

SH10

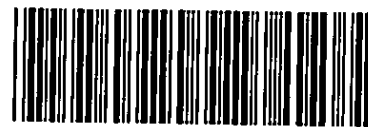
Notice of particulars of variation of rights attached to shares



☒ **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. To do this please use form SH12

SATURDAY



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21/08/2010

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COMPANIES HOUSE

1 Company details

Company number 0 4 2 3 9 2 4 0

Company name in full TALK PR 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 3 0 0 6 2 0 1 5

3 Details of variation of rights

Please give details of the variation of rights attached to shares

Variation

GROWTH A SHARES / GROWTH B SHARES

16 Growth A Shares and 16 Growth B Shares of £1 each were redesignated as 32 ordinary B shares of £1 each and the rights attached to those shares were varied accordingly

For details of the rights attaching to the ordinary B shares, please 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

X

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X

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

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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 Tom Oliphant

Company name OLSWANG LLP

Address 90 High Holborn

Post town London

County/Region

Postcode W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000

**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

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	Rights attached to class of members (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B SHARES	
Prescribed particulars	<p>DEFINITIONS AND INTERPRETATIONS</p> <p>SH10 In this Form SH01 (unless the context requires otherwise) the following words and expressions have the following meanings</p> <p>"Transmittee" means a person entitled to a share by reason of the death or bankruptcy of a shareholder or otherwise by operation of law</p> <p>1 VOTING</p> <p>1 1 Each share carries one vote</p> <p>1 2 A person who is entitled to attend, speak or vote at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a notice in writing appointing a proxy has been delivered to the Company by or on behalf of that person</p> <p>2 SHARES DIVIDENDS AND OTHER DISTRIBUTIONS</p> <p>Procedure for declaring dividends</p> <p>2 1 The Company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends</p> <p>2 2 No dividend may be declared or paid unless it is in accordance with shareholders' respective rights. Unless the shareholders' resolution to declare or the directors' decision to pay a dividend, or the terms on which shares are issued, specify otherwise, it must be paid by reference to each shareholder's holding of shares on the date of the resolution or decision to declare or pay it. If the Company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if at the time of payment, any preferential dividend is in arrear</p> <p>2 3 Dividends shall be paid to</p>	

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	Rights attached to class of members (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B SHARES	
Prescribed particulars	<p>2 3 1 the shareholder of the share, or</p> <p>2 3 2 if the share has two or more joint shareholders, whichever of them is named first in the register of members, or</p> <p>2 3 3 if the shareholder is no longer entitled to the share by reason of death or bankruptcy, or otherwise by operation of law, the Transmittree.</p> <p>Non-cash distributions</p> <p>2 4 Subject to the terms of issue of the share in question, the Company may, by ordinary resolution, decide to pay all or part of a dividend or other distribution payable in respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company)</p> <p>2 5 For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including (where any difficulty arises regarding the distribution) fixing the value of any assets, paying cash to any person entitled to the distribution on the basis of that value in order to adjust the rights of such persons, and vesting any assets in trustees</p> <p>3 SHARES: CAPITALISATION OF PROFITS</p> <p>3 1 Subject to these articles, the directors may, if they are so authorised by an ordinary resolution</p> <p>3 1 1 decide to capitalise any profits of the Company (whether or not they are available for distribution) which are not required for paying a preferential dividend, or any sum standing to the credit of the Company's share premium account or capital redemption reserve, and</p> <p>3 1 2 appropriate any sum which they so decide to capitalise ("capitalised sum") to the persons who would have been entitled to it if it were</p>	

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Rights attached to class of members (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B SHARES
Prescribed particulars	<p>distributed by way of dividend ("persons entitled") and in the same proportions</p> <p>3 2 Capitalised sums must be applied on behalf of the persons entitled, and in the same proportions as a dividend would have been distributed to them</p> <p>3 3 Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct</p> <p>3 4 Any capitalised sum which was appropriated from profits available for distribution may be applied in or towards paying up new debentures of the Company which are then allotted credited as fully paid to the persons entitled or as they may direct</p> <p>3 5 Subject to these articles the directors may</p> <p>3.5.1 apply capitalised sums in accordance with articles 3 3 and 3 4 of the Company's articles of association partly in one way and partly in another,</p> <p>3 5 2 make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this article (including the issuing of fractional certificates or the making of cash payments or ignoring fractions altogether), and</p> <p>3 5 3 authorise any person to enter into an agreement with the Company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this article.</p>