

In accordance with
Section 644 & 649 of the
Companies Act 2006.

SH19

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

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.gov.uk/companieshouse

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Company details

Company number	0	5	6	1	2	7	5	1
Company name in full	TRIPADVISOR LIMITED							

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

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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	Total aggregate amount
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		(£, €, \$, etc) Number of shares issued multiplied by nominal value	unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium

Currency table A				
GBP	ORDINARY	100	100	
Totals		100	100	0

Currency table B				
Totals				

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	100	100	0

❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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3	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	
Prescribed particulars ❶	ALL HOLDERS OF ORDINARY SHARES: (A) SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND VOTE AT ANY GENERAL MEETING OF THE COMPANY; (B) SHALL HAVE THE RIGHT TO RECEIVE ANY DIVIDEND OR DISTRIBUTION DECLARED AND PAID PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON SUCH ORDINARY SHARES; (C) (I) SHALL, ON A RETURN OF CAPITAL OR OTHERWISE (OTHER THAN ON A WINDING UP), BE ENTITLED TO THE REPAYMENT OF THE AMOUNTS PAID UP ON SUCH SHARES AND THE PAYMENT OF SUCH (CONT.)	
Class of share		
Prescribed particulars ❶		
Class of share		
Prescribed particulars ❶		
❶ 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.		
4	Signature	
	I am signing this form on behalf of the company.	
Signature	Signature X DocuSigned by: Linda Frazier 81377C882F4545F... X This form may be signed by: Director❷, Secretary, Person authorised❸, CIC manager.	
❷ Societas Europaea. If this form is being field on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership. ❸ Person authorised Under either section 270 or 274 of the Companies Act 2006.		

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or court order**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 Christopher Stanton

Company name Deloitte LLP

Address 2 New Street Square

Post town London

County/Region

Postcode EC4A 3BZ

Country

DX

Telephone 0118 322 2752

**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

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Complete the table below to show the issued share capital as reduced by the resolution.

Complete a separate table for each currency.

06/16 Version 5.0

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Prescribed particulars of rights attached to shares

Class of share	ORDINARY
Prescribed particulars ¹	(CONT.) AMOUNT PER SHARE AS MAY BE DETERMINED FROM THE ASSETS OF PROFITS OF THE COMPANY AND (II) SHALL, ON A WINDING UP, BE ENTITLED TO SUCH PART OF THE ASSETS OF THE COMPANY AS THE LIQUIDATOR MAY DETERMINE, THOUGH NO MEMBER SHALL BE COMPELLED TO ACCEPT ANY ASSETS UPON WHICH THERE IS A LIABILITY. THE ORDINARY SHARES ARE NOT REDEEMABLE.

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.