

No. 3470 of 2014

IN THE HIGH COURT OF JUSTICE  
CHANCERY DIVISION  
COMPANIES COURT  
THE HONOURABLE MR JUSTICE HENDERSON



DAID - 24 JULY 2014



IN THE MATTER OF BRIGHTSIDE 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 dated 13 May 2014 of Brightside Group plc (the "Company") whose registered office is situated at MMT Centre, Severn Bridge, Aust, Bristol, BS35 4BL

AND UPON HEARING Counsel for the Company

AND UPON READING the said Claim Form and the evidence

THE COURT HEREBY ORDERS that the reduction of the capital of the Company resolved on and effected by a special resolution passed at a general meeting of the Company held on 16 June 2014 be and the same is hereby confirmed in accordance with the provisions of the Act

AND THE COURT HEREBY APPROVES the statement of capital set forth in Schedule 1 hereto

THURSDAY



\*L3CU02SZ\*  
LD1 24/07/2014 #23  
COMPANIES HOUSE

**AND IT IS ORDERED** that this Order be produced by the Company to the Registrar of Companies and that the Company deliver an office copy hereof to him together with a copy of the said statement of capital

**AND THIS COURT DIRECTS** pursuant to Section 650 of the Act that the Registrar of Companies do register this Order insofar as it confirms the reduction of capital of the Company notwithstanding the fact that the effect of this order is to reduce the issued share capital of the Company below the authorised minimum

**AND THE COURT HEREBY** approves the re-registration of the Company as a private company with the name Brightside Group Limited and directs that the articles set out in Schedule 2 hereto be the amended articles of the Company

**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 by the Company in "The Times" newspaper within 21 days after such registration

**DATED** the 24 July 2014



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## Statement of capital

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 0 5 9 4 1 3 3 5

Company name in full Brightside 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<br>(E.g. Ordinary/Preference etc.) | Amount paid up on<br>each share ① | Amount (if any) unpaid<br>on each share ① | Number of shares ② | Aggregate nominal value ③ |
|--|-----------------------------------|---|--------------------|---------------------------|
| Ordinary   | £0 01                             | £0 00                                     | 518835317          | £ 5,188,353 17            |
|  |                                   |   |                    | £                         |
|  |                                   |   |                    | £                         |
|  |                                   |   |                    | £                         |
| <b>Totals</b>                                      |                                   |   | 518835317          | £ 5,188,353 17            |

### 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<br>(E.g. Ordinary / Preference etc.) | Amount paid up on<br>each share ① | Amount (if any) unpaid<br>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

③ Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

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

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## Statement of capital

Currency

| Class of shares<br>(E.g. Ordinary/Preference etc.) | Amount paid up on<br>each share ① | Amount (if any) unpaid<br>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

③ Number of shares issued multiplied by nominal value of each share

**Continuation pages**

Please use a Statement of Capital continuation page if necessary

② 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

Total number of shares 518835317

Total aggregate ④ nominal value £5,188,353 17

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

**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**.

Class of share Ordinary

Prescribed particulars ⑤  
The shares have attached to them full voting, dividend and capital distribution rights; they do not confer any rights of redemption.

**⑥ 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

Prescribed particulars ⑤

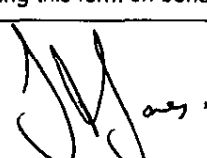
## SH19

## Statement of capital

|                                    |  |   |
|------------------------------------|--|---|
| Class of share                     |  | <b>1 Prescribed particulars of rights attached to shares</b><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 and any terms or conditions relating to redemption of these shares<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 |
| Prescribed particulars<br><b>1</b> |  |   |
| Class of share                     |  |   |
| Prescribed particulars<br><b>1</b> |  |   |

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## Signature

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

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## 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 Matthew Martin

Company name Penningtons Manches LLP

Address Abacus House

33 Gutter Lane

Post town London

County/Region

Postcode E C 2 V 8 A R

Country UK

DX 42605 Cheapside

Telephone +44 (0)207 4573000

**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)**