

3870101

IN THE HIGH COURT OF JUSTICE

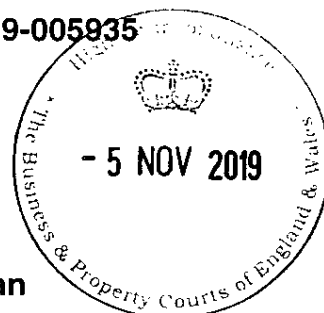
CR-2019-005935

BUSINESS AND PROPERTY COURTS
OF ENGLAND AND WALES

COMPANIES COURT (Ch D)

Before Insolvency and Companies Court Judge Shekerdemian

Dated: 5 November 2019



IN THE MATTER OF TOTALLY PLC

AND IN THE MATTER OF THE COMPANIES ACT 2006



L8HM3PNS

LD1

05/11/2019

#30

COMPANIES HOUSE

ORDER

UPON THE HEARING OF THE CLAIM FORM dated 16 October 2019 of the above named Totally plc (the "**Company**") whose registered office is at Cardinal Square First Floor - West, 10 Nottingham Road, Derby, DE1 3QT, England

AND UPON HEARING Andrew Thornton, Counsel for the Company

AND UPON READING the Claim Form and the evidence

IT IS ORDERED THAT the cancellation of the Company's share premium account resolved on and effected by a Special Resolution passed at a General Meeting of the Company held on 15 October 2019 be and the same is hereby confirmed in accordance with the provisions of the Companies Act 2006

AND THE COURT HEREBY APPROVES the statement of capital (the "**Statement**") set forth in the Schedule hereto

AND IT IS ORDERED that this Order be produced to the Registrar of Companies for England and Wales and that an Office Copy hereof be delivered to him together with a copy of the said Statement

TUESDAY

AND IT IS ORDERED that notice of the registration by the Registrar of Companies for England and Wales of this Order and of the said Statement 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



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

1 Company details

Company number 03870101

Company name in full TOTALLY PLC

→ **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
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Currency table A

GBP	ORDINARY	182,186,111	18,218,611.10	
Totals		182,186,111	18,218,611.10	0.00

Currency table B

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
182,186,111	18,218,611.10	0.00

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 **Section 2**.

Class of share

ORDINARY

Prescribed particulars
❶

RIGHT TO A DIVIDEND. RIGHTS TO VOTE. RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL. NON REDEEMABLE.

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.

A separate table must be used for each class of share.

Please use a statement of capital continuation page if necessary.

Class of share

Prescribed particulars
❶

Class of share

Prescribed particulars
❶**4****Signature**

I am signing this form on behalf of the company.

Signature

Signature

X

X

This form may be signed by:
Director❷, Secretary, Person authorised❸, CIC manager.

❷ Societas Europaea.

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.

❸ Person authorised

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

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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
LEG/674600

Company name
BPE SOLICITORS LLP

Address
ST JAMES' HOUSE

ST JAMES' SQUARE

Post town
CHELTENHAM

County/Region

Postcode
G L 5 0 3 P R

Country

DX
141660 CHELTENHAM 11

Telephone
01242 224433



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