

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.

£50 Chg 101314

☒ **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.

TUESDAY



L7Z4TGWH
LD1 12/02/2019 #67
COMPANIES HOUSE

1 Company details

Company number 0 9 1 5 4 4 0 3

Company name in full FACILE.IT 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 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				
EUR	Ordinary	99,201	99,201	
EUR	B Ordinary	1,000	1,000	
EUR	C Preference	230,565	230,565	
Totals		330,766	330,766	0

Currency table B				
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ②
	330,766	EUR 330,766	EUR 0

① Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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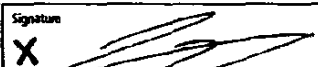
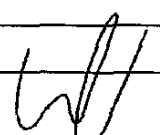
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Prescribed particulars of rights attached to shares

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.		<p>● Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p> <p>Please use a statement of capital continuation page if necessary.</p>
Class of share	ORDINARY	
Prescribed particulars ●	See continuation page	
Class of share	B ORDINARY	
Prescribed particulars ●	See continuation page	
Class of share	C PREFERENCE	
Prescribed particulars ●	See continuation page	

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Signature

I am signing this form on behalf of the company.		<p>● Societas Europaea.</p> <p>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.</p> <p>● Person authorised</p> <p>Under either section 270 or 274 of the Companies Act 2006.</p>
Signature	<p>Signature</p> <p>X  X</p> <p>THOMAS EDWARDS SPICER DIRECTOR</p> <p> X</p> <p>WILLEM VEURINK DIRECTOR</p> <p>This form may be signed by: Director ●, Secretary, Person authorised ●, CIC manager.</p>	

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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 **Cigi Puthuppally**

Company name **Latham & Watkins**

Address **99 Bishopsgate**

Post town **London**

County/Region **London**

Postcode **E C 2 M 3 X F**

Country **England**

DX

Telephone **020 7710 1000**

**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

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3	Prescribed particulars of rights attached to shares		
Class of share	Ordinary		
Prescribed particulars		<p>6 Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>	
6	<p>(A) VOTING RIGHTS: ALL ORDINARY SHAREHOLDERS RANK EQUALLY FOR VOTING PURPOSES. EACH MEMBER HAS ONE VOTE PER SHARE HELD UNLESS A VOTE ON A SHOW OF HANDS IS CALLED IN ACCORDANCE WITH THE PROVISIONS OF THE ARTICLES. (B) DIVIDEND RIGHTS: HOLDERS OF ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDEND UNTIL ALL PREFERENCE SHARES HAVE BEEN REDEEMED IN ACCORDANCE WITH THE ARTICLES. SUBJECT THERETO, EACH ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DIVIDENDS PAID. (C) RIGHTS TO CAPITAL: ONCE CAPITAL HAS BEEN DISTRIBUTED TO A, B AND C PREFERENCE SHARES, THE OUTSTANDING BALANCE SHALL BE DISTRIBUTED PARI PASSU AND PRO RATA TO ORDINARY SHAREHOLDERS. (D) RIGHTS OF REDEMPTION: ORDINARY SHARES CANNOT BE REDEEMED.</p>		

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Prescribed particulars of rights attached to shares

Class of share	B ORDINARY	① Prescribed particulars of rights attached to shares
Prescribed particulars ①	(A) VOTING RIGHTS: NO RIGHT TO RECEIVE NOTICE OF OR ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY. (B) DIVIDEND RIGHTS: THE B ORDINARY SHARES SHALL NOT CONFER ON THE B ORDINARY SHAREHOLDERS ANY RIGHT OF PARTICIPATION IN THE PROFITS OF THE COMPANY. (C) RIGHTS TO CAPITAL: PRIORITY FOR ANY DISTRIBUTION OF CAPITAL (INCLUDING ON WINDING UP) AFTER COMPANY LIABILITIES AND RIGHTS OF THE A, B AND C PREFERENCE HOLDERS ARE PAID UP, TO AN AMOUNT EQUAL TO THE B ORDINARY SHARE AMOUNT PARI PASSU AND PRO RATA TO THE HOLDERS OF THE B ORDINARY SHARES. (D) RIGHTS OF REDEMPTION: NO REDEMPTION RIGHTS.	<p>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); and d. 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>

SH19 - Continuation page

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3	Prescribed particulars of rights attached to shares	
Class of share	C PREFERENCE	
Prescribed particulars 1	<p>(A) VOTING RIGHTS: NO RIGHT TO RECEIVE NOTICE OF OR ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY, UNLESS THERE IS A PROPOSED VARIATION OF THE CLASS RIGHTS ATTACHING TO THE C PREFERENCE SHARES. (B) DIVIDEND RIGHTS: ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND OF 8% OF THE ISSUE PRICE IN PRIORITY TO ANY PAYMENT BY WAY OF DIVIDEND TO THE HOLDERS OF ANY OTHER SHARES, OTHER THAN IN RESPECT OF THE DIVIDEND ON THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. (C) RIGHTS TO CAPITAL: PRIORITY FOR ANY DISTRIBUTION OF CAPITAL (INCLUDING ON WINDING UP) AFTER COMPANY LIABILITIES AND RIGHTS OF THE A AND B PREFERENCE HOLDERS ARE PAID UP TO AN AMOUNT EQUAL TO THE C PREFERENCE DIVIDENDS AND THE ISSUE PRICE OF THE C PREFERENCE SHARES. (D) RIGHTS OF REDEMPTION: THE COMPANY CAN REDEEM ALL OR SOME OF THE B PREFERENCE SHARES, SUBJECT TO ALL OF THE A AND B PREFERENCE SHARES HAVING BEEN REDEEMED IN ACCORDANCE WITH THE ARTICLES.</p>	<p>1 Prescribed particulars of rights attached to shares</p> <p>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); and d. 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>