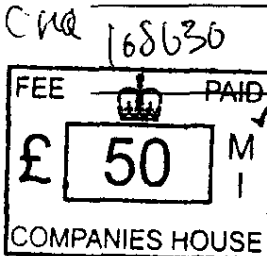


SH19

laserform

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



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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LD1

15/11/2017

#1

COMPANIES HOUSE

1 Company details

Company number 1 0 8 0 1 1 1 8
Company name in full SPORTECH GROUP HOLDINGS 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				
£	ORDINARY	80000	1,600.00	
£	A ORDINARY	10000	500.00	
£	B ORDINARY	5000	0.50	
Totals		95000	2,100.50	0.00

Currency table B				
Totals				

	Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
Totals (including continuation pages)	95000	£2,100.50	£0.00

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

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3**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	ORDINARY
Prescribed particulars 1	(see continuation page)
Class of share	A ORDINARY
Prescribed particulars 2	(see continuation page)
Class of share	B ORDINARY
Prescribed particulars 3	(see continuation page)

4 Prescribed particulars of rights attached to shares

The particulars are:

- 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.

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 <i>Richard Coyle</i> X
	This form may be signed by: Director 1, Secretary, Person authorised 2, CIC manager.

5 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.

6 Person authorised

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

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3 Prescribed particulars of rights attached to shares		
Class of share	ORDINARY	
Prescribed particulars 1	<p>The ordinary shares confer on each holder:</p> <p>(A) the right to receive notice of, and to attend and speak at, all general meetings and subject to each holder of A ordinary shares who is an eligible employee being entitled to exercise 5% in aggregate of the total voting rights, the holders of the ordinary shares shall exercise the remaining balance of voting rights;</p> <p>(B) full rights in respect of a dividend according to the amounts paid up or credited as paid up;</p> <p>(C) on a return of capital (whether an exit distribution, capital reduction or otherwise), the assets of the Company shall be applied as follows: (i) first, and to the extent not already paid, in paying the growth shareholders pari passu an amount equal to his individual percentage of the growth pool entitlement (if any); and (ii) any balance, after the payment of its liabilities, to the ordinary shareholders pro rate to their shareholding; and</p> <p>(D) the ordinary shares are not redeemable.</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); 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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order

3

Prescribed particulars of rights attached to shares

Class of share	A ORDINARY	
Prescribed particulars ①	<p>(A) The A ordinary shares shall confer on each holder thereof (in that capacity) who is an eligible employee, the right to receive notice of and to attend, and speak at, all general meetings of the company and to exercise 5% in aggregate of the total voting rights of all shares at any time, whether at general meeting, on written resolution, poll or otherwise, provided always that: (i) such holder is not a leaver, in which case such leaver's A ordinary shares shall cease to confer any rights to receive notice of, attend, speak or vote at general meetings of the company or on written resolutions, with effect from the mandatory transfer date; and (ii) there shall be no more than five holders of A ordinary shares at any time, and accordingly, the total aggregate voting rights of all A ordinary shares in issue at any time may not in any circumstances exceed 25% in aggregate of the total voting rights of all shares in issue at any time.</p> <p>(B) The A ordinary shares shall confer no rights to dividends.</p> <p>(C) On a return of capital (whether an exit distribution, capital reduction or otherwise), the assets of the Company shall be applied as follows: (i) first, and to the extent not already paid, in paying the growth shareholders pari passu an amount equal to his individual percentage of the growth pool entitlement (if any); and (ii) any balance, after the payment of its liabilities, to the ordinary shareholders pro rate to their shareholding.</p> <p>(D) The A ordinary shares are not redeemable.</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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Statement of capital for reduction supported by solvency statement or court order

3 Prescribed particulars of rights attached to shares		
Class of share	B ORDINARY	
Prescribed particulars ①	<p>(A) The B ordinary shares shall not confer any rights of receive notice of, attend, speak or vote at general meetings of the Company or on written resolutions, on the holders thereof.</p> <p>(B) The B ordinary shares shall not confer any rights to dividends.</p> <p>(C) On a return of capital (whether an exit distribution, capital reduction or otherwise), the assets of the Company shall be applied as follows: (i) first, and to the extent not already paid, in paying the growth shareholders pari passu an amount equal to his individual percentage of the growth pool entitlement (if any); and (ii) any balance, after the payment of its liabilities, to the ordinary shareholders pro rate to their shareholding.</p> <p>(D) The B ordinary shares are not redeemable.</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); 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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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 Daniel Carolan

Company name Dickson Minto W.S

Address 16 Charlotte Square

Edinburgh

Post town

County/Region

Postcode E H 2 4 D F

Country

DX 199

Telephone +44 (0) 131 225 4455



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