

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

SH19

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

  
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 from unlimited to limited.
- For further information, please refer to our guidance at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

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Company details

|                      |                         |                                                                                                                                                              |
|----------------------|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Company number       | 03707886                | <b>→ Filling in this form</b><br>Please complete in typescript or in bold black capitals.<br><br>All fields are mandatory unless specified or indicated by * |
| Company name in full | THE ARDEN HOTEL LIMITED |                                                                                                                                                              |

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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                                    | Class of shares               | Number of shares       | Aggregate nominal value                                                | Total aggregate amount                                                                   |
|---------------------------------------------|-------------------------------|------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------------------------|
| Complete a separate table for each currency | E.g. Ordinary/Preference etc. |                        | (£, €, \$, etc)<br>Number of shares issued multiplied by nominal value | unpaid, if any (£, €, \$, etc)<br>Including both the nominal value and any share premium |
| <b>Currency table A</b>                     |                               |                        |                                                                        |                                                                                          |
| GBP                                         | DEFERRED                      | 1                      | £1                                                                     |                                                                                          |
| GBP                                         | REDEEMABLE PREFERENCE         | 1,899,680              | £1,899,680                                                             |                                                                                          |
|                                             |                               |                        |                                                                        |                                                                                          |
| Totals                                      |                               | 1,899,681              | £1,899,681                                                             | 0                                                                                        |
| <b>Currency table B</b>                     |                               |                        |                                                                        |                                                                                          |
|                                             |                               |                        |                                                                        |                                                                                          |
|                                             |                               |                        |                                                                        |                                                                                          |
|                                             |                               |                        |                                                                        |                                                                                          |
| Totals                                      |                               |                        |                                                                        |                                                                                          |
| Totals (including continuation pages)       |                               | Total number of shares | Total aggregate nominal value ❶                                        | Total aggregate amount unpaid ❶                                                          |
|                                             |                               | 1,899,681              | £1,899,681                                                             | 0                                                                                        |

❶ 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 <b>Section 2</b> .                                                                                                                                                                                                                                                       |  |
| Class of share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | DEFERRED                                                                                                                                                                                                                                                                                                                                                                                                               |  |
| Prescribed particulars<br>❶                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | THESE SHARES CARRY FULL VOTING RIGHTS, SECOND PRIORITY DIVIDEND RIGHTS (FOLLOWING PAYMENTS OF DIVIDENDS DUE TO THE HOLDERS OF REDEEMABLE PREFERENCE SHARES) AND SECOND PRIORITY RIGHTS TO PARTICIPATE IN ANY DISTRIBUTIONS (FOLLOWING PAYMENTS OF DISTRIBUTIONS DUE TO THE HOLDERS OF REDEEMABLE PREFERENCE SHARES AND PRO RATA TO THE HOLDERS OF THE ORDINARY SHARES AND A ORDINARY SHARES) IN EXCESS OF £30,000,000. |  |
| Class of share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | REDEEMABLE PREFERENCE                                                                                                                                                                                                                                                                                                                                                                                                  |  |
| Prescribed particulars<br>❶                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | SEE CONTINUATION PAGE                                                                                                                                                                                                                                                                                                                                                                                                  |  |
| Class of share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                        |  |
| Prescribed particulars<br>❶                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                        |  |
| <div>❶ Prescribed particulars of rights attached to shares<br/>The particulars are:<br/>a. particulars of any voting rights, including rights that arise only in certain circumstances;<br/>b. particulars of any rights, as respects dividends, to participate in a distribution;<br/>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and<br/>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.<br/><br/>A separate table must be used for each class of share.<br/><br/>Please use a statement of capital continuation page if necessary.</div> |                                                                                                                                                                                                                                                                                                                                                                                                                        |  |
| 4                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Signature                                                                                                                                                                                                                                                                                                                                                                                                              |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | I am signing this form on behalf of the company.                                                                                                                                                                                                                                                                                                                                                                       |  |
| Signature                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <div>Signature</div> <div>X</div> <div>DJ Gardner</div> <div>X</div>                                                                                                                                                                                                                                                                                                                                                   |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <div>This form may be signed by:<br/>Director❷, Secretary, Person authorised❸, CIC manager.</div> <div>❷ Societas Europaea.<br/>If this form is being field on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership.<br/><br/>❸ Person authorised<br/>Under either section 270 or 274 of the Companies Act 2006.</div>           |  |

## SH19

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

Address

Post town

County/Region

Postcode

Country

DX

Telephone

**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)**

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

2

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

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

06/16 Version 5.0

In accordance with  
Section 644 & 649 of the  
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SH19 - Continuation page

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Prescribed particulars of rights attached to shares

|                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Class of share              | REDEEMABLE PREFERENCE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Prescribed particulars<br>1 | <p>THE PREFERENCE SHARES ENTITLE THE HOLDER TO THE FOLLOWING: (I) TO A FIXED, CUMMULATIVE, PREFERENTIAL DIVIDEND AT AN ANNUAL RATE OF LIBOR FROM TIME TO TIME OF THE ISSUE PRICE PER PREFERENCE SHARES; (II) THE PREFERENCE SHARES SHALL CONVERT INTO ORDINARY SHARES OF £1.00 EACH OR BE REDEEMED (AT THE ELECTION OF THE HOLDER) EITHER; (A) IMMEDIATELY PRIOR TO AN EXIT; OR (B) PRIOR TO AN EXIT, UPON THE LONGSTOP DATE (WHICHEVER IS EARLIER); (III) ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE, TO RECEIVE THE ISSUE PRICE OF EACH PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERRED DIVIDEND, IN PRIORITY TO THE APPLICATION OF ANY REMAINING ASSETS AMONGST THE A ORDINARY SHARES; AND (IV) THE PREFERENCE SHARES DO NOT ENTITLE THE HOLDER TO VOTE.</p> | <div><div>1 Prescribed particulars of rights attached to shares</div><div>The particulars are:</div><div><div>a. particulars of any voting rights, including rights that arise only in certain circumstances;</div><div>b. particulars of any rights, as respects dividends, to participate in a distribution;</div><div>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</div><div>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</div></div><div>A separate table must be used for each class of share.</div></div> |