIGHT TO RECEIVE DIVIDEND EQUAL TO THE GREATER OF 8% OF THE APPLICABLE SERIES D LP AMOUNT AND THE ORDINARY SHARE DIVIDEND THE HOLDERS WOULD RECEIVE ON AN AS CONVERTED BASIS; (C) PRIOR RIGHT (PRIOR TO THE HOLDERS OF SERIES A PREFERRED SHARES, SERIES B PREFERRED SHARES, SERIES C PREFERRED SHARES, ORDINARY SHARES AND B SHARES) TO RECEIVE UP TO 1.25 TIMES THE SERIES D LP AMOUNT PER SERIES D PREFERRED SHARE HELD ON A CAPITAL DISTRIBUTION, OTHERWISE RIGHT TO RECEIVE SAME AMOUNT PER SHARE AS HOLDERS OF ORDINARY SHARES; (D) CONVERTIBLE INTO ORDINARY SHARES AT ANY TIME AND AUTOMATICALLY ON A LISTING; (E) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER	

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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

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



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