

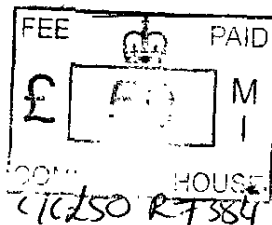
# SH19

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



Companies House

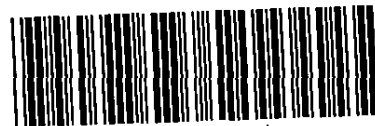
A fee is payable with this form.  
Please see 'How to pay' on the last page.



☒ **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



LD1 \*L7KMG91V\* #35  
12/12/2018  
COMPANIES HOUSE

### 1 Company details

Company number 0 8 7 6 2 3 2 7

Company name in full WORLDPAY 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	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	2085345120	62560353.6	
GBP	CVR	1000000	1847500.01	
Totals		2086345120	64407853.61	

#### Currency table B

Totals				

Totals (including continuation  
pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
2086345120	64407853.61	0

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

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<b>3</b>	<b>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 <b>Section 2</b> .	
Class of share	ORDINARY	
Prescribed particulars ①	<p>VOTING RIGHTS: ORDINARY SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER ORDINARY SHARE HELD. DIVIDEND RIGHTS: EACH ORDINARY SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A WINDING UP OR OTHERWISE: EACH ORDINARY SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. THE ORDINARY SHARES ARE NOT REDEEMABLE</p>	
Class of share	CVR	
Prescribed particulars ①	<p>VOTING RIGHTS: NON VOTING UNLESS THE BUSINESS OF THE MEETING INCLUDES THE WINDING UP OF THE COMPANY, IN WHICH CASE THE HOLDERS OF THE CVR SHARES HAVE THE RIGHT TO VOTE ONLY ON THE WINDING UP OF THE COMPANY. DIVIDEND RIGHTS: THE HOLDERS OF THE CVR SHARES HAVE THE RIGHT TO DIVIDENDS OF AN AMOUNT EQUAL TO 90% OF THE NET PROCEEDS RESULTING FROM THE REDEMPTION, SALE, TRANSFER OR OTHER DISPOSAL OF, THE VE SHARES. [SEE CONTINUATION PAGE]</p>	
Class of share		
Prescribed particulars ①		

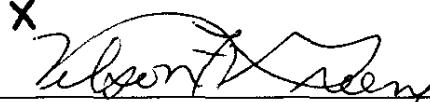
**① Prescribed particulars of rights attached to shares**

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

<b>4</b>	<b>Signature</b>	
	I am signing this form on behalf of the company.	
Signature	<p>Signature</p> <p>X  X</p>	
	<p>This form may be signed by: Director ②, Secretary, Person authorised ②, CIC manager.</p>	

**② 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.

**③ Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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### 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

Company name

ALLEN & OVERY LLP

Address

ONE BISHOPS SQUARE

Post town

LONDON

County/Region

Postcode

E

1

6

A

D

Country

DX

Telephone

020 3088 0000



### 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](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

## SH19 - Continuation page

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

2

## Share capital

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

**Complete a separate table for each currency.**

[illegible]

## 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	CVR	<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.</li> </ul> <p>A separate table must be used for each class of share.</p>
<p>Prescribed particulars</p> <p>①</p>	<p>DISTRIBUTION RIGHTS ON WINDING UP OR OTHERWISE: PRIORITY OVER HOLDERS OF ORDINARY SHARES. EQUAL TO AMOUNT PAID UP ON THEIR CVR SHARES. REDEEMABLE SHARES: THE CVR SHARES ARE REDEEMABLE.</p>	