

WEDNESDAY



SPE *S825406R* #39
27/03/2019
COMPANIES HOUSE

7072910

IN THE HIGH COURT OF JUSTICE
BUSINESS AND PROPERTY COURTS OF
ENGLAND AND WALES
COMPANIES COURT (Ch.D)

CR-2019-000567

MR JUSTICE NORRIS

WEDNESDAY 6 MARCH 2019



IN THE MATTER OF SGO CORPORATION LIMITED
- and -
IN THE MATTER OF THE COMPANIES ACT 2006

ORDER

UPON the Claim Form of the above-named SGO CORPORATION LIMITED (the "Company")
whose registered office is at 88 Baker Street, London W1U 6TQ.

AND UPON HEARING Andrew Thornton, Counsel for the Company.

AND UPON READING the Claim Form and the evidence.

AND UPON IT APPEARING that:

- 1) pursuant to a merger between the Company and SGO Corporation S.A. approved by the Court
by order dated 6 March 2019, the issued share capital will be increased to the same level as it
stood immediately prior to the reduction of capital hereby approved taking effect; and
- 2) the Company will file a form SH01 with the Registrar of Companies forthwith upon the
aforesaid merger taking effect.

THE COURT ORDERS that the reduction of the share capital of the Company resolved on by a
special resolution of the Company duly passed on 13 February 2019 is confirmed in accordance with
the provisions of the Companies Act 2006.

AND THE COURT hereby approves the statement of capital set out in the schedule hereto.



AND IT IS ORDERED THAT:

- (a) this order and an office copy be delivered by the Company to the Registrar of Companies together with the statement of capital; and**
- (b) notice of the registration by the Registrar of Companies of this order and the statement of capital be published by the Company once in the Times newspaper within 21 days after such registration.**

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

1 Company details

Company number 07477910

Company name in full SGO CORPORATION 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	0	£0	
Totals		0	£0	£0

Currency table B

Totals				

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

❶ 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
Prescribed particulars ①	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.
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.

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Signature

I am signing this form on behalf of the company.

Signature	Signature X  X
	This form may be signed by: Director②, Secretary, Person authorised②, 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 **EAAB/WX/662872**

Company name **MACFARLANES LLP**

Address **20 CURSITOR STREET**

Post town **LONDON**

County/Region **GREATER LONDON**

Postcode **E C 4 A 1 L T**

Country **UNITED KINGDOM**

DX **DX No: 138 CHANCERY LANE**

Telephone **+44 (0)20 7831 9222**

 **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

SH19 - Continuation page
Statement of capital for reduction supported by solvency statement or court order

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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

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

SH19 - Continuation page

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

3 Prescribed particulars of rights attached to shares	
Class of share	
Prescribed particulars 1	<p>1 Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none">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); andd. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>