

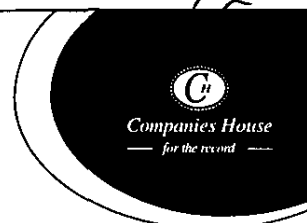
SH19

Statement of capital

FRIDAY



RM 07/05/2010 267
COMPANIES HOUSE



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

✓ 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-registering from unlimited to limited

For further information, please refer to our guidance at www.companieshouse.gov.uk

1 Company details

Company number 3 6 8 5 5 2 7

Company name in full LIBERTY INTERNATIONAL 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 as reduced by the resolution

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 Shares	£0 50	£0 00	622,878,501	£ 311,439,250 50
Redeemable Shares	£1 00	£0 00	50,001	£ 50,001 00
				£
				£
Totals			622,928,502	£ 311,489,251 50

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
Totals					

① Including both the nominal value and any share premium

② Total number of issued shares in this class

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

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

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Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

❶ Including both the nominal value and any share premium

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

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

❸ Total number of issued shares in this class

4 Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	❹ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	622,928,502	
Total aggregate nominal value ❹	£311,489,251 50	

5 Statement of capital (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 and Section 3	❺ 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 Shares	
Prescribed particulars ❺	The shares have attached to them full voting, dividend and capital distribution (including on a winding up) rights, they do not confer any rights of redemption, save that the Company may not exercise such rights in respect of the 1,050,000 shares held in treasury by it	
Class of share	Redeemable Shares	
Prescribed particulars ❺	Any holder of the redeemable shares shall be entitled, in priority to any payment of dividend to the holders of any other class of shares, to receive in respect of each financial year a fixed cumulative dividend at the rate of one per cent per annum on the nominal capital for the time being paid up or credited as paid up thereon, such dividend to be paid yearly on 31 December in each year save that the first such payment in respect of each redeemable share shall be made on a pro rata basis on and from the date of issue up to and including 31 December 2010 The redeemable shares shall not confer any other right of participation in the profits of the Company The redeemable shares shall not confer on the holders of them any right to receive	


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Class of share		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 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
Prescribed particulars 1		
Class of share		
Prescribed particulars 1		

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Signature

I am signing this form on behalf of the company		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
Signature	Signature 	
This form may be signed by Director 2 , Secretary, Person authorised 3 , CIC manager		

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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 **LINKLATERS LLP**

Address **One Silk Street**

Post town **London**

County/Region

Postcode **E C 2 Y 8 H Q**

Country **United Kingdom**

DX

Telephone **020 7456 5692**

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email 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

SH19 - Continuation page

Statement of capital

5 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Redeemable Shares (continued)	
Prescribed particulars ①	<p>notice of, attend, speak or vote at any general meeting of the Company On a return of capital on the winding-up of the Company or otherwise, any holder of redeemable shares shall be entitled, subject to the payment to the holders of all other classes of shares of the amount paid up on such shares, to a repayment of the nominal capital paid up or credited as paid up thereon, together with a sum equal to all arrears and accruals (if any) of the fixed cumulative dividend thereon, irrespective of whether or not such dividend has been declared or earned or become due and payable, on the redeemable share, but shall have no further rights of participation in the assets of the Company, and subject to the Companies Act 2006, all of the redeemable shares must be redeemed and cancelled by the Company at the earlier of any time specified by notice in writing by either (i) the directors or (ii) any holder of any of the redeemable shares, or, if not legally possible at that time, as soon as the Company is able in accordance with the Companies Act 2006 On redemption there shall be paid on each redeemed share the amount paid up or credited as paid up thereon together with a sum equal to all arrears and accruals (if any) of the fixed cumulative dividend thereon, irrespective of whether or not such dividend has been declared or earned or become due and payable, to be calculated down to and including the date of redemption</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share</p>