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

SH19

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



A fee is payable with this form Please see 'How to pay' on the last page DEC 2016 What this form is for What this form is NOT for ELM FEET IND" You cannot use this form to You may use this form as a statement COLPANIES of capital for a private limited company complete a statement of capital HOUSE for a company re-registering from reducing its capital supported by a 07/12/2016 650 960432 solvency statement, or for a private or unlimited to limited **COMPANIES HOUSE** public limited company reducing its capital supported by a court order **Company details** Filling in this form Company number Please complete in typescript or in bold black capitals Company name in full FRIENDS LIFE HOLDINGS PLC All fields are mandatory unless specified or indicated by * Share capital Complete the table(s) below to show the issued share capital as reduced by the Please use a Statement of resolution Capital continuation page if necessary Complete a separate table for each currency (if appropriate) For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B' Class of shares Aggregate nominal value Total aggregate amount Currency Number of shares (£, €, \$, etc) unpaid, if any (£, €, \$, etc) E g Ordinary/Preference etc Complete a separate table for each currency Number of shares issued including both the nominal multiplied by nominal value | value and any share premium Currency table A £1 Ordinary 265,000,000 Pound Sterling £265,000,000 Totals 265,000,000 £265,000,000 Currency table B Totals 0 Total number Total aggregate Total aggregate amount unpaid O of shares nominal value • **Totals (including continuation** 265,000,000 £265,000,000 pages) Please list total aggregate values in different currencies separately For example £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	• Prescribed particulars of rights attached to shares The particulars are
Class of share	£1 Ordinary	a particulars of any voting rights, including rights that arise only in
Prescribed particulars	The shares have attached to them full voting, dividend and capital distribution rights (including on winding up), they do not confer any rights of redemption	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
Class of share		each class of share Please use a statement of capital
Prescribed particulars		continuation page if necessary
Class of share		
Prescribed particulars		
4	Signature	<u></u>
Signature	I am signing this form on behalf of the company Signature X This form may be signed by Director •, Secretary, Person authorised •, CIC manager	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 Person authorised Under either section 270 or 274 of the Companies Act 2006

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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 Marsha Rennie Aviva plc Address St Helen's 1 Undershaft London County/Region Postcode Country DΧ 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 formYou 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

f 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