

SH01

Return of allotment of shares



Companies House



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☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

☐ **What this form is NOT for**
You cannot use this form to give
notice of shares taken by
formation of the company
for an allotment of a new
share by an unlimited company.

WED SATURDAY



SCT *S7JW2D6Y* #122
01/12/2018
COMPANIES HOUSE

SCT *S7IPIXEP* #5
14/11/2018
COMPANIES HOUSE

1 Company details

Company number S C 0 7 5 1 3 3

Company name in full Zinc Media Group plc

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2 Allotment dates ¹

From Date ^d0 ^d2 ^m1 ^m1 ^y2 ^y0 ^y1 ^y8
To Date ^d0 ^d2 ^m1 ^m1 ^y2 ^y0 ^y1 ^y8

1 Allotment date
If all shares were allotted on the
same day enter that date in the
'from date' box. If shares were
allotted over a period of time,
complete both 'from date' and 'to
date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

2 Currency
If currency details are not
completed we will assume currency
is in pound sterling.

Currency ²	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	Ordinary	59,527,154	0.0000025	0.00475	0

If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if
necessary.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

39,473,685 new ordinary shares have been issued to settle an earn-out consideration of £187,500 at a price
of 0.475p per share.
20,053,469 new ordinary shares have been issued in respect of a conversion of £95,254 of preference
shares into ordinary shares at a conversion price of 0.475p.

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Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A	Please see continuation sheet			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶

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

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

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4.

Prescribed particulars of rights attached to shares

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation page
Please use a Statement of Capital continuation page if necessary.

Class of share	Ordinary shares
Prescribed particulars ①	Each share is entitled to one vote in any circumstances. Each share has equal rights to dividends.
Class of share	Preference shares
Prescribed particulars ①	Each share is not entitled to vote in any circumstances. Each share has priority to payment by way of dividend. Each share may be redeemed in cash by the Company. Each share is convertible at any time at the option of the holder of the preference share at a conversion price of 2.5 pence per ordinary share. This option is not exercisable in the event it would trigger an obligation for any person to make an offer in accordance with rule 9 of the City Code. They are freely transferable.
Class of share	Deferred shares
Prescribed particulars ①	Each share is not entitled to vote in any circumstances. Each share has no rights to dividends.

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Signature

I am signing this form on behalf of the company.

Signature

Signature

X *David Julian* X

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

② Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

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**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

David Galan

Company name

Zinc Media Group Plc

Address

13th Floor Portland House

Bressenden Place

Post town

London

County/Region

Postcode

S W 1 E 5 B H

Country

DX

Telephone

07866448804

**Checklist**

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Shares allotted

② Currency

[illegible]

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state the consideration for which the shares were allotted.

Details of non-cash
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If a PLC, please attach
valuation report (if
appropriate)

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	Ordinary	1,419,113,435	3,547.78	
GBP	Preference	838,633	83.86	
GBP	Deferred	276,666,012	5,505,653.64	
GBP	D Deferred	419,397,339	418,348.85	
Totals		2,116,015,419	5,927,634.13	0.00

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

Class of share	D deferred shares	
Prescribed particulars	Each share is not entitled to vote in any circumstance. Each share has no rights to dividends.	