

SH19

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

BLUEPRINT

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A fee is payable with this form
Please see 'How to pay' on the last page



A5MUEQ2G

A10 29/12/2016 #96

COMPANIES HOUSE

A5LRQW68

A12 13/12/2016 #221

COMPANIES HOUSE

☒ **What this form is for**
You may use this form as a statement
of capital for a private limited company
reducing its capital supported by a
solvency statement, or for a private or
public limited company reducing its
capital supported by a court order

☐ **What this form is NOT for**
You cannot use this form to
complete a statement of capital
for a company re-registered
unlimited to limited

1 Company details

Company number **3 5 7 3 1 3 9**
Company name in full **Mitie Engineering Services (Leeds) Limited**

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

2 Share capital

Complete the table(s) below to show the issued share capital as reduced by the
resolution

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				
GBP	Ordinary A	400	£4 00	
GBP	Ordinary B	600	£6 00	
GBP	Ordinary C	1	£1 00	
Totals		1001	£11 00	£0 00

Currency table B				
Totals				

**Totals (including continuation
pages)**

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
1003	£13 00	£0 00

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

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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

Class of share

Ordinary A

Prescribed particulars
①

See attached continuation sheet

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

Class of share

Ordinary B

Prescribed particulars
①

See attached continuation sheet

Class of share

Ordinary C

Prescribed particulars
①

See attached continuation sheet

4

Signature

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by
Director ②, Secretary, Person authorised ③, CIC manager

② Societas Europaea

If this 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

2

Complete a separate table for each currency

CHFP010 (FF)
06/16 Version 5.0

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3	Prescribed particulars of rights attached to shares	
Class of share	Ordinary A	
Prescribed particulars 1	<p>Capital - On a return of assets on liquidation or capital reduction or otherwise, the assets of the Company available for distribution amongst its shareholders after payment of its liabilities shall be applied in the following manner in the following order of priority</p> <p>(a) firstly, in paying to the holder of the A Shares and the Deferred Shares (i) an amount equal to the subscription price paid per share (together with any premium paid on subscription),</p> <p>(b) secondly, in paying to the holder of the A Shares a sum equal to all unpaid arrears and accruals of dividends on the A Shares calculated down to the date of the return of capital,</p> <p>(c) thereafter thirdly, in paying to the holders of the B Shares the subscription price paid per Share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the return of capital,</p> <p>(d) thereafter fourthly, in paying to the holders of the C Shares the subscription price paid per Share, and</p> <p>(e) thereafter fifthly, in paying the balance thereof to the holders of the A Shares and the B Shares, pari passu as if they constituted one class of share pro rata to their existing holdings of A Shares and the B Shares</p> <p>Voting - (a) The holders of the Shares shall have the right to receive notice of and attend and vote at any general meeting of the Company Subject to article (ii) below, each holder present or by proxy or by representative shall be entitled on a show of hands to one vote and on a poll to one vote for each Share held</p> <p>(b) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 35% of all votes attaching to all the Shares and such votes shall be divided pro rata between the "C" Shares then in issue, provided that such right shall not have the effect of reducing or altering in any way the voting rights attaching to the "B" Shares which shall continue to vote the same proportion of all of the votes as they exercised prior to the issue of a "C" Share 1</p> <p>The Deferred Shares shall not carry the right to receive notice of nor attend or vote at any general meeting of the Company</p> <p>Dividends - Subject to the approval of the Board, the profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(a) firstly, in paying to the holder of the A Shares and the B Shares a dividend of such amount as the Board shall decide pro rata according to the nominal value of the shares held by them respectively</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

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3	Prescribed particulars of rights attached to shares	
Class of share	Ordinary A	
Prescribed particulars ①	<p>Dividends continued</p> <p>(b) thereafter secondly , in paying to the holder of the A Shares a dividend per A Share held equal in aggregate to one-half of the profits of the Company available for distribution in each financial year less the amount already paid in respect of the A Shares under Article 4 4(a) insofar as there is sufficient profit remaining after the payment in Article 4 4(a) pro rata according to the nominal amount of the shares held by them,</p> <p>(c) thereafter thirdly, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holder of the A Shares and the B Shares pro rata according to the nominal value of the shares held by each of them respectively,</p> <p>(d) the holders of the C Shares shall have no entitlement to any dividend or other distribution</p> <p>provided that the holders of the B Shares shall have no entitlement to any dividends whatsoever at any time after the date being nine years after 28 September 2006 and after such date the holder of the A Shares shall be entitled to such dividend as the Board sees fit</p> <p>The Deferred Shares are not entitled to a dividend</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p>

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Prescribed particulars of rights attached to shares

Class of share	Ordinary B	
Prescribed particulars ①	<p>Capital - On a return of assets on liquidation or capital reduction or otherwise, the assets of the Company available for distribution amongst its shareholders after payment of its liabilities shall be applied in the following manner in the following order of priority</p> <p>(a) firstly, in paying to the holder of the A Shares and the Deferred Shares (i) an amount equal to the subscription price paid per share (together with any premium paid on subscription),</p> <p>(b) secondly, in paying to the holder of the A Shares a sum equal to all unpaid arrears and accruals of dividends on the A Shares calculated down to the date of the return of capital,</p> <p>(c) thereafter thirdly, in paying to the holders of the B Shares the subscription price paid per Share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the return of capital,</p> <p>(d) thereafter fourthly, in paying to the holders of the C Shares the subscription price paid per Share, and</p> <p>(e) thereafter fifthly, in paying the balance thereof to the holders of the A Shares and the B Shares, pari passu as if they constituted one class of share pro rata to their existing holdings of A Shares and the B Shares</p> <p>Voting - (a) The holders of the Shares shall have the right to receive notice of and attend and vote at any general meeting of the Company Subject to article (ii) below, each holder present or by proxy or by representative shall be entitled on a show of hands to one vote and on a poll to one vote for each Share held</p> <p>(b) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 35% of all votes attaching to all the Shares and such votes shall be divided pro rata between the "C" Shares then in issue, provided that such right shall not have the effect of reducing or altering in any way the voting rights attaching to the "B" Shares which shall continue to vote the same proportion of all of the votes as they exercised prior to the issue of a "C" Share 1</p> <p>The Deferred Shares shall not carry the right to receive notice of nor attend or vote at any general meeting of the Company</p> <p>Dividends - Subject to the approval of the Board, the profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(a) firstly, in paying to the holder of the A Shares and the B Shares a dividend of such amount as the Board shall decide pro rata according to the nominal value of the shares held by them respectively</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder</p> <p>A separate table must be used for each class of share</p>

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Prescribed particulars of rights attached to shares

Class of share	Ordinary B	<p>1 Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p>
Prescribed particulars 1	<p>Dividends continued</p> <p>(b) thereafter secondly, in paying to the holder of the A Shares a dividend per A Share held equal in aggregate to one-half of the profits of the Company available for distribution in each financial year less the amount already paid in respect of the A Shares under Article 4 4(a) insofar as there is sufficient profit remaining after the payment in Article 4 4(a) pro rata according to the nominal amount of the shares held by them,</p> <p>(c) thereafter thirdly, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holder of the A Shares and the B Shares pro rata according to the nominal value of the shares held by each of them respectively,</p> <p>(d) the holders of the C Shares shall have no entitlement to any dividend or other distribution</p> <p>provided that the holders of the B Shares shall have no entitlement to any dividends whatsoever at any time after the date being nine years after 28 September 2006 and after such date the holder of the A Shares shall be entitled to such dividend as the Board sees fit</p> <p>The Deferred Shares are not entitled to a dividend</p>	

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Prescribed particulars of rights attached to shares

Class of share	Ordinary C	
Prescribed particulars ①	<p>Capital - On a return of assets on liquidation or capital reduction or otherwise, the assets of the Company available for distribution amongst its shareholders after payment of its liabilities shall be applied in the following manner in the following order of priority</p> <p>(a) firstly, in paying to the holder of the A Shares and the Deferred Shares (i) an amount equal to the subscription price paid per share (together with any premium paid on subscription),</p> <p>(b) secondly, in paying to the holder of the A Shares a sum equal to all unpaid arrears and accruals of dividends on the A Shares calculated down to the date of the return of capital,</p> <p>(c) thereafter thirdly, in paying to the holders of the B Shares the subscription price paid per Share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the return of capital,</p> <p>(d) thereafter fourthly, in paying to the holders of the C Shares the subscription price paid per Share, and</p> <p>(e) thereafter fifthly, in paying the balance thereof to the holders of the A Shares and the B Shares, <i>pari passu</i> as if they constituted one class of share <i>pro rata</i> to their existing holdings of A Shares and the B Shares</p> <p>Voting - (a) The holders of the Shares shall have the right to receive notice of and attend and vote at any general meeting of the Company Subject to article (ii) below, each holder present or by proxy or by representative shall be entitled on a show of hands to one vote and on a poll to one vote for each Share held</p> <p>(b) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 35% of all votes attaching to all the Shares and such votes shall be divided <i>pro rata</i> between the "C" Shares then in issue, provided that such right shall not have the effect of reducing or altering in any way the voting rights attaching to the "B" Shares which shall continue to vote the same proportion of all of the votes as they exercised prior to the issue of a "C" Share 1</p> <p>The Deferred Shares shall not carry the right to receive notice of nor attend or vote at any general meeting of the Company</p> <p>Dividends - Subject to the approval of the Board, the profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(a) firstly, in paying to the holder of the A Shares and the B Shares a dividend of such amount as the Board shall decide <i>pro rata</i> according to the nominal value of the shares held by them respectively</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <p>a particulars of any voting rights, including rights that arise only in certain circumstances,</p> <p>b particulars of any rights, as respects dividends, to participate in a distribution,</p> <p>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</p> <p>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder</p> <p>A separate table must be used for each class of share</p>

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3	Prescribed particulars of rights attached to shares	
Class of share	Ordinary C	1 Prescribed particulars of rights attached to shares The particulars are <ul style="list-style-type: none"> 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
Prescribed particulars 1	<p>Dividends continued</p> <p>(b) thereafter secondly , in paying to the holder of the A Shares a dividend per A Share held equal in aggregate to one-half of the profits of the Company available for distribution in each financial year less the amount already paid in respect of the A Shares under Article 4 4(a) insofar as there is sufficient profit remaining after the payment in Article 4 4(a) pro rata according to the nominal amount of the shares held by them,</p> <p>(c) thereafter thirdly, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holder of the A Shares and the B Shares pro rata according to the nominal value of the shares held by each of them respectively,</p> <p>(d) the holders of the C Shares shall have no entitlement to any dividend or other distribution</p> <p>provided that the holders of the B Shares shall have no entitlement to any dividends whatsoever at any time after the date being nine years after 28 September 2006 and after such date the holder of the A Shares shall be entitled to such dividend as the Board sees fit</p> <p>The Deferred Shares are not entitled to a dividend</p>	

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Prescribed particulars of rights attached to shares

Class of share	Deferred	
Prescribed particulars ①	<p>Capital - On a return of assets on liquidation or capital reduction or otherwise, the assets of the Company available for distribution amongst its shareholders after payment of its liabilities shall be applied in the following manner in the following order of priority</p> <p>(a) firstly, in paying to the holder of the A Shares and the Deferred Shares (i) an amount equal to the subscription price paid per share (together with any premium paid on subscription),</p> <p>(b) secondly, in paying to the holder of the A Shares a sum equal to all unpaid arrears and accruals of dividends on the A Shares calculated down to the date of the return of capital,</p> <p>(c) thereafter thirdly, in paying to the holders of the B Shares the subscription price paid per Share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the return of capital,</p> <p>(d) thereafter fourthly, in paying to the holders of the C Shares the subscription price paid per Share, and</p> <p>(e) thereafter fifthly, in paying the balance thereof to the holders of the A Shares and the B Shares, <i>pari passu</i> as if they constituted one class of share <i>pro rata</i> to their existing holdings of A Shares and the B Shares</p>	<p>① Prescribed particulars of rights attached to shares The particulars are</p> <ul style="list-style-type: none"> 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 <p>A separate table must be used for each class of share</p>

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or court order**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 **The Company Secretary**Company name **Mitie Group plc**Address **1 Harlequin Office Park****Fieldfare****Emersons Green**Post town **Bristol**

County/Region

Postcode **B S 1 6 7 F N**

Country

DX

Telephone **0117 322 1097****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'.

**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