

DON'T
STAPLE

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.

TUESDAY



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A02

26/03/2024

#110

COMPANIES HOUSE

1 Company details

Company number 0 9 5 6 4 6 3 1

Company name in full FOUNDERS FACTORY 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'.

Continuation page

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

	See continuation pages.			
Totals				

Currency table B

Totals				

Total issued share capital table

You must complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value Show different currencies separately. For example: £100 + €100 + \$10	Total aggregate amount unpaid ❶ Show different currencies separately. For example: £100 + €100 + \$10
Grand total	1137262	12.67249	nil

❶ Total aggregate amount unpaid

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.


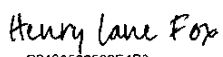
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Class of share	See continuation pages.	① Prescribed particulars of rights attached to shares The particulars are: a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects 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. Continuation pages Please use a Statement of capital continuation page if necessary.
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

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Signature

Signature	I am signing this form on behalf of the company.		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.
	Signature  DocuSigned by:  C2400588599E4B3		
	This form may be signed by: Director②, Secretary, Person authorised③, CIC manager.		

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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.

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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	RC
Company name	Osborne Clarke LLP
Address	One London Wall, Barbican, London
Post town	
County/Region	
Postcode	E C 2 Y 5 E B
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

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

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

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

3	Prescribed particulars of rights attached to shares	
Class of share	A Ordinary	① Prescribed particulars of rights attached to shares The particulars are: <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. A separate table must be used for each class of share.
Prescribed particulars ①	<p>Voting - the A Ordinary Shares shall confer on each A Ordinary Shareholder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Income- any profits which the company may determine to distribute shall be distributed first to the holders of the Preferred Shares up to the agreed amount, and thereafter to the holders of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares pro rata to their respective holdings of shares.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the Company available for distribution shall be distributed up to the agreed amounts first to the holders of the Preferred Shares, second to the holders of the E Shares, third to the holders of the Deferred Shares, and last to the holders of the C Ordinary Shares, A Ordinary Shares and B Ordinary Shares.</p> <p>Rights of Redemption - the A Ordinary Shares do not confer any rights of redemption</p>	

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Prescribed particulars of rights attached to shares

Class of share	B1 Ordinary	
Prescribed particulars ①	<p>Voting - the B1 Ordinary Shares shall confer on each B1 Ordinary Shareholder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Income- any profits which the company may determine to distribute shall be distributed first to the holders of the Preferred Shares up to the agreed amount, and thereafter to the holders of the A Ordinary Shares, and, subject to director consent, to the holders of the B Ordinary Shares (including the B1 Ordinary Shares) pro rata to their respective holdings of shares.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the Company available for distribution shall be distributed up to the agreed amounts first to the holders of the Preferred Shares, second to the holders of the E Shares, third to the holders of the Deferred Shares, and last to the holders of the C Ordinary Shares, A Ordinary Shares and B Ordinary Shares (including the B1 Ordinary Shares), such amounts being subject to reaching certain hurdle amounts.</p> <p>Rights of Redemption - the B1 Ordinary Shares do not confer any rights of redemption.</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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Prescribed particulars of rights attached to shares

Class of share	B2 Ordinary	
Prescribed particulars ①	<p>Voting - the B2 Ordinary Shares shall confer on each B2 Ordinary Shareholder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Income- any profits which the company may determine to distribute shall be distributed first to the holders of the Preferred Shares up to the agreed amount, and thereafter to the holders of the A Ordinary Shares, and, subject to director consent, to the holders of the B Ordinary Shares (including the B2 Ordinary Shares) pro rata to their respective holdings of shares.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the Company available for distribution shall be distributed up to the agreed amounts first to the holders of the Preferred Shares, second to the holders of the E Shares, third to the holders of the Deferred Shares, and last to the holders of the C Ordinary Shares, A Ordinary Shares and B Ordinary Shares (including the B2 Ordinary Shares), such amounts being subject to reaching certain hurdle amounts.</p> <p>Rights of Redemption - the B2 Ordinary Shares do not confer any rights of redemption.</p>	<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); 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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Prescribed particulars of rights attached to shares

Class of share	Deferred	<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>
Prescribed particulars ①	<p>Voting - the Deferred Shares shall not entitle the holders to receive notice of, to attend, to speak or to vote at any general meeting of the Company nor to receive or vote on, or otherwise constitute an eligible member for the purposes of, proposed written resolutions of the Company.</p> <p>Income - the Deferred Shares shall not entitle the holders to receive any dividend or other distribution.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the holders of the Deferred Shares shall be entitled, after priority payments to the holders of each of the Preferred Shares and the E Shares, to a payment of £1.00 for the entire class of Deferred Shares.</p> <p>Rights of Redemption - deferred Shares may be redeemed by the Company at any time at its option for one penny for all the Deferred Shares registered in the name of any holder(s) without obtaining the sanction of the holder(s).</p>	

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Prescribed particulars of rights attached to shares

Class of share	E	
Prescribed particulars ①	<p>Voting - the E Shares shall confer the right on each E Shareholder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>An E Shareholder shall never have less than 5% of the voting rights at any such general meeting or for the purposes of any written resolution of the Shareholders provided that if the E Shareholder has, at any such general meeting or for the purposes of any written resolution of the Shareholders:</p> <p>(a) 5% or more of the voting rights by virtue of holding any other classes of Shares, the E Shares shall not confer any additional voting rights; or</p> <p>(b) voting rights but less than 5% of the voting rights by virtue of holding any other classes of Shares, the E Shares shall confer such additional voting rights on the Shareholder so that, in aggregate, such Shareholder has 5% of the voting rights.</p> <p>Income - the E Shares shall not entitle the holders to receive any dividend or other distribution.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the Company available for distribution shall be distributed up to the agreed amounts first to the holders of the Preferred Shares, second to the holders of the E Shares, third to the holders of the Deferred Shares, and last to the holders of the C Ordinary Shares, A Ordinary Shares and B Ordinary Shares.</p> <p>Rights of Redemption - the E Shares do not confer any rights of redemption.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> particulars of any voting rights, including rights that arise only in certain circumstances; particulars of any rights, as respects dividends, to participate in a distribution; particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and 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	Preferred	
Prescribed particulars ①	<p>Voting - the Preferred Shares shall confer on each holder of the same the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p> <p>Income - any profits which the company may determine to distribute shall be distributed first to the holders of the Preferred Shares up to the agreed amount.</p> <p>Capital - on a return of assets on liquidation, capital reduction or otherwise (except upon the redemption of shares of any class or the purchase by the company of its own shares), the assets of the Company available for distribution shall be distributed first to the holders of the Preferred Shares up to the agreed amount.</p> <p>Rights of Redemption - the Preferred Shares do not confer any rights of redemption.</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>