

# SH19

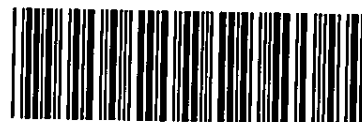
## Statement of capital

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

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02/09/2013

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COMPANIES HOUSE

### 1 Company details

Company number 7 1 4 7 0 4 0

Company name in full Cuadrilla Resources Holdings Limited

→ **Filing 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
				£
				£
				£
				£
<b>Totals</b>				£

### 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	US Dollar			
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
See Continuation Sheet				
<b>Totals</b>			0	0 00

① Including both the nominal value and any share premium

③ Number of shares issued multiplied by nominal value of each share

② 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
<b>Totals</b>			0	0.00
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				

<b>4</b>	<b>Statement of capital (Totals)</b>	
	Please give the total number of shares and total aggregate nominal value of issued share capital	<b>④ Total aggregate nominal value</b> Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	163,016,698	
Total aggregate nominal value ④	\$192,546,630.84	

<b>5</b>	<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
	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.	<b>⑤ Prescribed particulars of rights attached to shares</b> 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	Deferred	
Prescribed particulars ⑤	The Deferred Shares shall not entitle the Deferred Shareholders to receive notice of or to attend or vote at any general meeting of the Company. Each Deferred Shareholder has the right to receive, after all share capital (including premium) on the Ordinary Shares in issue has been paid, £1 for every £100,000,000,000 of capital returned to the Ordinary Shareholders. Subject to the Act the Company shall be entitled to purchase the Deferred Shares for a sum of £1 in aggregate paid pro rata to each Deferred Shareholder. The Deferred Shares shall not entitle the Deferred Shareholders to any dividend on distribution	
Class of share	A Ordinary - see continuation sheet	
Prescribed particulars ⑤		

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Class of share	A Preference - see continuation sheet
Prescribed particulars 1	
Class of share	B Ordinary - see continuation sheet
Prescribed particulars 1	

### 1 Prescribed particulars of rights attached to shares

The particulars are

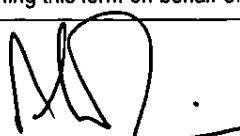
- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and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

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### Signature

I am signing this form on behalf of the company	
Signature	Signature 
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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## Statement of capital

 <b>Presenter information</b>	
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	Jason Lovell
Company name	Eversheds LLP
Address	Eversheds House, 70 Great Bridgewater Street
Post town	Manchester
County/Region	
Postcode	M 1      5 E S
Country	
DX	DX 14344 Manchester
Telephone	0845 497 9797

 <b>Checklist</b>
We may return forms completed incorrectly or with information missing
<b>Please make sure you have remembered the following</b>
<input type="checkbox"/> The company name and number match the information held on the public Register
<input type="checkbox"/> You have completed the relevant sections of the statement of capital
<input type="checkbox"/> You have signed the form
<input type="checkbox"/> You have enclosed the correct fee

 <b>Important information</b>
Please note that all information on this form will appear on the public record
 <b>How to pay</b>
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'
 <b>Where to send</b>
You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below
<b>For companies registered in England and Wales</b> The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff
<b>For companies registered in Scotland</b> 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)
<b>For companies registered in Northern Ireland</b> 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
 <b>Further information</b>

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

Please complete the table below to show any class of shares held in other currencies  
Please complete a separate table for each currency.

① Including both the nominal value and any share premium

② Total number of Issued shares in this class

③ Number of shares issued multiplied by nominal value of each share

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### Statement of capital

5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A Ordinary	<b>1 Prescribed particulars of rights attached to shares</b> 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
Prescribed particulars <b>1</b>	<p>Except as provided in the Articles, A Ordinary Shares, B Ordinary Shares and C Ordinary Shares shall rank pari passu but they constitute separate classes of share. Each A Ordinary Share, B Ordinary Share and C Ordinary Share shall entitle the holder to receive notice of, attend and participate to vote in general meetings of the Company. On a return of capital on liquidation or otherwise the assets of the Company available for distribution between the Shareholders shall be applied in the following order, firstly the A Preference Shareholders shall receive 100% of any available distributable proceeds until such holders shall have received the A Preference Amount with respect to each A Preference Share, then secondly, the B Preference Shareholders shall receive 100% of any available distributable proceeds after deduction of the amounts payable to the A Preference Shareholders, until such holders shall have received the B Preference Amount with respect to each B Preference Share, and thereafter, after deduction of the amounts payable in accordance with the above and simultaneously with A Preference Shareholders receiving their pro rata share of the Distribution Amount (if any), the balance (if any) to Ordinary Shareholders pro rata (as if such shares were of the same class after implementation of the ratchet mechanism and payment of the Distribution Amount (if any))</p>	

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## Statement of capital

5 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	B Ordinary
Prescribed particulars 1	<p>Except as provided in the Articles, A Ordinary Shares, B Ordinary Shares and C Ordinary Shares shall rank pari passu but they constitute separate classes of share. Each A Ordinary Share, B Ordinary Share and C Ordinary Share shall entitle the holder to receive notice of, attend and participate to vote in general meetings of the Company. On a return of capital on liquidation or otherwise the assets of the Company available for distribution between the Shareholders shall be applied in the following order, firstly the A Preference Shareholders shall receive 100% of any available distributable proceeds until such holders shall have received the A Preference Amount with respect to each A Preference Share, then secondly, the B Preference Shareholders shall receive 100% of any available distributable proceeds after deduction of the amounts payable to the A Preference Shareholders, until such holders shall have received the B Preference Amount with respect to each B Preference Share, and thereafter, after deduction of the amounts payable in accordance with the above and simultaneously with A Preference Shareholders receiving their pro rata share of the Distribution Amount (if any), the balance (if any) to Ordinary Shareholders pro rata (as if such shares were of the same class after implementation of the ratchet mechanism and payment of the Distribution Amount (if any)).</p>

- 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

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

Class of share	C Ordinary	
Prescribed particulars ①	<p>Except as provided in the Articles, A Ordinary Shares, B Ordinary Shares and C Ordinary Shares shall rank pari passu but they constitute separate classes of share. Each A Ordinary Share, B Ordinary Share and C Ordinary Share shall entitle the holder to receive notice of, attend and participate to vote in general meetings of the Company. On a return of capital on liquidation or otherwise the assets of the Company available for distribution between the Shareholders shall be applied in the following order, firstly the A Preference Shareholders shall receive 100% of any available distributable proceeds until such holders shall have received the A Preference Amount with respect to each A Preference Share, then secondly, the B Preference Shareholders shall receive 100% of any available distributable proceeds after deduction of the amounts payable to the A Preference Shareholders, until such holders shall have received the B Preference Amount with respect to each B Preference Share, and thereafter, after deduction of the amounts payable in accordance with the above and simultaneously with A Preference Shareholders receiving their pro rata share of the Distribution Amount (if any), the balance (if any) to Ordinary Shareholders pro rata (as if such shares were of the same class after implementation of the ratchet mechanism and payment of the Distribution Amount (if any)</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <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	A Preference	<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>
Prescribed particulars	<p>Each A Preference and B Preference Share shall not entitle the holder to receive notice of, attend and participate to vote at general meetings of the Company A fixed, cumulative, preferential dividend calculated at the rate of 8% per annum of the issue price of each A Preference Share shall accrue on a daily basis from the A Preference Share Issue Date on each A Preference Share and compounding quarterly Any unpaid A Preference Dividend as at each quarterly compound date shall be carried forward and increased by an amount representing interest on the unpaid amount at 8% per annum, which shall accrue from day to day and shall compound quarterly. On a return of capital on liquidation or otherwise the assets of the Company available for distribution between the shareholders shall be applied in the following order, firstly the A Preference Shareholders shall receive 100% of any available distributable proceeds until such holders shall have received the A Preference Amount with respect to each A Preference Share, then secondly, the B Preference Shareholders shall receive 100% of any available distributable proceeds after deduction of the amounts payable to the A Preference Shareholders, until such holders shall have received the B Preference Amount with respect to each B Preference Share, and thereafter, after deduction of the amounts payable in accordance with the above and simultaneously with A Preference Shareholders receiving their pro rata share of the Distribution Amount (if any), the balance (if any) to Ordinary Shareholders pro rata (as if such shares were of the same class after implementation of the ratchet mechanism and payment of the Distribution Amount (if any)</p>	

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

Class of share	B Preference	
Prescribed particulars ①	<p>Each A Preference and B Preference Share shall not entitle the holder to receive notice of, attend and participate to vote at general meetings of the Company. B Preference Shares are not entitled to any preferred dividend. On a return of capital on liquidation or otherwise the assets of the Company available for distribution between the shareholders shall be applied in the following order, firstly the A Preference Shareholders shall receive 100% of any available distributable proceeds until such holders shall have received the A Preference Amount with respect to each A Preference Share, then secondly, the B Preference Shareholders shall receive 100% of any available distributable proceeds after deduction of the amounts payable to the A Preference Shareholders, until such holders shall have received the B Preference Amount with respect to each B Preference Share; and thereafter, after deduction of the amounts payable in accordance with the above and simultaneously with A Preference Shareholders receiving their pro rata share of the Distribution Amount (if any), the balance (if any) to Ordinary Shareholders pro rata (as if such shares were of the same class after implementation of the ratchet mechanism and payment of the Distribution Amount (if any)</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>