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COMPANIES HOUSE

IN THE HIGH COURT OF JUSTICE

CR-2017-003452

CHANCERY DIVISION

COMPANIES COURT

Registrar **DEBRET**

Wednesday, 28 June 2017



**IN THE MATTER OF SHAWBROOK GROUP PLC
AND IN THE MATTER OF THE COMPANIES ACT 2006**

ORDER

UPON THE APPLICATION BY PART 8 CLAIM FORM dated 7th June 2017 of Shawbrook Group plc (the “**Company**”) whose registered office is situated at Lutea House, Warley Hill Business Park, The Drive, Great Warley, Brentwood, Essex, CM13 3BE

AND UPON HEARING Andrew Thornton of Counsel for the Company

AND UPON READING the Part 8 Claim Form and the evidence

IT IS ORDERED that the reduction of capital of the Company approved by special resolution be and is hereby confirmed in accordance with the provisions of the Companies Act 2006

AND THE COURT HEREBY APPROVES that statement of capital set out in the schedule hereto

AND IT IS ORDERED that this order be produced by the Company to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the aforesaid statement of capital

AND IT IS ORDERED that the notice of the registration by the Registrar of Companies of this order and of the statement of capital be published by the Company once in "The Times" newspaper within 21 days after such registration

DATED this 28th day of June 2017

SH19

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

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 0 7 2 4 0 2 4 8

Company name in full Shawbrook Group plc

→ **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 |
|--|--|------------------|--|---|
| Currency table A | | | | |
| GBP | Ordinary | 250500000 | 2,505,000.00 | |
| | | | | |
| | | | | |
| Totals | | 250500000 | 2,505,000.00 | 0 |

| | | | | |
|--|--|------------------------|---------------------------------|---------------------------------|
| Currency table B | | | | |
| | | | | |
| | | | | |
| | | | | |
| Totals | | | | |
| Totals (including continuation pages) | | Total number of shares | Total aggregate nominal value ① | Total aggregate amount unpaid ① |
| | | 250500000 | 2505000 | 0 |

① 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

1

Each ordinary share of £0.01 shall have attached to it full voting, dividend and capital distribution rights, including on winding up, and does not confer any rights of redemption.

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.

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 **1**, Secretary, Person authorised **2**, 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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Statement of capital for reduction supported by solvency statement
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 Tracey Chen

Company name Slaughter and May

Address One Bunhill Row

Post town London

County/Region

Postcode E C 1 Y 8 Y Y

Country London

DX DX 11 Chancery Lane

Telephone 02070905899



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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PLC

AND IN THE MATTER OF THE COMPANIES
ACT 2006

ORDER

SLAUGHTER AND MAY
ONE BUNHILL ROW
LONDON EC1Y 8YY

SOLICITORS TO THE COMPANY