



SH02

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



Companies House

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 shares into stock.

SATURDAY



A14 *ABYCLW01* #321
 08/02/2020
 COMPANIES HOUSE

1 Company details

Company number	0	7	2	7	9	1	4	6
Company name in full	UNITED AUTHORS PUBLISHING LIMITED							

→ **Filling in this form**
 Please complete in typescript or in bold black capitals.
 All fields are mandatory unless specified or indicated by *

2 Date of resolution

Date of resolution	0	1	1	1	2	0	1	5
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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
ORDINARY	1,430,326	£0.002	14,303,260	£0.0002
A PREFERRED	61,391	£0.002	613,910	£0.0002

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

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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

7 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's issued capital following the changes made in this form.

Please use a Statement of Capital continuation page if necessary.

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

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
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Currency table A

£	ORDINARY	14,303,260	2,860.652	
£	A PREFERRED	613,910	122.782	
Totals		14,917,170	2,983.434	

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
	14,917,170	2,983.434	NIL

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

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8 Statement of capital (prescribed particulars of rights attached to shares)¹

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

Class of share: ORDINARY

Prescribed particulars:
All Ordinary Shares carry the right to vote, and to receive dividends (and to participate in other income and capital distributions, including on a winding up) subject to the rights attaching to the A Preferred Shares (as set out below). None of the Ordinary Shares are redeemable (by either the company or any of the relevant shareholders).

Class of share: A PREFERRED

Prescribed particulars:
(1) On a distribution of assets by the company on a liquidation or other return of capital (other than a conversion, redemption or purchase of shares), the surplus assets of the company remaining after the payment of its liabilities shall be applied by the company as follows (to the extent that the company is lawfully permitted to do so):

(a) firstly, in paying a sum equal to £X plus £100 (where "X" is an amount equal to the aggregate Preference Amount of all of the A Preferred Shares in issue at the relevant time).....[continued on Continuation Sheet]

Class of share:

Prescribed particulars:

- 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.

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

Please use a Statement of capital continuation page if necessary.

9 Signature

I am signing this form on behalf of the company.

Signature

Signature: X Bolt Budson BOLT BUDSON SOLICITORS X

This form may be signed by:
~~Director~~, ~~Secretary~~, Person authorised, ~~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	REF: MDM31351.14
Company name	BOLT BURDON SOLICITORS
Address	PROVIDENCE HOUSE PROVIDENCE PLACE
Post town	ISLINGTON
County/Region	LONDON
Postcode	N 1 0 N T
Country	UNITED KINGDOM
DX	
Telephone	0207 288 4700



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.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

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7 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
Totals				

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8 Statement of capital (prescribed particulars of rights attached to shares) ①

Class of share	A PREFERRED
Prescribed particulars	<p>[continued from above].....to be distributed as to 0.001% (the "First Deduction") to the holders of the Ordinary Shares pro rata according to the number of Ordinary Shares held by them and as to 99.999% to the holders of the A Preferred Shares pro rata according to the number of A Preferred Shares held by them (provided always that, if there are insufficient surplus assets to pay the amounts per A Preferred Share equal to the Preference Amount, and the First Deduction, then the remaining surplus assets of the company shall be distributed, as to the First Deduction, to the holders of the Ordinary Shares pro rata according to the number of Ordinary Shares held by them and, as to the balance, to the holders of the A Preferred Shares pro rata according to the amounts paid up on their respective A Preferred Shares); and</p> <p>(b) secondly, the balance of the surplus assets (if any) will be distributed among the holders of the Ordinary Shares and the A Preferred Shares pro rata to the number of shares held by each of them (as if the Ordinary Shares and the A Preferred Shares constituted one and the same class of shares).</p> <p>(2) On a Share Sale, notwithstanding anything to the contrary in the terms and conditions governing such Share Sale, on written notice being given to the selling shareholders by the company, the selling shareholders immediately prior to such Share Sale shall procure that the consideration for such Share Sale (whenever received) shall be placed in a designated trustee account and shall be distributed amongst such selling shareholders in such amounts and in such order of priority as would be applicable on a return of capital (pursuant to (1) above).</p> <p>(3) Except as specifically provided in the foregoing provisions, the Ordinary Shares and the A Preferred Shares will rank equally as regards attending and voting at general meetings of the company, the right to receive any dividends (and other distributions) declared, made or paid by the company from time to time, and in all other respects.</p> <p>(All capitalised terms/expressions used above are defined in the company's articles of association.)</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.

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