



Please complete in typescript, or  
in bold black capitals

CHFP025

Company Number

06388962

Company name in full

WG&M Shelf Company 148 Limited

# 88(2)

(Revised 2005)

Return of Allotment of Shares

## Shares allotted (including bonus shares)

(see Guidance Booklet GBA6)

Date or period during which  
shares were allotted

(If shares were allotted on one date  
enter that date in the "from" box)

From

Day Month Year

01 04 2008

To

Day Month Year

Class of shares

(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each  
share (including any share premium)

ORDINARY		
1		
£1 00		
£68,250,623.73	£68,250,623.73	

List the names and addresses of the allottees and the  
number and class of shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in  
cash please state.

% that each share is to be  
treated as paid up

% (if any) that each share  
is to be paid up in cash

100		
nil		

Consideration for which  
the shares were allotted

(This information must be supported by  
the original or a certified copy of the  
contract or by Form 88(3) if the contract  
is not in writing)

see attached



LD3 24/04/2008 75  
COMPANIES HOUSE

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COMPANIES HOUSE

When you have completed and signed the form please send it to the  
Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2

### **Names and addresses of the allottees**

Shareholder details <i>(list joint allottees as one shareholder)</i>		Shares and share class allotted	
Name(s) EMI Music Publishing Limited Address 27 Wrights Lane, London  UK Postcode W 8 L L 5 S W		Class of shares allotted £1.00 ORDINARY	Number allotted 1
Name(s)  Address   UK Postcode L L L L L L L L		Class of shares allotted	Number allotted
Name(s)  Address   UK Postcode L L L L L L L L		Class of shares allotted	Number allotted
Name(s)  Address   UK Postcode L L L L L L L L		Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Q

**Signed**

Stephen H Alexander

Date 01 APRIL 2008

\*\* A director / secretary [REDACTED]

**\*\* Please delete as appropriate**

### Contact Details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Weil Gotshal & Manges  
One South Place  
London EC2M 2WG

LO1/702712  
DX number

Tel 0207 903 1000  
DX exchange

## ASSIGNMENT OF INTERCOMPANY BALANCE

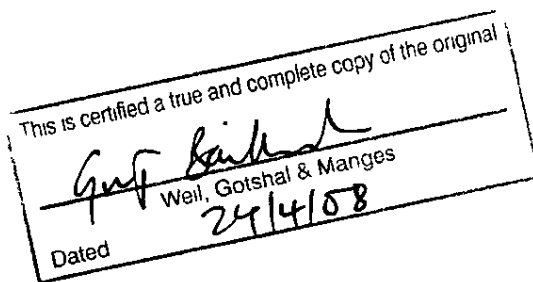
We, EMI Music Publishing Limited (the "Assignor"), hereby irrevocably assign to WG&M Shelf Company 148 Limited (the "Assignee") all right, title and interest of the Assignor to receive the sum of EUR 87,251,597.37 currently owed to us by EMI Group Germany GmbH (the "Obligor") under a cash management agreement dated February 2006 originally entered into between EMI Group Finance plc (EMI Group Finance Limited) and EMI Group Germany GmbH (the "Receivable"). The assignment shall be by way of contribution from the Assignor to the Assignee. The consideration for the assignment will be the issue of one share in the Assignee to the Assignor at par value, with a premium of EUR 87,251,597.37 less such par value.

The Assignor shall be released from any liabilities and obligations under the Receivable and any such liabilities and obligations shall be assumed by the Assignee under the Receivable. The Obligor shall be released from any liabilities and obligations to the Assignor under the Receivable and shall assume any such liabilities and obligations in favour of the Assignee under the Receivable.

We hereby give notice of such assignment to the Obligor and direct it that such intercompany balance is now due from it to the Assignee.

This assignment is governed by English law.

*[The remainder of this page is intentionally left blank]*




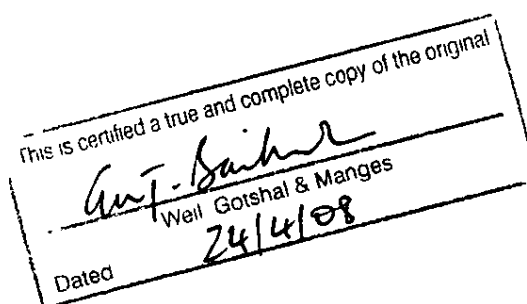
Signed ..... Dated 2008  
for and on behalf of **EMI Music Publishing Limited**

We hereby agree to the above.

Signed ..... Dated 2008  
for and on behalf of **WG&M Shelf Company 148 Limited**

The undersigned hereby acknowledges the assignment, release and assumption referred to above and that all of its liabilities and obligations under the Receivable shall be owed to the Assignee.

Signed  ..... Dated 28 MARCH 2008  
for and on behalf of **EMI Group Germany GmbH**



Signed .   
for and on behalf of **EMI Music Publishing Limited**

Dated **28 MARCH** 2008

We hereby agree to the above

Signed .   
for and on behalf of **WG&M Shelf Company 148 Limited**

Dated **28 MARCH** 2008

The undersigned hereby acknowledges the assignment, release and assumption referred to above and that all of its liabilities and obligations under the Receivable shall be owed to the Assignee

Signed  
for and on behalf of **EMI Group Germany GmbH**

Dated 2008

