

**IN THE HIGH COURT OF JUSTICE**  
**CHANCERY DIVISION**  
**COMPANIES COURT**

**REGISTRAR DERRETT**  
**Wednesday 13 June 2012**



**No. 4187 of 2012**



**IN THE MATTER OF ARBUTHNOT BANKING GROUP PLC**

**- and -**

**IN THE MATTER OF THE COMPANIES ACT 2006**

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**ORDER**

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**UPON THE APPLICATION** by Part 8 Claim Form issued in this Court in the above matters on 22 May 2012 of the above-named Arbuthnot Banking Group PLC (company number 01954085) (the "**Company**") whose registered office is at One Arleston Way, Solihull B90 4LH

**AND UPON HEARING** Counsel for the Company

**AND UPON READING** the Claim Form and the evidence

**THE COURT ORDERS** that the cancellation of the share premium account of the Company resolved on and effected by a special resolution passed at a general meeting of the Company on 16 May 2012 be and the same is hereby confirmed in accordance with the provisions of the Companies Act 2006

**AND THE COURT APPROVES** the Statement of Capital set forth in the Schedule

**AND IT IS ORDERED** that this Order be produced to the Registrar of Companies and that an office copy of it be delivered to him together with the Statement of Capital

WEDNESDAY



LD1-13/06/2012 #23  
COMPANIES HOUSE

**AND IT IS ORDERED** that notice of registration by the Registrar of Companies of this Order be published once in The Independent newspaper within 21 days after registration



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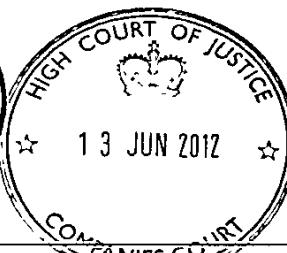
**SCHEDULE**

**STATEMENT OF CAPITAL APPROVED BY THE COURT**



# SH19

## Statement of capital



☒ **What this form is for**  
You may use this form to complete a statement of capital for a company re-registering from unlimited to limited

☐ **What this form is NOT for**  
You cannot use this form to complete a statement of capital for a private company reducing its share capital

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### 1 Company details

Company number 01954085

Company name in full Arbutnot Banking Group PLC

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

### Statement of capital

Section 2 (also section 3 and section 4 if appropriate) should reflect the company's share capital on re-registration

### 2 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show any class of shares held in pound sterling  
If all your issued capital is in sterling, only complete **Section 2** and then go to **Section 5**

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
Ordinary	£0.01		15279322	£ 152,793.22
				£
				£
				£
<b>Totals</b>			15279322	£ 152,793.22

### 3 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 ③
<b>Totals</b>					

① Including both the nominal value and any share premium

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

② Total number of issued shares in this class

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

# SH19

## Statement of capital

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 ③
<b>Totals</b>				
① Including both the nominal value and any share premium		③ Number of shares issued multiplied by nominal value of each share		Continuation pages Please use a Statement of Capital continuation page if necessary
② Total number of issued shares in this class				

<b>4</b>	<b>Statement of capital (Totals)</b>	
	Please give the total number of shares and total aggregate nominal value of issued share capital	④ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	15279322	
Total aggregate ④ nominal value	£152,793.22	

<b>5</b>	<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
	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 2</b> and <b>Section 3</b>	⑤ 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	Ordinary	
Prescribed particulars ⑤	The shares have full voting rights and the right to participate in dividend distributions.	
Class of share		
Prescribed particulars ⑤		

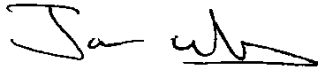


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**SH19**  
Statement of capital

Class of share		<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>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 <b>1</b>		
Class of share		
Prescribed particulars <b>1</b>		

<b>6</b>	<b>Signature</b>		<p><b>2 Person authorised</b> Under either section 270 or 274 of the Companies Act 2006</p>
	I am signing this form on behalf of the company		
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by Director, Secretary, Person authorised <b>2</b></p>		



# SH19

## Statement of capital



### 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 Fergal McLoughlin

Company name Farrer & Co LLP

Address 66 Lincoln's Inn Fields

Post town

County/Region London

Postcode W C 2 A 3 L H

Country

DX 32 Chancery Lane

Telephone +44 (0)20 3375 7000



### 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



### 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 Linnenhall, 32-38 Linnenhall 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)



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**ORDER CONFIRMING  
REDUCTION**

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Farrer & Co LLP  
66 Lincoln's Inn Fields  
London

Tel 020 3375 7000  
Fax 020 3375 7001  
DX. 32 Chancery Lane

Ref: AAT/FKM

Solicitors for the Company