

SH19

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



Companies House



A25 02/02/2017 #168  
COMPANIES HOUSE  
\*A5ZEJ5BS\*  
A10 29/12/2016 #92  
COMPANIES HOUSE  
\*A5MUEQ1K\*  
A12 13/12/2016 #211  
COMPANIES HOUSE  
\*A5LRQW40\*

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-registered from unlimited to limited

1 Company details

Company number 0 4 5 7 1 6 9 5

Company name in full Mitie Engineering Projects 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
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Currency table A

GBP	Ordinary A	5	£5 00	
GBP	Ordinary B	5	£5 00	
GBP	Ordinary C	1	£1 00	
Totals		11	£11 00	£0

Currency table B

Totals				0

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
		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 A

Prescribed particulars

1

Please see 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

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

Please see continuation page

Class of share

Ordinary C

Prescribed particulars

1

Please see continuation page

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  
Company Secretary

Company name  
Mitie Group PLC

Address  
1 Harlequin Office Park

Fieldfare

Emersons Green

Post town  
Bristol

County/Region  
South Gloucestershire

Postcode  
B S 1 6 7 F N

Country  
UK

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
- ☐ 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)**

## Share capital

**Complete a separate table for each currency**

06/16 Version 5.0

## SH19 - Continuation page

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### Prescribed particulars of rights attached to shares

Class of share	Ordinary <b>A</b>	
Prescribed particulars <b>1</b>	<p>The rights attached to the respective classes of shares shall be as follows</p> <p>(a) Income 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>(i) first, in paying to the holders of the "A Shares and the "B" Shares a dividend of such amount as the board shall decide,</p> <p>(ii) second, in paying as a cumulative dividend to the holders together of the "A" Shares one-half of the profits of the Company available for distribution (net of any tax that is actually payable) in each financial year less the amount already paid in respect of the "A" Shares under clause (i) together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause (i),</p> <p>(iii) third, the balance of the profits available for distribution which are resolved to be distribute shall be distributed among the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if they constituted one class of share, and</p> <p>(iv) the holders of the "C" Shares shall have no entitlement to any dividend or other distribution</p> <p>Every dividend shall be distributed to the appropriate Shareholders <i>pro rata</i> according to the nominal value of the shares held by them respectively</p> <p>(b) 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>(i) First in paying to the holders of the "A" Shares and the "B" Shares the subscription price per share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the returned capital</p> <p>(ii) second in paying to the holders of the "C" Shares the subscription price per share, and</p> <p>(iii) third, in paying the balance thereof to the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if they constituted once class of shares</p> <p>(c) Voting (i) 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>(ii) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 5 1% of all votes attaching to all 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 "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</p> <p>(d) In all other respects the "A" Shares, the "B" Shares and the "C" Shares shall rank <i>pari passu</i></p>	<p><b>1 Prescribed particulars of rights attached to shares</b> 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>

# SH19 - Continuation page

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3	Prescribed particulars of rights attached to shares	
Class of share	Ordinary 	
Prescribed particulars 	<p>The rights attached to the respective classes of shares shall be as follows</p> <p>(a) Income 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>(i) first, in paying to the holders of the "A Shares and the "B" Shares a dividend of such amount as the board shall decide,</p> <p>(ii) second, in paying as a cumulative dividend to the holders together of the "A" Shares one-half of the profits of the Company available for distribution (net of any tax that is actually payable) in each financial year less the amount already paid in respect of the "A" Shares under clause (i) together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause (i),</p> <p>(iii) third, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if they constituted one class of share, and</p> <p>(iv) the holders of the "C" Shares shall have no entitlement to any dividend or other distribution</p> <p>Every dividend shall be distributed to the appropriate Shareholders <i>pro rata</i> according to the nominal value of the shares held by them respectively</p> <p>(b) 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>(i) First in paying to the holders of the "A" Shares and the "B" Shares the subscription price per share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the returned capital</p> <p>(ii) second in paying to the holders of the "C" Shares the subscription price per share, and</p> <p>(iii) third, in paying the balance thereof to the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if they constituted once class of shares</p> <p>(c) Voting (i) 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>(ii) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 5 1% of all votes attaching to all 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 "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</p> <p>(d) In all other respects the "A" Shares, the "B" Shares and the "C" Shares shall rank <i>pari passu</i></p>	

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# SH19 - Continuation page

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Class of share	Ordinary C	
Prescribed particulars 1	<p>The rights attached to the respective classes of shares shall be as follows</p> <p>(a) Income 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>(i) first, in paying to the holders of the "A Shares and the "B" Shares a dividend of such amount as the board shall decide,</p> <p>(ii) second, in paying as a cumulative dividend to the holders together of the "A" Shares one-half of the profits of the Company available for distribution (net of any tax that is actually payable) in each financial year less the amount already paid in respect of the "A" Shares under clause (i) together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause (i),</p> <p>(iii) third, the balance of the profits available for distribution which are resolved to be distribute shall be distributed among the holders of the "A" Shares and the "B" Shares pari passu as if they constituted one class of share, and</p> <p>(iv) the holders of the "C" Shares shall have no entitlement to any dividend or other distribution</p> <p>Every dividend shall be distributed to the appropriate Shareholders pro rata according to the nominal value of the shares held by them respectively</p> <p>(b) 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>(i) First in paying to the holders of the "A" Shares and the "B" Shares the subscription price per share together with a sum equal to the unpaid arrears and accruals of dividends thereon calculated down to the date of the returned capital</p> <p>(ii) second in paying to the holders of the "C" Shares the subscription price per share, and</p> <p>(iii) third, in paying the balance thereof to the holders of the "A" Shares and the "B" Shares pari passu as if they constituted once class of shares</p> <p>(c) Voting (i) 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>(ii) The holders of the "C" Shares shall be entitled to exercise such number of votes as is equal to 5 1% of all votes attaching to all 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 "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</p> <p>(d) In all other respects the "A" Shares, the "B" Shares and the "C" Shares shall rank pari passu</p>	

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