

SH19

Statement of capital



☒ **What this form is for**
You may use this form to complete
a statement of capital for a private
company reducing its share capital
supported by a solvency statement
or 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.

THURSDAY



LD1 17/12/2009 224
COMPANIES HOUSE

1 Company details

Company number 0 3 7 2 4 2 3 0

Company name in full MACQUARIE EUROPEAN INFRASTRUCTURE LIMITED

→ **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
A Special	£1.00		1	£ 1.00
B Special	£1.00		1	£ 1.00
Deferred	£0.10		2	£ 0.20
Ordinary	£0.02065		1936940676	£39,997,824.96
Totals			1936940680	£39,997,827.16

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

③ Total number of issued shares in this class.

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 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.

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.

4 Statement of capital (Totals)

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	1936940680	
Total aggregate ④ nominal value	£39,997,827.16	

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 .		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	A Special	
Prescribed particulars ⑤	SEE A SPECIAL SHARE CONTINUATION PAGE	
Class of share	B Special	
Prescribed particulars ⑤	SEE B SPECIAL SHARE CONTINUATION PAGE	

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Class of share	Deferred
Prescribed particulars 1	SEE DEFERRED SHARE CONTINUATION PAGE
Class of share	Ordinary
Prescribed particulars 1	SEE ORDINARY SHARE CONTINUATION PAGE

1 Prescribed particulars of rights attached to shares

The particulars are:

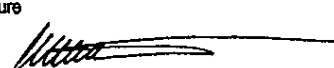
- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- 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.

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Signature

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

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.

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

Class of share	A Special	
Prescribed particulars 1	<p>a. A holder of an A Special share shall have no right to receive notice of or to attend or vote at any general meeting of the company.</p> <p>b. A holder of an A Special share shall have no rights to dividends or to participate in a distribution other than as set out in c. below.</p> <p>c. A holder of an A Special share shall be entitled to repayment of the capital paid up on the A Special Share in priority to any repayment of capital to any other member of the company on a distribution of capital on a winding up of the company.</p> <p>d. The A Special shareholder may, after consultation with the company and subject to the provisions of the Companies Act 2006, require the company to redeem the A Special share at par by giving notice to the company and delivering the relevant share certificate to the company. The company may redeem the A Special share at par with the consent of the A Special shareholder, following notice to the A Special shareholder and the A Special shareholder shall deliver the relevant share certificate to the company prior to the date given in the notice of redemption.</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>

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5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B Special	
Prescribed particulars ①	<p>a. A holder of a B Special share shall have no right to receive notice of or to attend or vote at any general meeting of the company.</p> <p>b. A holder of a B Special share shall have no rights to dividends or to participate in a distribution other than as set out in c. below.</p> <p>c. A holder of a B Special share shall be entitled to repayment of the capital paid up on the B Special Share in priority to any repayment of capital to any other member of the company on a distribution of capital on a winding up of the company.</p> <p>d. The B Special shareholder may, after consultation with the company and subject to the provisions of the Companies Act 2006, require the company to redeem the B Special share at par by giving notice to the company and delivering the relevant share certificate to the company. The company may redeem the B Special share at par with the consent of the B Special shareholder, following notice to the B Special shareholder and the B Special shareholder shall deliver the relevant share certificate to the company prior to the date given in the notice of redemption.</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>	

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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

Address

Post town

County/Region

Postcode

Country

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.



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,
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

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

Class of share	Deferred	
Prescribed particulars ①	<p>a. The holders of the Deferred shares shall have no right to receive notice of or to attend or vote at any general meeting of the company.</p> <p>b. The holder of the deferred shares shall have no rights to dividends or to participate in a distribution other than as set out in c. below.</p> <p>c. On a distribution of capital on a winding up of the company the surplus assets of the company remaining after payment of its liabilities shall be applied first in repayment to the holders of the A Special share, the B Special share and the Ordinary shares each of the capital paid up or treated for the purposes of the Companies Act 2006 as paid up on such shares and then in repayment to the holders of the Deferred shares of the capital paid up or treated for the purposes of the Act as paid up on the Deferred shares.</p> <p>d. The Deferred shares are not redeemable.</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>

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

Class of share	Ordinary	
Prescribed particulars ①	<p>a. A holder of an Ordinary share shall have a right to receive notice of and to attend, speak and vote at all general meetings of the Company. The holder of an Ordinary share shall be able to vote on a show of hands and shall, on a poll, have one vote for each Ordinary share held.</p> <p>b. A holder of an Ordinary share shall have a right to receive such dividends as the company may declare or such interim dividends as the directors may pay with respect to the Ordinary shares. All dividends shall be declared and paid according to the amounts paid up on the shares on which the dividend is paid. All dividends shall be apportioned and paid proportionately to the amounts paid up on the shares during any portion or portions of the period in respect of which the dividend is paid.</p> <p>c. If the company is wound up, the liquidator may, with the sanction of the company and any other sanction required by the Companies Act 2006, divide among the members (including the holder of an Ordinary share) in specie the whole or any part of the assets of the company and may, for that purpose, value any assets and determine how the division shall be carried out as between the members (including the holder of an Ordinary share) or different classes of members. The liquidator may, with the like sanction, vest the whole or any part of the assets in trustees upon such trusts for the benefit of the members (including the holder of an Ordinary share) as he with the like sanction determines, but no member (including the holder of an Ordinary share) shall be compelled to accept any assets upon which there is a liability.</p> <p>d. The Ordinary shares are not redeemable.</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 and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>

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