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

# SH19

## Statement of capital

**SAME DAY**

**Laserform**

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  
unlimited to limited

THURSDAY



\*A48DZYJ5\*

A06

28/05/2015

#3

COMPANIES HOUSE

### 1 Company details

Company number 0 7 8 4 2 4 3 0

Company name in full THE TOLKIEN ESTATE LIMITED

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

### Statement of capital

Section 2 (also Section 3 and Section 4 if appropriate) should reflect the  
company's share capital as reduced by the resolution.

### 2 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show any class of shares held in pound sterling  
If all your issued capital is in sterling, only complete Section 2 and then go to Section 5.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
ORDINARY	53 33	0	270000	£ 270,000 00
PREFERENCE	1	0	1200000	£ 1,200,000 00
				£
				£
Totals			1470000	£ 1,470,000 00

### 3 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies  
Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

① Including both the nominal value and any  
share premium

② Number of shares issued multiplied by  
nominal value of each share

**Continuation pages**  
Please use a Statement of Capital continuation  
page if necessary

③ Total number of issued shares in this class

# SH19

## Statement of capital

Currency				
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

① Including both the nominal value and any share premium  
② Total number of issued shares in this class  
③ Number of shares issued multiplied by nominal value of each share

**Continuation pages**  
Please use a Statement of Capital continuation page if necessary

<b>4 Statement of capital (Totals)</b>		<b>④ Total aggregate nominal value</b> Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Please give the total number of shares and total aggregate nominal value of issued share capital		
Total number of shares	1470000	
Total aggregate ④ nominal value	1,470,000	

<b>5 Statement of capital (Prescribed particulars of rights attached to shares)</b>		<b>⑤ Prescribed particulars of rights attached to shares</b> 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 and any terms or conditions relating to redemption of these shares  A separate table must be used for each class of share  Please use a Statement of capital continuation page if necessary
Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section 2</b> and <b>Section 3</b>		
Class of share	Ordinary	
Prescribed particulars ⑤	(a) Capital  On a return of assets on liquidation, the assets of the company remaining after the payment of its liabilities shall be applied (to the extent that the company is lawfully able to do so) in the following order of priority  (see continuation sheet)	
Class of share	Preference	
Prescribed particulars ⑤	(a) Capital  On a return of assets on liquidation, the assets of the company remaining after the payment of its liabilities shall be applied (to the extent that the company is lawfully able to do so) in the following order of priority.  (see continuation sheet)	

# SH19 - Continuation page

## Statement of capital

### 5 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Ordinary	
Prescribed particulars 1	<p>(1) first in paying to the holders of the preference shares an amount in respect of each preference share and if there is a shortfall of assets remaining to satisfy said payment in full, the proceeds shall be distributed to the holders of the preference shares pro rata to the numbers of preference shares held; and</p> <p>(11) the balance (if any) shall be distributed among the holders of the ordinary shares pro rata to the numbers of ordinary shares held.</p> <p>(b) Dividends</p> <p>Any dividend or other distribution paid or made by the company shall be distributed among the holders of the ordinary shares pro rata to the number of ordinary shares held.</p> <p>(c) Voting</p> <p>The holders of the ordinary shares shall be entitled to receive notice of, to attend and vote at general meetings of the company and to vote on written resolutions of the company. Each ordinary share carries one vote per share</p> <p>(d) Redemption</p> <p>The ordinary shares are not redeemable.</p>	<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares</li> </ul> <p>A separate table must be used for each class of share</p>

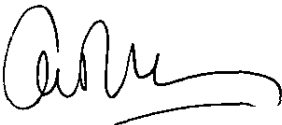
# SH19 - Continuation page

## Statement of capital

5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Preference	
Prescribed particulars 1	<p>(1) first in paying to the holders of the preference shares an amount in respect of each preference share and if there is a shortfall of assets remaining to satisfy said payment in full, the proceeds shall be distributed to the holders of the preference shares pro rata to the numbers of preference shares held, and</p> <p>(11) the balance (if any) shall be distributed among the holders of the ordinary shares pro rata to the numbers of ordinary shares held</p> <p>(b) Dividends</p> <p>Except on a winding up, the preference shares shall not carry any right to participate in any dividend or other distribution</p> <p>(c) Voting</p> <p>The preference shares shall not carry any right to receive notice of, to attend or vote at general meeting of the company or vote on written resolutions of the company</p> <p>(d) Redemption</p> <p>(1) Subject to the Companies Act, the preference shares may be redeemed by the company in whole or in part and on one or more occasions on a date or dates determined by the directors ("redemption date"). The directors shall give to the holders of preference shares not less than 10 business days notice in writing of any proposed redemption date</p> <p>(11) Subject to paragraph (11), on any redemption date, the company shall pay the nominal value on each of the preference shares redeemed to each registered holder, subject to such holder first surrendering to the company the certificate for the shares that are to be redeemed (or an indemnity in a form reasonably satisfactory to the directors in respect of any lost share certificate) to be cancelled. If any certificate (or indemnity) so surrendered includes any shares that are not redeemable at that time, the company shall issue a new share certificate for the balance of the shares not redeemable to the holder. If there is more than one holder of preference shares, any redemption shall be made among such holders pro rata (as nearly as possible) to their respective holdings</p> <p>(111) The amount payable on redemption of any preference shares may, by agreement between the company and the holder of such preference shares be paid on a date later than the redemption date</p>	
	<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares</li> </ul> <p>A separate table must be used for each class of share</p>	

**SH19**  
Statement of capital

Class of share		<b>1 Prescribed particulars of rights attached to shares</b> 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 and any terms or conditions relating to redemption of these shares  A separate table must be used for each class of share  Please use a Statement of capital continuation page if necessary
Prescribed particulars <b>1</b>		
Class of share		
Prescribed particulars <b>1</b>		

<b>6</b>	<b>Signature</b>	
	I am signing this form on behalf of the company	
Signature	Signature 	
	This form may be signed by Director <b>2</b> , Secretary, Person authorised <b>3</b> , CIC manager	<b>2 Societas Europaea</b> 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  <b>3 Person authorised</b> Under either section 270 or 274 of the Companies Act 2006

# SH19

## Statement of capital



### 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 Alex Hawley

Company name Penningtons Manches LLP

Address 9400 Garsington Road

Oxford Business Park

Post town Oxford

County/Region

Postcode O X 4 2 H N

Country

DX 155710 Oxford 13

Telephone +44 (0) 1865 722106



### 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.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)