

SH19

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

260921/38
laserform

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



A04 29/12/2017 #205
COMPANIES HOUSE

FRIDAY

1

Company details

Company number	0	4	0	0	6	9	4	2
Company name in full	EGS GROUP HOLDINGS 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	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium
Currency table A				
£	ORDINARY B	7246404	362,320.20	
£	ORDINARY D	1987172	99,358.60	
Totals		9233576	461,678.80	

Currency table B				
Totals				

	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)	9233576	461678.80	0

① 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 B

Prescribed particulars
1

PLEASE SEE CONTINUATION SHEET

Class of share

ORDINARY D

Prescribed particulars
1

PLEASE SEE CONTINUATION SHEET

Class of share

Prescribed particulars
1

1 Prescribed particulars of rights attached to shares

The particulars are:

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

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.

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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 James Farrell

Company name Walker Morris LLP

Address Kings Court

12 King Street

Post town Leeds

County/Region

Postcode L S 1 2 H L

Country

DX DX: 12051 Leeds 24

Telephone 0113 2832500



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

SH19 - Continuation page

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3 Prescribed particulars of rights attached to shares

Class of share	B Ordinary	
Prescribed particulars 1	<p>1. Rights attaching to ordinary shares:</p> <p>1.1 subject to any special rights which may be attached to any class of shares issued after the date of adoption of these articles the rights attaching to the ordinary shares are as follows:</p> <p>1.1.1 capital on a return of assets on liquidation or otherwise, the assets of the company available for distribution among the members shall be applied first in paying to the ordinary shareholders a sum equal to the nominal amount of each ordinary share held by them and the balance of such assets (if any) shall be distributed amongst the ordinary shareholders, pro rata (as nearly as may be) according to the nominal amounts paid up or credited as paid up on the ordinary shares held by them respectively;</p> <p>1.1.2 income subject to the provisions of these articles, the profits of the company available for distribution and resolved to be distributed in respect of any financial year shall be distributed among the ordinary shareholders. Every dividend shall be distributed to the ordinary shareholders pro rata (as nearly as may be) according to the number of the ordinary shares held by them respectively;</p> <p>1.1.3 voting subject to any special rights, privileges or restrictions attached to any ordinary shares, at a general meeting of the company on a show of hands every ordinary shareholder who (being an individual) is present in person or by proxy (not being himself a member) or (being a corporation) is present by a representative duly authorised under section 375 of the act (not being himself a member) shall have one vote, and on a poll every ordinary shareholder present in person, by representative or by proxy shall have one vote for every ordinary share of which he is the holder.</p> <p>2. Class rights matters requiring approval without prejudice to any other provision of these articles, none of the activities specified below shall be carried out without the prior written approval of a majority of the a ordinary shareholders, a majority of the B ordinary shareholders and the C ordinary shareholders. Such right shall (unless otherwise provided by any of the following paragraphs) attach to each of the a ordinary shares, B ordinary shares and c ordinary shares as separate classes and shall only be varied in accordance with the provisions of these articles and of the act:</p> <p>(a) the cessation by the group of all or any material part of the business by way of disposal (other than a trade sale) or outsourcing in circumstances where a third party will continue to operate that part of the business which is disposed of or outsourced;</p> <p>(b) a trade sale prior to 25 September 2003;</p> <p>(c) any transaction, arrangement or agreement between any member of the group and any key shareholder or a connected person of any key shareholder;</p> <p>(d) the alteration of articles 5, 6 or 7 of these articles (or the alteration of the intended effect of such articles);</p> <p>(e) the issue of any shares in the company (by way of bonus, rights or otherwise) and/or the grant of any option or right to acquire or call for the issue of the same whether by conversion, subscription or otherwise other than (i) to existing shareholders on a pre-emptive basis in accordance with article 7 or (ii) to persons, other than existing shareholders, at a subscription price which is greater than or equal to the subscription price or (iii) pursuant to an employee share scheme relating to not more than 20% of the issued shares of the company.</p>	<p>1 Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> particulars of any voting rights, including rights that arise only in certain circumstances; particulars of any rights, as respects dividends, to participate in a distribution; particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and 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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3 Prescribed particulars of rights attached to shares

Class of share	D Ordinary	
Prescribed particulars 1	<p>1. Rights attaching to ordinary shares</p> <p>1.1 subject to any special rights which may be attached to any class of shares issued after the date of adoption of these articles the rights attaching to the ordinary shares are as follows:</p> <p>1.1.1 capital on a return of assets on liquidation or otherwise, the assets of the company available for distribution among the members shall be applied first in paying to the ordinary shareholders a sum equal to the nominal amount of each ordinary share held by them and the balance of such assets (if any) shall be distributed amongst the ordinary shareholders, pro rata (as nearly as may be) according to the nominal amounts paid up or credited as paid up on the ordinary shares held by them respectively;</p> <p>1.1.2 income subject to the provisions of these articles, the profits of the company available for distribution and resolved to be distributed in respect of any financial year shall be distributed among the ordinary shareholders. Every dividend shall be distributed to the ordinary shareholders pro rata (as nearly as may be) according to the number of the ordinary shares held by them respectively;</p> <p>1.1.3 voting subject to any special rights, privileges or restrictions attached to any ordinary shares, at a general meeting of the company on a show of hands every ordinary shareholder who (being an individual) is present in person or by proxy (not being himself a member) or (being a corporation) is present by a representative duly authorised under section 375 of the act (not being himself a member) shall have one vote, and on a poll every ordinary shareholder present in person, by representative or by proxy shall have one vote for every ordinary share of which he is the holder.</p> <p>2. class rights matters requiring approval without prejudice to any other provision of these articles, none of the activities specified below shall be carried out without the prior written approval of a majority of the A ordinary shareholders, a majority of the B ordinary shareholders and the c ordinary shareholders . such right shall (unless otherwise provided by any of the following paragraphs) attach to each of the a ordinary shares, B ordinary shares and C ordinary shares as separate classes and shall only be varied in accordance with the provisions of these articles and of the act:</p> <p>(a) the cessation by the group of all or any material part of the business by way of disposal (other than a trade sale) or outsourcing in circumstances where a third party will continue to operate that part of the business which is disposed of or outsourced;</p> <p>(b) a trade sale prior to 25 September 2003;</p> <p>(c) any transaction, arrangement or agreement between any member of the group and any key shareholder or a connected person of any key shareholder;</p> <p>(d) the alteration of articles 5, 6 or 7 of these articles (or the alteration of the intended effect of such articles);</p> <p>(e) the issue of any shares in the company (by way of bonus, rights or otherwise) and/or the grant of any option or right to acquire or call for the issue of the same whether by conversion, subscription or otherwise other than (i) to existing shareholders on a pre-emptive basis in accordance with article 7 or (ii) to persons, other than existing shareholders, at a subscription price which is greater than or equal to the subscription price or (iii) pursuant to an Employee Share Scheme relating to not more than 25% of the issued shares of the company.</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>