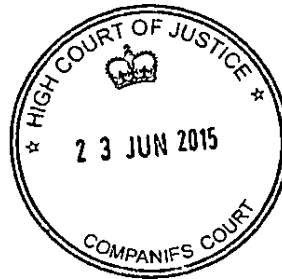


IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

No. 8856 of 2014

The Honourable Mrs Justice Rose

23 June 2015



LD1 *L4A51GEO* #123
23/06/2015
COMPANIES HOUSE

IN THE MATTER OF SPIRIT PUB COMPANY PLC

and

IN THE MATTER OF THE COMPANIES ACT 2006

UPON THE ADJOURNED CLAIM FORM of the above-named Spirit Pub Company Plc (the "Company") whose registered office is situated at Sunrise House, Ninth Avenue, Burton upon Trent, Staffordshire DE14 3JZ, issued on 12 December 2014,

AND UPON HEARING Andrew Thornton, Counsel for the Company,

AND UPON READING the said Claim Form and the evidence,

THIS COURT ORDERS THAT the reduction of capital involving the cancellation of the Scheme Shares (as set out in the said Scheme and as resolved on and effected by a special resolution passed at a general meeting of the Company dated 13 January 2015) be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act,

AND THE COURT APPROVES the Statement of Capital set forth in the Schedule hereto,

AND IT IS ORDERED that this order be produced by the Company to the Registrar of Companies and that it deliver a copy to the Registrar of Companies together with a copy of the said Statement of Capital,



AND IT IS FURTHER 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 once in "The Times" within 21 days after such registration

DATED 23 June 2015

SH19

Statement of capital



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.companieshouse.gov.uk

1 Company details

Company number 0 7 6 6 2 8 3 5

Company name in full Spirit Pub Company 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
Deferred	£0 01		1	£ 0 01
				£
				£
				£
Totals			1	£ 0 01

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
Totals				

① Including both the nominal value and any share premium

② Total number of issued shares in this class.

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

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
Totals				

① Including both the nominal value and any share premium

① 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

③ Total aggregate nominal value
Please list total aggregate values in different currencies separately
For example £100 + €100 + \$10 etc

Total number of shares	1
Total aggregate ③ nominal value	£0 01

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

④ 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	Deferred
Prescribed particulars ④	<p>The Deferred share carries</p> <ul style="list-style-type: none"> - no entitlement to receive a dividend or other distribution and no other right to participate in the profits of the company, - no right to attend or vote at any general meeting of the company, and - on a return of capital or winding up, an entitlement, subject to the payment to holders of all other classes of shares (if any), to repayment of the amount paid up or credited as paid up on the Deferred share, but no further right or other right to participate in the assets of the company <p>The Deferred share is not redeemable</p>
Class of share	
Prescribed particulars ④	


SH19

Statement of capital

Class of share		① 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
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

6

Signature

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

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 **Murray Cox**

Company name **Slaughter and May**

Address **One Bunhill Row**

Post town **London**

County/Region

Postcode **E C 1 Y 8 Y Y**

Country **United Kingdom**

DX **DX11 (London/City)**

Telephone **020 7090 4100**

**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 or email 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