



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **Babcock Holdings Limited**

Company Number: **02955502**



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Company Name: **Babcock Holdings Limited**

Company Number: **02955502**

Confirmation **17/10/2019**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>PREFERENCE</b>	Number allotted	<b>100</b>
	<b>C</b>	Aggregate nominal value:	<b>100</b>
Currency:	<b>EUR</b>		

Prescribed particulars

**VOTING: NON-VOTING UNLESS (I) THE DIVIDEND ON THE PREFERENCE SHARES IS SIX MONTHS IN ARREARS; OR (II) THE RESOLUTION BEING PROPOSED RELATES TO THE WINDING UP OF THE COMPANY, THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT FOR A REDUCTION IN THE CAPITAL OF THE COMPANY OR ANY RESOLUTION DIRECTLY OR ADVERSELY MODIFYING OR ABROGATING ANY OF THE SPECIAL RIGHTS OR PRIVILEGES OF THE PREFERENCE SHARES OF THE COMPANY. DIVIDENDS: EACH HOLDER IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND ON THE CAPITAL AT EURIBOR PLUS 4% P.A. UNTIL 29 JULY 2019 (THE "C PREFERRED DIVIDEND"), PAYABLE HALF-YEARLY ON 17 MARCH AND 17 SEPTEMBER EACH YEAR. DISTRIBUTIONS OF CAPITAL: EACH HOLDER IS ENTITLED TO RECEIVE, PRO RATA TO HIS HOLDING, A PROPORTION OF THE ASSETS OF THE COMPANY ON A WINDING UP, REDUCTION OF CAPITAL OR ANY OTHER RETURN OF CAPITAL TO SHAREHOLDERS. REDEMPTION: THE C PREFERENCE SHARES SHALL BE REDEEMED IMMEDIATELY AT THE OPTION OF EITHER THE COMPANY OR THE HOLDER OF THE C PREFERENCE SHARES. THE ENTIRETY OF THE C PREFERENCE SHARES THEN IN ISSUE SHALL BE REDEEMED ON 29 JULY 2019. ON ANY REDEMPTION OF THE C PREFERENCE SHARES THE AMOUNT PAYABLE TO THE HOLDERS OF THE C PREFERENCE SHARES SHALL BE A SUM EQUAL TO ALL ACCRUED AND UNPAID C PREFERRED DIVIDEND PLUS THE AMOUNT PAID UP FOR THE C PREFERENCE SHARES.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>34574605</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>34574605</b>

Prescribed particulars

**THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>ORDINARY-</b>	Number allotted	<b>900</b>
	<b>B</b>	Aggregate nominal value:	<b>90</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**THE SHARES HAVE ATTACHED TO THEM NO VOTING RIGHTS; DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>PREFERENCE</b>	<b>Number allotted</b>	<b>500000000</b>
	<b>B</b>	<b>Aggregate nominal value:</b>	<b>500000000</b>
<b>Currency:</b>	<b>USD</b>		

Prescribed particulars

**VOTING: NON-VOTING UNLESS (I) THE DIVIDEND ON THE PREFERENCE SHARES IS SIX MONTHS IN ARREARS; OR (II) THE RESOLUTION BEING PROPOSED RELATES TO THE WINDING UP OF THE COMPANY, THE APPOINTMENT OF AN ADMINISTRATOR OR THE APPROVAL OF A VOLUNTARY ARRANGEMENT FOR A REDUCTION IN THE CAPITAL OF THE COMPANY OR ANY RESOLUTION DIRECTLY OR ADVERSELY MODIFYING OR ABROGATING ANY OF THE SPECIAL RIGHTS OR PRIVILEGES OF THE PREFERENCE SHARES OF THE COMPANY. DIVIDENDS: EACH HOLDER IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND ON THE CAPITAL AT A RATE OF 5.64% P.A. UNTIL 17 MARCH 2021, PAYABLE HALF-YEARLY ON 17 MARCH AND 17 SEPTEMBER EACH YEAR. DISTRIBUTIONS OF CAPITAL: EACH HOLDER IS ENTITLED TO RECEIVE, PRO RATA TO HIS HOLDING, A PROPORTION OF THE ASSETS OF THE COMPANY ON A WINDING UP, REDUCTION OF CAPITAL OR ANY OTHER RETURN OF CAPITAL TO SHAREHOLDERS. REDEMPTION: EACH HOLDER IS ENTITLED TO REDEEM HIS B PREFERENCE SHARES ON, OR IMMEDIATELY PRIOR TO, ANY PREPAYMENT OR REPAYMENT OF ALL, OR A PROPORTION OF, THE 5.64% SERIES B SENIOR LOAN NOTES DUE 17 MARCH 2021 ISSUED AND SOLD BY BABCOCK INTERNATIONAL GROUP PLC (THE "SERIES B SENIOR NOTES") IN WHICH CASE ALL, OR THE RELEVANT PROPORTION, OF THE B PREFERENCE SHARES SHALL BE REDEEMED. THE ENTIRETY OF THE B PREFERENCE SHARES THEN IN ISSUE SHALL BE REDEEMED ON 17 MARCH 2021. ON ANY REDEMPTION OF THE B PREFERENCE SHARES THE AMOUNT PAYABLE TO THE HOLDERS OF THE B PREFERENCE SHARES SHALL BE A SUM EQUAL TO THE AMOUNT PAYABLE TO THE HOLDERS OF THE SERIES B SENIOR NOTES ON OR AROUND THAT DATE PURSUANT TO THE TERMS OF THE SERIES B SENIOR NOTES.**

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## **Statement of Capital (Totals)**

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Currency:	<b>EUR</b>	Total number of shares:	<b>100</b>
		Total aggregate nominal value:	<b>100</b>
		Total aggregate amount unpaid:	<b>0</b>
Currency:	<b>GBP</b>	Total number of shares:	<b>34575505</b>
		Total aggregate nominal value:	<b>34574695</b>
		Total aggregate amount unpaid:	<b>0</b>
Currency:	<b>USD</b>	Total number of shares:	<b>500000000</b>
		Total aggregate nominal value:	<b>500000000</b>
		Total aggregate amount unpaid:	<b>0</b>

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

# Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,  
Judicial Factor