

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

SH19

Statement of capital for reduction supported solvency statement or court order

30 JAN 2023

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 09282450

Company name in full DIAMOND TOPCO 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				
USD	A ORDINARY	26,721,765	\$2.67	
USD	B ORDINARY	4,902,083	\$0.49	
USD	C ORDINARY	384,689	\$0.04	
Totals		32,008,537	\$3.20	NIL

Currency table B				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
32,008,537	\$3.20	NIL

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

COMPANIES HOUSE

FEE PAID

RELEASED

WEDNESDAY



ABWW86ZE

A11 08/02/2023 #68

COMPANIES HOUSE

JBWA79M8

JNI 30/01/2023 #103

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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

THE HOLDERS OF A ORDINARY SHARES SHALL, IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM, BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT, GENERAL MEETINGS OF THE COMPANY AND ON A SHOW OF HANDS EACH SUCH HOLDER SHALL HAVE ONE VOTE AND ON A POLL OR ON A WRITTEN RESOLUTION EACH
[CONTINUED]

Class of share

B ORDINARY

Prescribed particulars
①

WITH RESPECT TO THE B ORDINARY SHARES, EITHER (I) WHERE THE B ORDINARY SHARES WOULD ENTITLE THE HOLDERS TO IN EXCESS OF 7.75% OF THE ASSETS OF THE COMPANY ON A RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 27 (RETURN OF CAPITAL) AFTER THE RETURN OF CAPITAL TO THE HOLDERS OF PREFERENCE SHARES, THE HOLDERS OF B ORDINARY SHARES SHALL, IN RESPECT OF THE B ORDINARY SHARES HELD BY THEM, BE ENTITLED TO
[CONTINUED]

Class of share

C ORDINARY

Prescribed particulars
①

THE HOLDERS OF C ORDINARY SHARES SHALL, IN RESPECT OF THE C ORDINARY SHARES HELD BY THEM, BE ENTITLED TO RECEIVE NOTICE OF AND ATTEND GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE COPIES OF ALL RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS BUT SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETINGS AND
[CONTINUED]

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

DocuSigned by:

Mandy Rutter

7C9264A279FC419

X

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.

This form may be signed by:

Director ②, Secretary, Person authorised ③, CIC manager.

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3 Prescribed particulars of rights attached to shares

Class of share	A ORDINARY	
Prescribed particulars ①	<p>[CONTINUED]</p> <p>SUCH HOLDER SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE HELD BY THEM (WITH, IN THE CIRCUMSTANCES OF ARTICLE 26.2(A)(1), THE VOTING RIGHTS OF ALL A ORDINARY SHARES COMPRISING EIGHTY PER CENT OF THE TOTAL VOTING RIGHTS).</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>

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3 Prescribed particulars of rights attached to shares

Class of share	B ORDINARY	
Prescribed particulars ❶	<p>[CONTINUED] RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT, GENERAL MEETINGS OF THE COMPANY AND ON A SHOW OF HANDS EACH B ORDINARY SHARE SHALL HAVE ONE VOTE AND ON A POLL OR ON A WRITTEN RESOLUTION THE B ORDINARY SHARES AS A CLASS SHALL HAVE VOTING RIGHTS EQUAL TO TWENTY PER CENT. OF THE TOTAL VOTING RIGHTS, BUT SHALL NOT OTHERWISE HAVE A VOTE PER B ORDINARY SHARE; OR (II) WHERE THE B ORDINARY SHARES WOULD NOT BE ENTITLE THE HOLDERS TO IN EXCESS OF 7.75% OF THE ASSETS OF THE COMPANY ON A RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 27 (RETURN OF CAPITAL) AFTER THE RETURN OF CAPITAL TO THE HOLDERS OF PREFERENCE SHARES, THE HOLDERS OF THE B ORDINARY SHARES SHALL, IN RESPECT OF THE B ORDINARY SHARES HELD BY THEM, BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT, GENERAL MEETINGS OF THE COMPANY AND ON A SHOW OF HANDS EACH SUCH HOLDER SHALL HAVE ONE VOTE AND ON A POLL OR ON A WRITTEN RESOLUTION EACH SUCH HOLDER SHALL HAVE ONE VOTE FOR EACH B ORDINARY SHARE HELD BY THEM</p>	<p>❶ 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>

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Prescribed particulars of rights attached to shares

Class of share	C ORDINARY	
Prescribed particulars 1	<p>[CONTINUED]</p> <p>SHALL NOT CONSTITUTE AN ELIGIBLE MEMBER IN RELATION TO ANY SUCH PROPOSED WRITTEN RESOLUTION</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>

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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 **DEAN MOLYNEAUX**

Company name **A&L GOODBODY**

Address **42-46 FOUNTAIN STREET**

Post town **BELFAST**

County/Region **NORTHERN IRELAND**

Postcode **B T 1 5 E F**

Country

DX **DX 2016 NR 2 BELFAST**

Telephone **028 9031 4466**

**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