

2065

IN THE HIGH COURT OF JUSTICE

CR-2016-004721

CHANCERY DIVISION

COMPANIES COURT

Mr Registrar Jones

23 November 2016



IN THE MATTER OF LLOYDS BANK PLC

and

IN THE MATTER OF THE COMPANIES ACT 2006



ORDER

UPON THE APPLICATION by Claim Form of Lloyds Bank plc with company number 2065 and whose registered office is at 25 Gresham Street, London, EC2V 7HN (the **Company**)

AND UPON HEARING Martin Moore QC, Counsel for the Company

AND UPON READING the Claim Form and the evidence

IT IS ORDERED that the cancellation of the whole of the amount standing to the credit of the Company's share premium account resolved and effected by special resolution duly passed by the shareholders of the Company at a general meeting held on 27 October 2016 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND the statement of capital set out in the schedule to this order (the **Statement of Capital**) is approved

AND IT IS ORDERED:

- 1 that this Order be produced to the Registrar of Companies and that an office copy be delivered to him together with a copy of the Statement of Capital, and

CFD-#17906451-v6

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COMPANIES HOUSE

- 2 that notice of the registration by the Registrar of Companies of this Order and of the Statement of Capital be published once in The Times newspaper within 21 days after such registration

SH19



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

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number 00002065

Company name in full LLOYDS BANK PLC

► Filing 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
GBP (£)	Ordinary	1,574,285,751	1574285751.00	
GBP (£)	6% non-cumulative redeemable pref	100	100.00	
Totals		1574285851	1574285851.00	Nil

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ¹	Total aggregate amount unpaid ¹
	1574285851	£1,574,285,851.00	Nil

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

SH19

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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	See continuation sheet
Prescribed particulars 1	See continuation sheet
Class of share	See continuation sheet
Prescribed particulars 1	See continuation sheet
Class of share	See continuation sheet
Prescribed particulars 1	See continuation sheet

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	<div>Signature</div> <div>X  X</div> <div>This form may be signed by Director 2, Secretary, Person authorised 1, CIC manager</div>

2 Societas Europaea
If the 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

2

Complete a separate table for each currency

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3 Prescribed particulars of rights attached to shares

Class of share	£1.00 Ordinary	
Prescribed particulars 1	<p>(a) Each share carries the right to one vote on a poll.</p> <p>(b) Subject to any rights which may be attached to any other class of shares, the profits of the company available for dividend and resolved to be distributed shall be distributed by way of dividend among the holders of the ordinary shares.</p> <p>(c) On a return of assets on a winding up, the balance of such assets, subject to any other class of shares, shall be applied in repaying to the holders of the ordinary shares the amounts paid up on such ordinary shares and subject thereto shall belong to and be distributed among such holders rateably according to the number of such ordinary shares held by them respectively.</p> <p>(d) The shares are not redeemable.</p>	<p>1 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>

SH19 - continuation page

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3	Prescribed particulars of rights attached to shares	
Class of share	£1 00 6% non-cumulative redeemable preference	
Prescribed particulars 1	<p>(a) No voting rights attach to the shares.</p> <p>(b) The holder of series II preference share shall be entitled (in priority to any payment of dividend on the ordinary shares) to a fixed rate non-cumulative preferential dividend at a rate of 6% per annum to be paid, if and insofar as there are profits of the company available for such payment, in equal instalments on 1 March, 1 June, 1 September and 1 December, or if such day is not a business day, the first available business day thereafter, such a day being one where the banks in London are open for business. No preference dividend shall be payable on such date if the directors have determined that prudent capital ratios would not be maintained if payment of the dividend were made</p> <p>(c) On a return of assets on a winding up, the assets of the company available for distribution among the members shall be applied first in repaying the holder of the preference share, the series II preference shares and any other preference shares from time to time issued by the company ranking equally therewith in the amounts paid up plus any accrued but unpaid dividend thereon (or credited as paid up) on such share (or as otherwise provided in terms of such shares)</p> <p>(d) The series II preference shares shall be redeemable at the option of the company at such time and date as the directors may determine.</p>	
		<p>1 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>

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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 Clive Weston

Company name Norton Rose Fulbright LLP

Address
3 More London Riverside

Post town
London

County/Region

Postcode
S E 1 2 A Q

Country

DX

Telephone
020 7444 3134



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

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Ref: RZZC/LN93008

Solicitors for the Claimant