

# SH19

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



Companies House



LD1

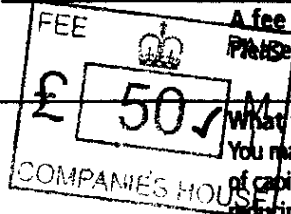
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16/06/2017

COMPANIES HOUSE

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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.

**X** 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](http://www.gov.uk/companieshouse)

CCES0.  
R:10768

### 1 Company details

Company number 03341331  
Company name in full Diageo Overseas 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
<b>Currency table A</b>				
£ sterling	ORDINARY	22,563,293	£22,563,293	
<b>Totals</b>		22,563,293	£22,563,293	£1,212,366,528

<b>Currency table B</b>				
\$ US	Preference	20,000,000	\$300,000,000	
<b>Totals</b>		20,000,000	\$300,000,000	0

**Totals (including continuation  
pages)**

Total number of shares	Total aggregate nominal value ●	Total aggregate amount unpaid ●
42,563,293	£22,563,293 + \$300,000,000	£1,212,366,528

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

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## 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	The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights.
Class of share	Preference
Prescribed particulars	The shares have attached to them special rights relating to cumulative, preferential dividend payments of 8.408% per annum. They carry voting rights and preferential distribution rights, as laid out in the Articles of Association.
Class of share	
Prescribed particulars	

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.

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## Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:  
Director ●, Secretary, Person authorised ●, CIC manager.

● Societas Europaea.

If this form is being filled on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership.

● Person authorised

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

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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  
Company Secretariat

Company name  
Diageo

Address  
Lakeside Drive

Park Royal

Post town  
London

County/Region  
Greater London

Postcode  
N W 1 0 7 H Q

Country

DX

Telephone  
0208 978 2600

**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](http://www.gov.uk/companieshouse) 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

## SH19 - Continuation page

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

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## Share capital

Complete the table below to show the issued share capital as reduced by the resolution.

**Complete a separate table for each currency.**

[illegible]

# SH19 - Continuation page

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order

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## Prescribed particulars of rights attached to shares

Class of share

Prescribed particulars

### Prescribed particulars of rights attached to shares

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- 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.