In accordance with Section 644 & 649 of the Companies Act 2006.

SH19

002558/10 BLUEPRINT

Statement of capital for reduction supported by solvency statement or court order

A fee is payable with this form. Please see 'How to pay' on the last page. What this form is for What this form is se 24/02/2018 You may use this form as a statement You cannot use this COMPANIES HOUSE of capital for a private limited company complete a statemer ٠k reducing its capital supported by a for a company re-regis solvency statement; or for a private or unlimited to limited. public limited company reducing its capital supported by a court order. Company details → Filling in this form Company number 3 Please complete in typescript or in bold black capitals. Company name in full Hays Overseas Holdings Limited All fields are mandatory unless specified or indicated by * Share capital Complete the table(s) below to show the issued share capital as reduced by the Please use a Statement of resolution. 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'. Class of shares Currency Number of shares Aggregate nominal value Total aggregate amount (£, €, \$, etc) unpaid, if any (£, €, \$, etc) E.g. Ordinary/Preference etc. Complete a separate table for each currency Number of shares issued Including both the nominal multiplied by nominal value value and any share premium Currency table A GB-GBP ORDINARY 1 £1.00 **Totals** £1.00 1 £0.00 Currency table B Totals Total number Total aggregate Total aggregate amount unpaid • of shares nominal value • Totals (including continuation £1.00 £0.00 pages) • Please list total aggregate values in different currencies separately. For example: £100 + \$10 etc.

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3	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 statement of capital share tables in Section 2 .	Prescribed particulars of rights attached to shares The particulars are:
Class of share	ORDINARY	 a. particulars of any voting rights, including rights that arise only in
Prescribed particulars	See attached schedule	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.
Class of share		Please use a statement of capital
Prescribed particulars		continuation page if necessary.
Class of share		
Prescribed particulars		
4	Signature	
Signature	I am signing this form on behalf of the company. Signature This form may be signed by: Director 2, Secretary, Person authorised 2, CIC manager.	 Societas Europaea. If this form is being field on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership. 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	
Company name	Alexandra Kendall
Address	250 Euston Road
-	
Post town	London
County/Region	
Postcode	N W 1 2 A F
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 completed the relevant sections of the statement of capital.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee.

Important information

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

How to pay

A fee of £10 is payable to Companies House to reduce the share capital by Court Order or by Solvency Statement.

Make cheques or postal orders payable to 'Companies House.'

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).

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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

In accordance with Section 644 & 649 of the Companies Act 2006.

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Prescribed particulars of rights attached to shares

Class of share

OPDINAPY

Prescribed particulars

Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, unless the proxy (in either case) or the representative is himself a member entitled to vote, shall have one vote and on a poll every member shall have one for every share of which he is the holder. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and seniority shall be determined by the order in which the names of the holders stand in the register of members. No member shall vote at any general meeting or at any separate meeting of the holders of any class of shares in the company, either in person or by proxy, in respect of any share held by him unless all moneys presently payable by him in respect of that share have been paid. Shareholders are also entitled to receive any dividends that have been lawfully declared and to participate in a distribution upon winding up of the company.

 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;
- 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.