

# SH02

BLUEPRINT

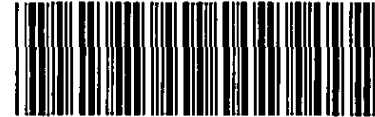
OneWorld

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

☒ **What this form is for**  
You may use this form to give  
notice of consolidation, sub-division,  
redemption of shares or  
re-conversion of stock into shares.

☐ **What this form is NOT for**  
You cannot use this form to  
give notice of a conversion of s  
stock.

THURSDAY



\*L1CIKD1D\*

LD2

05/07/2012

#1

COMPANIES HOUSE

### 1 Company details

Company number 0 6 7 5 4 9 9 2  
Company name in full Auburn Entertainment 3 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 d<sub>0</sub> d<sub>2</sub> m<sub>0</sub> m<sub>7</sub> y<sub>2</sub> y<sub>0</sub> y<sub>1</sub> y<sub>2</sub>

### 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

### 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
Redeemable Preference	50,000	£1 00

**SH02**

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

**6 Re-conversion**

Please show the class number and nominal value of shares following re-conversion from stock.

New share structure			
Value of stock	Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

**Statement of capital**

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

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

Please complete the table below to show each share classes held in pound sterling

If all your issued capital is in sterling, only complete Section 7 and then go to Section 10

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
A Shares	1 00	0 00	1,000	£ 1,000 00
B Shares	1 00	0 00	1	£ 1 00
B Shares	500 00	0 00	1,050	£ 1,050 00
				£
<b>Totals</b>			2,051	£ 2,051 00

**8 Statement of capital (Share capital in other currencies)**

Please complete the table below to show any class of shares held in other currencies.

Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
<b>Totals</b>				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value
<b>Totals</b>				

① Including both the nominal value and any share premium.

② Number of shares issued multiplied by nominal value of each share.

③ Total number of issued shares in this class.

**Continuation pages**

Please use a Statement of Capital continuation page if necessary

## 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		<b>① Total aggregate nominal value</b> Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.
Total number of shares		
Total aggregate nominal value ①		

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

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section 7</b> and <b>Section 8</b> .		<b>② 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.
Class of share	£1 00 A Shares	
Prescribed particulars	See attached schedule	
Class of share	£1 00 B Shares	
Prescribed particulars	See attached schedule	
Class of share		
Prescribed particulars		
Class of share		
Prescribed particulars		
Class of share		

# SH02

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

Class of share		<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> <p>Please use a Statement of capital continuation page if necessary</p>
Prescribed particulars		
Class of share		
Prescribed particulars		

11

## Signature

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by:  
Director <sup>②</sup>, Secretary, Person authorised <sup>③</sup>, 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

## 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)

Class of share	£1 00 A Shares	
Prescribed particulars	<p>The holders of the A ordinary shares have the following rights: Dividends - dividends (subject to any fixed cumulative preferential dividends payable to the redeemable preference shareholders) shall be divided between the holders of the A ordinary shares and the B ordinary shares in proportion to the total amount of monies paid by each shareholder. Return of Capital - the assets available for distribution will be first applied to repaying the nominal amounts paid up on the A ordinary, B ordinary and redeemable preference shares and then the surplus assets will be divided between the holders of the A ordinary shares and the B ordinary shares in proportion to the total amount of monies paid by each shareholder. Voting Rights - one vote on a show of hands and, on a poll, one vote for every £1 paid up in full, including amounts paid up in respect of share premium.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> <li>particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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> </ol> <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)

①

Class of share	£1 00 B Shares	
Prescribed particulars	<p>The holders of the B ordinary shares have the following rights Dividends - dividends (subject to any fixed cumulative preferential dividends payable to the redeemable preference shareholders) shall be divided between the holders of the A ordinary shares and the B ordinary shares in proportion to the total amount of monies paid by each shareholder Return of Capital - the assets available for distribution will be first applied to repaying the nominal amounts paid up on the A ordinary, B ordinary and redeemable preference shares and then the surplus assets will be divided between the holders of the A ordinary shares and the B ordinary shares in proportion to the total amount of monies paid by each shareholder Voting Rights - one vote on a show of hands and, on a poll, one vote for every £1 paid up in full, including amounts paid up in respect of share premium</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

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

Company name Ingenious Media

Investments Limited

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)