

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.

WEDNESDAY



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28/02/2018

#106

COMPANIES HOUSE

1 Company details

Company number 0 7 7 7 2 1 4 0

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

Currency table A

GBP (£)	A ORDINARY	1,110,305	£ 11.10305	
GBP (£)	B ORDINARY	17,200	£ 0.172	
GBP (£)	D ORDINARY	1,060	£ 0.0106	
Totals		1,128,565	£ 11.28565	£ 0

Currency table B

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
1,128,569	£ 11.28569	£ 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

A ORDINARY

Prescribed particulars
1

VOTING RIGHTS - EACH SHARE CARRIES THE RIGHT TO ONE VOTE ON A SHOW OF HANDS AND ON A POLL DIVIDEND RIGHTS - ANY DIVIDENDS SHALL BE DISTRIBUTED AMONG THE A AND B ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD. RETURN OF CAPITAL RIGHTS - ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, A RETURN OF CAPITAL OR ANY OTHER EXIT, THE SURPLUS ASSETS OF THE COMPANY OR PROCEEDS AVAILABLE FOR DISTRIBUTION AMONGST THE A AND B ORDINARY SHAREHOLDERS, SUBJECT TO ANY SPECIAL RIGHTS WHICH MAY BE ATTACHED TO ANY OTHER CLASS OF SHARES, SHALL BE DISTRIBUTED AMONG THE A ORDINARY AND B ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of share

B ORDINARY

Prescribed particulars
1

VOTING RIGHTS - EACH SHARE CARRIES THE RIGHT TO ONE VOTE ON A SHOW OF HANDS AND TEN VOTES ON A POLL DIVIDEND RIGHTS - ANY DIVIDENDS SHALL BE DISTRIBUTED AMONG THE A AND B ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD. RETURN OF CAPITAL RIGHTS - ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, A RETURN OF CAPITAL OR ANY OTHER EXIT, THE SURPLUS ASSETS OF THE COMPANY OR PROCEEDS AVAILABLE FOR DISTRIBUTION AMONGST THE A AND B ORDINARY SHAREHOLDERS, SUBJECT TO ANY SPECIAL RIGHTS WHICH MAY BE ATTACHED TO ANY OTHER CLASS OF SHARES, SHALL BE DISTRIBUTED AMONG THE A ORDINARY AND B ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of share

D ORDINARY

Prescribed particulars
1

VOTING RIGHTS. NONE RETURN OF PROCEEDS RIGHTS: AS PROVIDED FOR IN ARTICLE 31.3, ANY RETURN OF PROCEEDS, REPAYMENT OR DISTRIBUTION OF ANY AMOUNT (WHETHER BY WAY OF INTEREST, REDEMPTION, REPAYMENT, CONVERSION, DISTRIBUTION, RETURN OF CAPITAL OR OTHERWISE) RECEIVED BY THE COMPANY IN RESPECT OF ITS B ORDINARY SHARES IN NETNAMES HOLDCO 1 LIMITED ("RETURN OF PROCEEDS") SHALL BE ALLOCATED TO THE HOLDERS OF D SHARES AND E SHARES AS FOLLOWS: (A) £15,000 PRO RATA TO THE HOLDERS OF E SHARES ("E SHARE PAYMENTS"); AND (B) ANY PROCEEDS IN EXCESS OF THE E SHARE PAYMENTS, PRO RATA TO THE HOLDERS OF D SHARES, WHETHER SUCH RETURN OF PROCEEDS IS ON AN EXIT OR OTHERWISE. REDEEMABLE SHARES. 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.

Please use a statement of capital continuation page if necessary.

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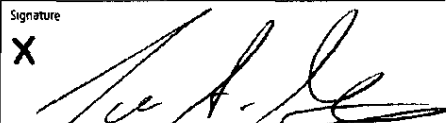
Signature

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by:

Director 1, Secretary, Person authorised 1, CIC manager.

2 Societas Europaea.

If this form is being filled 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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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

Company name

SKADDEN, ARPS, SLATE,

MEAGHER & FLOM (UK) LLP

Address

40 BANK STREET

CANARY WHARF

Post town

Country/Region

LONDON

Postcode

E 1 4 5 D S

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.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

Share capital

Complete a separate table for each currency.

06/16 Version 5.0

SH19 - Continuation page

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Prescribed particulars of rights attached to shares

Class of share	E ORDINARY
Prescribed particulars ❶	NO VOTING RIGHTS

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.