

IN THE HIGH COURT OF JUSTICE

No. 5221 of 2012

CHANCERY DIVISION

COMPANIES COURT

REGISTRAR DERRETT

11 JULY 2012

IN THE MATTER OF ANDES ENERGIA PLC

and

IN THE MATTER OF THE COMPANIES ACT 2006



ORDER

WEDNESDAY



LD1

11/07/2012

#2

COMPANIES HOUSE

UPON THE APPLICATION by a Part 8 Claim Form dated 25 June 2012 ("**Claim Form**") of the above named Andes Energia PLC ("**Company**")

AND UPON HEARING Counsel for the Company

AND UPON READING the said Claim Form and the evidence

AND IT APPEARING that the special resolution referred to in the said Claim Form for, among other things, the reduction of share capital by the cancellation of the A Deferred Shares and the B Deferred Shares and £23,868,755 of the share premium account of the Company has been duly passed

IT IS ORDERED THAT the cancellation of the A Deferred Shares and the B Deferred Shares and £23,868,755 of the share premium account of the Company effected by special resolution of the Company passed at the general meeting of the Company duly convened and held on 25 June 2012 be and is hereby confirmed

AND THIS COURT HEREBY APPROVES the statement of capital annexed to this Order ("**Statement of Capital**")

AND IT IS ORDERED THAT

- (i) this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Statement of Capital, and
- (ii) notice of the registration by the Registrar of Companies of this Order (so far as it confirms the reduction of the capital of the Company) and of the said Statement of Capital be published once in "The Times" newspaper within 21 days after such registration

SH19

Statement of capital



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 5 0 8 3 9 4 6

Company name in full ANDES ENERGIA 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	0 28	NIL	198801288	£19,880,128 80
				£
				£
				£
Totals			198801288	£19,880,128 80

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					

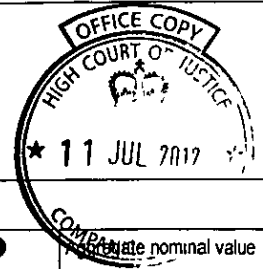
① Including both the nominal value and any share premium

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

SH19
Statement of capital



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

Total aggregate ④
nominal value

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

Ordinary

Prescribed particulars ⑤

Each ordinary share carries one vote and ranks equally with the other ordinary shares in all respects including as to dividends and other distributions (including on a winding up). The ordinary shares are not redeemable

Class of share

Prescribed particulars ⑤

SH19
Statement of capital




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

- 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

6

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 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

SH19
Statement of capital



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 Sarah Etherington

Company name Nabarro LLP

Address Lacon House

84 Theobald's Road

Post town London

County/Region

Postcode W C 1 X 8 R W

Country United Kingdom

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.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

No. 5221 of 2012

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

REGISTRAR DERRETT

IN THE MATTER OF ANDES ENERGIA PLC

- and -

**IN THE MATTER OF THE COMPANIES ACT
2006**

ORDER



N A B A R R O

**Lacon House
Theobald's Road
London WC1X 8RW**

**Tel 020 7524 6000
Fax 020 7524 6524**

Ref BN/SZE/R1165/00084