

115060/200

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

SH19

Statement of capital



Companies House

A fee is payable with this form
Please see 'How to pay' on the last page

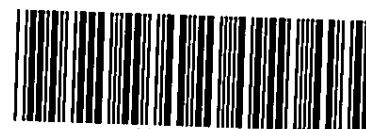
✓ What this form is for

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 unlimited to limited

SATURDAY



A07 *A3M639CJ* 06/12/2014 #227
COMPANIES HOUSE

1 Company details

Company number 0 2 9 4 6 9 9 9

Company name in full MITIE ROOFING (SOUTH EAST) 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 A	£1 00		1	£ 1 00
ORDINARY B	£1 00		1	£ 1 00
				£
				£
Totals			2	£ 2 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 ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

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

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Statement of capital

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

❶ Including both the nominal value and any share premium ❷ Number of shares issued multiplied by nominal value of each share **Continuation pages**
Please use a Statement of Capital continuation page if necessary

❷ Total number of issued shares in this class

4 Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	❶ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares		
Total aggregate ❶ nominal value		


5 Statement of capital (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 and Section 3		❶ 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 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
Class of share	ORDINARY A		
Prescribed particulars ❶	Please see continuation sheet		
Class of share	ORDINARY B		
Prescribed particulars ❶	Please see continuation sheet		

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Statement of capital

Class of share		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 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 1		
Class of share		
Prescribed particulars 1		

Signature	6 Signature I am signing this form on behalf of the company		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
	Signature X  X	This form may be signed by Director, Secretary, Person authorised, CIC manager	

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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 **COMPANY SECRETARY**

Company name **MITIE GROUP PLC**

Address **1 HARLEQUIN OFFICE PARK**

FIELDFARE

EMERSONS GREEN

Post town **BRISTOL**

County/Region

Postcode **B S 1 6 7 F N**

Country **ENGLAND**

DX

Telephone **0117 322 1098**

**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 or email 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

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Statement of capital

5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY A	
Prescribed particulars ①	<p>(a) Voting</p> <p>On a show of hands every member who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, unless the proxy (in either case) or the representative is himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder</p> <p>(b) Income</p> <p>The profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(i) first, in paying to the holders of the "B" Shares a fixed dividend of 12 pence (such amount being net of advance corporation tax) per annum on each "B" Share</p> <p>(ii) second, in paying one-half of the profits of the Company available for distribution (net of any advance corporation tax that is actually payable) in each financial year as a cumulative dividend to the holders together of the "A" Shares together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit left to distribute after the payment in respect of the "B" Shares</p> <p>PROVIDED that the owner of the "A" Shares shall at all times be entitled to receive not less than 75% of the distributable profits of the Company and if such would not be the case this dividend shall be augmented and if that is insufficient then the "B" Share dividend shall be decreased until the 75% threshold is achieved</p> <p>(iii) third, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if the same constituted one class of share</p> <p>Every dividend shall be distributed to the appropriate Shareholders <i>pro rata</i> according to the nominal value of the shares held by them respectively</p> <p>(c) Capital</p> <p>In a winding up the liquidator may, with the sanction of an extraordinary resolution, distribute all or any of the assets in specie among the holders in such proportions and manner as may be determined by such resolution, provided always that if any such distribution is proposed to be made otherwise than in accordance</p>	

- 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 and any terms or conditions relating to redemption of these shares
- A separate table must be used for each class of share

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Statement of capital

5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY A	
Prescribed particulars ①	<p>with the existing rights of the members, every member shall have the same right of dissent and other ancillary rights as set out in Section 111, Insolvency Act 1986 as if such resolution were a special resolution of the type referred to in Section 111(1), Insolvency Act 1986 which has been passed in the circumstances to which that Section applies pursuant to Section 582 of the Act</p> <p>(d) Redeemable Shares</p> <p>No particular 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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p>

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Statement of capital

5	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B	
Prescribed particulars ①	<p>(a) Voting</p> <p>On a show of hands every member who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, unless the proxy (in either case) or the representative is himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder</p> <p>(b) Income</p> <p>The profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(i) first, in paying to the holders of the "B" Shares a fixed dividend of 12 pence (such amount being net of advance corporation tax) per annum on each "B" Share</p> <p>(ii) second, in paying one-half of the profits of the Company available for distribution (net of any advance corporation tax that is actually payable) in each financial year as a cumulative dividend to the holders together of the "A" Shares together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit left to distribute after the payment in respect of the "B" Shares</p> <p>PROVIDED that the owner of the "A" Shares shall at all times be entitled to receive not less than 75% of the distributable profits of the Company and if such would not be the case this dividend shall be augmented and if that is insufficient then the "B" Share dividend shall be decreased until the 75% threshold is achieved</p> <p>(iii) third, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holders of the "A" Shares and the "B" Shares <i>pari passu</i> as if the same constituted one class of share</p> <p>Every dividend shall be distributed to the appropriate Shareholders pro rata according to the nominal value of the shares held by them respectively</p> <p>(c) Capital</p> <p>In a winding up the liquidator may, with the sanction of an extraordinary resolution, distribute all or any of the assets in specie among the holders in such proportions and manner as may be determined by such resolution, provided always that if any such distribution is proposed to be made otherwise than in accordance</p>	

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,
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- 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

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Statement of capital

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

Class of share	ORDINARY B	
Prescribed particulars ①	<p>with the existing rights of the members, every member shall have the same right of dissent and other ancillary rights as set out in Section 111, Insolvency Act 1986 as if such resolution were a special resolution of the type referred to in Section 111(1), Insolvency Act 1986 which has been passed in the circumstances to which that Section applies pursuant to Section 582 of the Act</p> <p>(d) Redeemable Shares</p> <p>No particular 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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p>