

5120043

Claim No. 8829 of 2010

IN THE HIGH COURT OF JUSTICE  
CHANCERY DIVISION  
COMPANIES COURT

BEFORE REGISTRAR *BARBER*

THIS 17 NOVEMBER 2010

IN THE MATTER OF BEGBIES TRAYNOR GROUP PLC

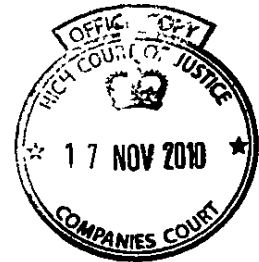
AND

IN THE MATTER OF THE COMPANIES ACT 2006

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ORDER

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UPON THE APPLICATION by part 8 claim form issued on 28 October 2010 of the above-named Begbies Traynor Group plc ("**Company**") whose registered office is at 340 Deansgate, Manchester, M3 4LY, and whose company registration number is 5120043

AND UPON HEARING Counsel for the Company

AND UPON READING the said claim form and the evidence

IT IS ORDERED that the reduction of the share premium account of the Company resolved upon and effected by a special resolution passed at the Annual General Meeting of the Company held on 30 September 2010 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THE COURT HEREBY APPROVES the Statement of Capital annexed hereto



**AND IT IS ORDERED** that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Statement of Capital

**AND IT IS ORDERED** that notice of the registration by the Registrar of Companies of this Order and of the said Statement of Capital be published once in "The Times" newspaper within 21 days after such registration

**Dated 17 November 2010**



# SH19

## Statement of capital



**IRIS**  
LASERFORM

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

### 1 Company details

Company number 5 1 2 0 0 4 3

Company name in full Begbies Traynor Group plc

→ **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	£0.05		89556977	£ 4,477,848.85
A Ordinary	£0.03		1853507	£ 55,605.21
				£
				£
<b>Totals</b>			91410484	£ 4,533,454.06

### 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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

① Including both the nominal value and any share premium

② Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

**Continuation pages**  
Please use a Statement of Capital continuation page if necessary

SH19  
Statement of capital



Currency				
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
<b>Totals</b>				

① Including both the nominal value and any share premium

② Number of shares issued multiplied by nominal value of each share

**Continuation pages**  
Please use a Statement of Capital continuation page if necessary

③ 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

④ **Total aggregate nominal value**  
Please list total aggregate values in different currencies separately  
For example £100 + €100 + \$10 etc

Total number of shares 91410484

Total aggregate ④  
nominal value £4533454 06

**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**

⑤ **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

Prescribed particulars ⑤  
(a) the right to receive notice of, attend, participate in and vote at all general meetings of the Company,  
(b) the right to participate in any dividend declared,  
(c) the right to participate in any distribution available including on a winding up,  
(d) the ordinary shares are not liable to be redeemed

Class of share A Ordinary

Prescribed particulars ⑤  
(a) the right to receive notice of, attend and participate in all general meetings of the Company but not to vote thereat,  
(b) no right to participate in any dividend declared,  
(c) on a return of capital the right of the A ordinary shares to participate in any distribution shall be determined as if the A ordinary shares had been converted into such number of ordinary shares as they would have respectively converted into had they been converted in accordance with the articles of association of the Company on the date which is 5 business days prior to the relevant return of capital



capital

# SH19 - Continuation page

## Statement of capital

5

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



Class of share	A Ordinary	
Prescribed particulars 1	<p>(a) the A ordinary shares are liable to be redeemed at the option of the Company at any time during the period from the date of allotment of such A ordinary share until the expiry of 30 days from the third anniversary of the date of issue of such A ordinary share subject to the extension of such period in accordance with the articles of association of the Company and otherwise such redemption is on the terms prescribed by the articles of association of the Company, and any A ordinary share is liable to be converted at the option of the Company at any time after the third anniversary of the date of allotment of any particular A ordinary share, such conversion being into such number of ordinary shares and deferred shares of the Company as prescribed by the articles of association of the Company</p>	<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights including rights that arise only in certain circumstances</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up) and</li> <li>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</li> </ul> <p>A separate table must be used for each class of share</p>



# SH19

## Statement of capital

Class of share		<b>1 Prescribed particulars of rights attached to shares</b> 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 <b>1</b>		
Class of share		
Prescribed particulars <b>1</b>		

<b>6 Signature</b>	
I am signing this form on behalf of the company	
Signature	Signature  
This form may be signed by Director <b>2</b> , Secretary, Person authorised <b>3</b> , CIC manager	
<b>2 Societas Europaea</b> 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  <b>3 Person authorised</b> Under either section 270 or 274 of the Companies Act 2006	



# SH19

## 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 John Humphrey

Company name Begbies Traynor Group plc

Address 340 Deansgate

Manchester

Post town

County/Region

Postcode

M

3

4

L

Y

Country UK

Dx

Telephone 0161 837 1700



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



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**IN THE MATTER OF THE  
COMPANIES ACT 2006**

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**O R D E R**

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**DLA Piper UK LLP  
101 Barbirolli Square  
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Fax: 0161 235 4502  
Solicitors for the claimant**