

# SH02

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

BLUEPRINT

OneWorld

☒ **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 for  
notice of a conversion of  
stock

SATURDAY



\*A3DWQ6E2\*

A20

09/08/2014

#4

COMPANIES HOUSE

### 1 Company details

Company number 0 6 5 2 5 0 8 8

Company name in full Ingenious Media Holdings plc

→ **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 3 0 0 6 2 0 1 4

### 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
B Preferred Ordinary Shares	49,000	£0 90	441,000	£0 10
A Preferred Ordinary Shares	100,000	£1 00	1,000,000	£0 10

### 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

SH02

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

<b>6</b>	<b>Re-conversion</b>		
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

<b>7</b>	<b>Statement of capital (Share capital in pound sterling (£))</b>			
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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❶
See attached schedule				£
				£
				£
				£
<b>Totals</b>				£

<b>8</b>	<b>Statement of capital (Share capital in other currencies)</b>			
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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value
<b>Totals</b>				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value
<b>Totals</b>				

❶ Including both the nominal value and any share premium

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

❷ Total number of issued shares in this class

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

# SH02 - continuation page

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

### Statement of capital

Please complete the table below to show each class of shares held in other currencies  
Please complete a separate table for each currency

Currency	GBP			
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
A Preferred Shares	0 10	0 00	1,000,000	£100,000 00
B Preferred Shares	0 10	0 00	441,000	£44,100 00
A Shares	0 10	0 00	50,000	£5,000 00
B Shares	0 05	0 00	9,001	£450 05
C Shares	0 05	0 00	9,035	£451 75
D Shares	0 05	0 00	9,041	£452 05
E Shares	0 05	0 00	9,189	£459 45
F Shares	0 05	0 00	9,044	£452 20
G Shares	0 05	0 00	9,919	£495 95
H Shares	0 05	0 00	9,520	£476 00
I Shares	0 05	0 00	9,464	£473 20
J Shares	0 05	0 00	9,663	£483 15
K Shares	0 05	0 00	9,683	£484 15
L Shares	0 00125	0 00	19,305	£24 13
M Shares	0 00125	0 00	18,176	£22 72
N Shares	0 00125	0 00	18,176	£22 72
O Shares	0 00125	0 00	18,176	£22 72
P Shares	0 00125	0 00	19,806	£24 76
Q Shares	0 00125	0 00	19,676	£24 60
R Shares	0 00125	0 00	19,676	£24 60
S Shares	0 00125	0 00	19,184	£23 98
T Shares	0 00125	0 00	18,957	£23 70
U Shares	0 00125	0 00	18,956	£23 70
V Shares	0 00125	0 00	18,689	£23 36
W Shares	0 00125	0 00	18,694	£23 36
Totals				

① Including both the nominal value and any  
share premium

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

② Total number of issued shares in  
this class

Please complete the table below to show each class of shares held in other currencies  
Please complete a separate table for each currency

- ① Including both the nominal value and any share premium
- ② Total number of issued shares in this class
- ③ E.g. Number of shares issued multiplied by nominal value of each share

## SH02

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

9

## Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value <sup>①</sup>

**① Total aggregate nominal value**  
Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc

10

Statement of capital (Prescribed particulars of rights attached to shares) <sup>②</sup>

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section 7** and **Section 8**

Class of share

See attached schedule

Prescribed particulars

**② 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

Prescribed particulars

Class of share


Prescribed particulars

SH02

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

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 		
This form may be signed by Director ②, Secretary, Person authorised ③, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager			

## SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>1</sup>

Class of share	£1 00 A Preferred Ordinary Shares	
Prescribed particulars	<p>Income - to receive, subject to the Companies Act 2006, in priority to the transfer of any sum to reserves or any rights of the holders of any other class of shares in the capital of the Company, a floating cumulative preferential dividend Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining after the payment of all other debts and liabilities of the Company and of the costs and charges and expenses of any winding up shall be applied by the directors first, after repaying to the holders of the Redeemable Shares in accordance with the Company's articles of association, in paying to the A Preferred Ordinary Shareholders (as a class) a sum equal to the aggregate of (i) £100,000 (one hundred thousand pounds) and (ii) the amount of the Preferred Dividend outstanding on the Preferred Ordinary Shares attributable to the A Preferred Ordinary Shares, which sum shall be divided amongst the A Preferred Ordinary Shareholders pro rata to the number of A Preferred Ordinary Shares held by each such A Preferred Ordinary Shareholder and according to the amount paid up or credited as paid up on such A Preferred Ordinary Shares Voting – To receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b><sup>1</sup> Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 10 A Shares	
Prescribed particulars	<p>Income – subject to the Preferred Dividend being paid in full in accordance with the articles of association of the Company, the balance of the profits of the Company (if any) available for distribution shall be distributable amongst the holders of the A Shares, which dividends shall be divided amongst the A Shareholders pro rata to the number of A Shares held by each such A Shareholder and according to the amount paid up or credited as paid up on such A Shares. In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to the holders of the Redeemable Preference Shares, shall be applied by the directors to the A shareholders a sum equal to the aggregate of the distributable reserves of the Company at the date of the return of capital, the distributable reserves of any subsidiary of the Company, less the amount paid for the A2 Shares in Ingenious Media Limited less the amount of the Preferred Dividend outstanding on the Preferred Ordinary Shares. Subject to the satisfaction of the above, the surplus assets of the Company remaining (if any) shall be applied by the directors to the A shareholders up to the next £45,000,000, which sum shall be divided amongst the A shareholders (as a class) pro rata to the number of A shares held by each A shareholder and according to the amount paid up or credited as paid up on such A shares. Voting – to receive notice of and attend and vote at any general meeting of the Company and on a poll every such A shareholder shall be entitled to one vote for every A share held</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

# SH02 - continuation page

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 90 B Preferred Ordinary Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, shall be applied by the directors to the B shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the B shareholders pro rata to the number of B shares held by each such B shareholder and according to the amount paid up or credited as paid up on such B shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 05 B Shares	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, and then to B shareholders shall be applied by the directors to the C shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the C shareholders pro rata to the number of C shares held by each such C shareholder and according to the amount paid up or credited as paid up on such C shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0.05 C Shares	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Income – no right to participate in the profits of the Company. Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, and then to B shareholders shall be applied by the directors to the C shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the C shareholders pro rata to the number of C shares held by each such C shareholder and according to the amount paid up or credited as paid up on such C shares. Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company.</p>	

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>1</sup>	
Class of share	£0.05 D Shares	<p><b><sup>1</sup> Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Income – no right to participate in the profits of the Company. Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders and then to C shareholders shall be applied by the directors to the D shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the D shareholders pro rata to the number of D shares held by each such D shareholder and according to the amount paid up or credited as paid up on such D shares. Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	

## SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>1</sup>

Class of share	£0 05 E Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, and then to the D shareholders, shall be applied by the directors to the E shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the E shareholders pro rata to the number of E shares held by each such E shareholder and according to the amount paid up or credited as paid up on such E shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b><sup>1</sup> Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

# SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 05 F Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, and then to the E shareholders shall be applied by the directors to the F shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the F shareholders pro rata to the number of F shares held by each such F shareholder and according to the amount paid up or credited as paid up on such F shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0.05 G Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company. Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, and then to the F shareholders shall be applied by the directors to the G shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the G shareholders pro rata to the number of G shares held by each such G shareholder and according to the amount paid up or credited as paid up on such G shares. Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company.</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share.</p>

## SH02 - continuation page

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0.05 H Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company. Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, and then to the G shareholders shall be applied by the directors to the H shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the H shareholders pro rata to the number of H shares held by each such H shareholder and according to the amount paid up or credited as paid up on such H shares. Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company.</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share.</p>

## SH02 - continuation page

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 05 I Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, shall be applied by the directors to the I shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the I shareholders pro rata to the number of I shares held by each such I shareholder and according to the amount paid up or credited as paid up on such I shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0.05 J Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company. Capital – In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders shall be applied by the directors to the J shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the J shareholders pro rata to the number of J shares held by each such J shareholder and according to the amount paid up or credited as paid up on such J shares. Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company.</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share.</p>

# SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0.05 K Shares	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders shall be applied by the directors to the K shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the K shareholders pro rata to the number of K shares held by each such K shareholder and according to the amount paid up or credited as paid up on such K shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 L Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders shall be applied by the directors to the L shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the L shareholders pro rata to the number of L shares held by each such L shareholder and according to the amount paid up or credited as paid up on such L shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</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

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 00125 M Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders shall be applied by the directors to the M shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the M shareholders pro rata to the number of M shares held by each such M shareholder and according to the amount paid up or credited as paid up on such M shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 N Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders shall be applied by the directors to the N shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the N shareholders pro rata to the number of N shares held by each such N shareholder and according to the amount paid up or credited as paid up on such N shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</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

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 O Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders shall be applied by the directors to the O shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the O shareholders pro rata to the number of O shares held by each such O shareholder and according to the amount paid up or credited as paid up on such O shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</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

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 00125 P Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders shall be applied by the directors to the P shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the P shareholders pro rata to the number of P shares held by each such P shareholder and according to the amount paid up or credited as paid up on such P shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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.</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10

### Statement of capital (Prescribed particulars of rights attached to shares)<sup>1</sup>

Class of share	£0 00125 Q Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders shall be applied by the directors to the Q shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the Q shareholders pro rata to the number of Q shares held by each such Q shareholder and according to the amount paid up or credited as paid up on such Q shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b><sup>1</sup> Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 R Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders shall be applied by the directors to the R shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the R shareholders pro rata to the number of R shares held by each such R shareholder and according to the amount paid up or credited as paid up on such R shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>1</sup>	
Class of share	£0 00125 S Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders shall be applied by the directors to the S shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the S shareholders pro rata to the number of S shares held by each such S shareholder and according to the amount paid up or credited as paid up on such S shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b><sup>1</sup> Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

# SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 T Shares	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders shall be applied by the directors to the T shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the T shareholders pro rata to the number of T shares held by each such T shareholder and according to the amount paid up or credited as paid up on such T shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	

# SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 U Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders shall be applied by the directors to the U shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the U shareholders pro rata to the number of U shares held by each such U shareholder and according to the amount paid up or credited as paid up on such U shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p>① Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

# SH02 - continuation page

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

### 10 Statement of capital (Prescribed particulars of rights attached to shares)<sup>①</sup>

Class of share	£0 00125 V Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders, then to the U shareholders shall be applied by the directors to the V shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the V shareholders pro rata to the number of V shares held by each such V shareholder and according to the amount paid up or credited as paid up on such V shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

# SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 W Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders, then to the U shareholders, then to the V shareholders shall be applied by the directors to the W shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the W shareholders pro rata to the number of W shares held by each such W shareholder and according to the amount paid up or credited as paid up on such W shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</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

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 X Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders, then to the U shareholders, then to the V shareholders, then to the W shareholders shall be applied by the directors to the X shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the X shareholders pro rata to the number of X shares held by each such X shareholder and according to the amount paid up or credited as paid up on such X shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</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

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>①</sup>	
Class of share	£0 00125 Y Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders, then to the U shareholders, then to the V shareholders, then to the W shareholders, then to the X shareholders shall be applied by the directors to the Y shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the Y shareholders pro rata to the number of Y shares held by each such Y shareholder and according to the amount paid up or credited as paid up on such Y shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>

## SH02 - continuation page

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

10	Statement of capital (Prescribed particulars of rights attached to shares) <sup>1</sup>	
Class of share	£0 00125 Z Shares	
Prescribed particulars	<p>Income – no right to participate in the profits of the Company Capital - In the event of a return of capital by the Company on liquidation or otherwise, the surplus assets of the Company remaining (if any) after the payment of all other debts and liabilities of the Company, the costs and charges and expenses of any winding up and subject first to the payment to holders of the Redeemable Preference Shares, then to A shareholders, then to B shareholders, then to C shareholders, then to the D shareholders, then to the E shareholders, then to the F shareholders, then to the G shareholders, then to the H shareholders, then to the I shareholders, then to the J shareholders, then to the K shareholders, then to the L shareholders, then to the M shareholders, then to the N shareholders, then to the O shareholders, then to the P shareholders, then to the Q shareholders, then to the R shareholders, then to the S shareholders, then to the T shareholders, then to the U shareholders, then to the V shareholders, then to the W shareholders, then to the X shareholders, then to the Y shareholders shall be applied by the directors to the Z shareholders (as a class) up to the next £25,000,000 (twenty five million pounds), which sum shall be divided amongst the Z shareholders pro rata to the number of Z shares held by each such Z shareholder and according to the amount paid up or credited as paid up on such Z shares Voting – to receive notice of and attend, but not to vote at, any general meeting of the Company</p>	

**<sup>1</sup> 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

Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into 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 The Company Secretary

Company name Ingenious Media Holdings plc

Address 15 Golden Square

Post town London

County/Region

Postcode W 1 F 9 J G

Country United Kingdom

DX

Telephone



### 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,  
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](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)