

SH19

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



Companies House

100814
CHQ £50

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.

THURSDAY



L89HPIIG
LD1 11/07/2019 #312
COMPANIES HOUSE

1 Company details

Company number 03976730
Company name in full TSB (Investment Europe) 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
Currency table A				
£	Ordinary	1	£1.00	
Totals		1	£1.00	0

Currency table B				
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	1	£1.00	0

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

SH19

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

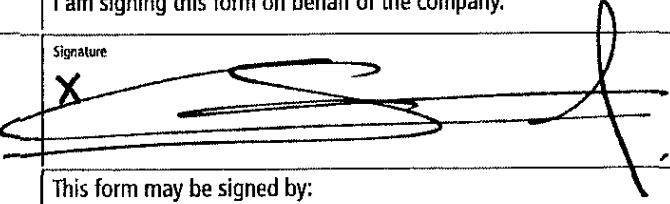
3	Prescribed particulars of rights attached to shares	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 2 .	
Class of share	Ordinary	
Prescribed particulars ❶	Also see continuation pages RE VOTING RIGHTS ATTACHED TO SHARES: -54 EVERY MEMBER WHO SHALL HAVE ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. RE RIGHTS ATTACHED TO SHARES AS RESPECTS DIVIDENDS TO PARTICIPATE IN DISTRIBUTION: -104 EXCEPT AS OTHERWISE PROVIDED BY THE RIGHTS ATTACHED TO SHARES, ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE SHARES ON WHICH THE DIVIDEND IS PAID. ALL DIVIDENDS SHALL BE APPORTIONED AND PAID PROPORTIONATELY TO THE AMOUNTS PAID UP ON THE SHARES DURING ANY PORTION OF PORTIONS OF THE PERIOD IN RESPECT OF	
Class of share		
Prescribed particulars ❶		
Class of share		
Prescribed particulars ❶		

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.

4	Signature	
	I am signing this form on behalf of the company.	
Signature	Signature 	
	This form may be signed by: Director ❶, Secretary, Person authorised ❶, CIC manager.	

❶ Societas Europaea.
If this 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.

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

SH19 - Continuation page

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

3	Prescribed particulars of rights attached to shares	
Class of share	Ordinary	
Prescribed particulars	<p>WHICH THE DIVIDEND IS PAID; BUT, IF ANY SHARE IS ISSUED ON TERMS PROVIDING THAT IT SHALL RANK FOR DIVIDEND AS FROM A PARTICULAR DATE, THAT SHARE SHALL RANK FOR DIVIDEND ACCORDINGLY. RE RIGHTS ATTACHED TO SHARES AS REGARDS CAPITAL TO PARTICIPATE IN DISTRIBUTION:-110 THE DIRECTORS MAY WITH THE AUTHORITY OF AN ORDINARY RESOLUTION OF THE COMPANY (A) SUBJECT AS HEREINAFTER PROVIDED, RESOLVE TO CAPITALISE ANY UNDIVIDED PROFITS OF THE COMPANY NOT REQUIRED FOR PAYING ANY PREFERENTIAL DIVIDEND (WHETHER OR NOT THEY ARE AVAILABLE FOR DISTRIBUTION) OR ANY SUM STANDING TO THE CREDIT OF THE COMPANY'S SHARE PREMIUM ACCOUNT OR CAPITAL REDEMPTION RESERVE; (B) APPROPRIATE THE SUM RESOLVED TO BE CAPITALISED TO THE MEMBERS WHO WOULD HAVE BEEN ENTITLED TO IT IF IT WERE DISTRIBUTED BY WAY OF DIVIDEND AND IN THE SAME PROPORTIONS AND APPLY SUCH SUM ON THEIR BEHALF EITHER IN OR TOWARDS PAYING UP THE AMOUNTS, IF ANY, FOR THE TIME BEING UNPAID ON ANY SHARES HELD BY THEM RESPECTIVELY, OR IN PAYING UP IN FULL UNISSUED SHARES OR DEBENTURES OF THE COMPANY OF A NOMINAL AMOUNT EQUAL TO THAT SUM, AND ALLOT THE SHARES OR DEBENTURES CREDITED AS FULLY PAID TO THOSE MEMBERS, OR AS THEY MAY DIRECT, IN THOSE PROPORTIONS, OR IN PARTLY IN ONE WAY AND PARTLY IN THE OTHER: BUT THE SHARE PREMIUM ACCOUNT, THE CAPITAL REDEMPTION RESERVE, AND ANY PROFITS WHICH ARE NOT AVAILABLE FOR DISTRIBUTION MAY, FOR THE PURPOSE OF THIS REGULATION, ONLY BE APPLIED IN PAYING UP UNISSUED SHARES TO BE ALLOTTED TO MEMBERS CREDIT AS FULLY PAID; (C) MAKE SUCH PROVISION BY THE ISSUE OF FRACTIONAL CERTIFICATES OR BY PAYMENT IN CASH OR OTHERWISE AS THEY DETERMINE IN THE CASE OF SHARES OR DEBENTURES BECOMING DISTRUBITABLE UNDER THIS REGULATION AND FRACTIONS; AND (D) AUTHRISE ANY PERSON TO ENTER ON BEHALF OF ALL THE MEMBERS CONCERNED INTO AN AGREEMENT WITH THE COMPANY PROVIDING FOR THE ALLOTMENT TO THEM RESPECTIVELY, CREDIT AS FULLY PAID, OF ANY SHARES OR DEBENTURES TO WHICH THEY ARE ENTITLED TO UPON SUCH CAPITALISATION, ANY AGREEMENT MADE UNDER SUCH AUTHORITY BEING BINDING ON ALL SUCH MEMBERS. 117 IF THE COMPANY IS WOUND UP, THE LIQUIDATOR MAY, WITH THE SANCTION OF AN EXTRAORDINARY RESOLUTION OF THE COMPANY AND ANY OTHER SANCTION REQUIRED BY THE ACT DIVIDE AMONG THE MEMBERS IN SPECIE THE WHOLE OR ANY PART OF THE ASSETS OF THE COMPANY AND MAY, FOR THAT PURPOSE, VALUE ANY ASSETS AND DETERMINE HOW THE DIVISION SHALL BE CARRIED OUT AS BETWEEN THE MEMBERS OR DIFFERENT CLASSES OF MEMBERS. THE LIQUIDATOR MAY, WITH THE LIKE SANCTION, VEST THE WHOLE OR ANY PART OF THE ASSETS IN TRUSTEES UPON SUCH FOR TRUSTS FOR THE BENEFIT OF THE MEMBERS AS HE WITH THE LIKE SANCTION DETERMINES, BUT NO MEMBER SHALL BE COMPELLED TO ACCEPT ANY ASSETS UPON WHICH THERE IS A LIABILITY. RE REDEMPTION OF SHARES:-3 SUBJECT TO THE PROVISIONS OF THE ACT, SHARES MUST BE ISSUED WHICH ARE TO BE REDEEMED OR ARE TO BE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER ON SUCH TERMS AND IN SUCH MANNER AS MAY BE PROVIDED BY THE ARTICLES. 35 SUBJECT TO THE PROVISIONS OF THE ACT, THE COMPANY MAY PURCHASE ITS OWN SHARES</p>	

1 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.

SH19 - Continuation page

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

3

Prescribed particulars of rights attached to shares

Class of share	Ordinary
Prescribed particulars 1	(INCLUDING ANY REDEEMABLE SHARES) AND, IF IT IS A PRIVATE COMPANY, MAKE A PAYMENT IN RESPECT OF THE REDEMPTION OR PURCHASE OF ITS OWN SHARES OTHERWISE THAN OUT OF DISTRIBUTABLE PROFITS OF THE COMPANY OR THE PROCEEDS OF A FRESH ISSUE OF SHARES

1 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.

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

BAKER & MCKENZIE LLP

Address

100 NEW BRIDGE STREET

Post town

LONDON

County/Region

Postcode

E C 4 V 6 J A

Country

UNITED KINGDOM

DX

Telephone

+44(0)2079191000

**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