

# SH19

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



Companies House



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13/11/2019

#48

COMPANIES HOUSE

**A fee is payable with this form.**  
Please see 'How to pay' on the last page.

WEDNESDAY

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

### 1 Company details

Company number 0 8 1 8 2 5 6 6

Company name in full FITZROY APPAREL 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	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

#### Currency table A

	See Continuation Page.			
Totals				

#### Currency table B

Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
5,003,252	50,032.52	Nil

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

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Complete the table below to show the issued share capital as reduced by the resolution.

Complete a separate table for each currency.

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
£	A Preference Shares	2,970,000	29,700	
£	B Preference Shares	1,800,000	18,000	
£	A Ordinary Shares	182,152	1,821.52	
£	B Ordinary Shares	35,850	358.50	
£	C Ordinary Shares	3,500	35	
£	D Ordinary Shares	11,750	117.50	
	Totals	5,003,252	50,032.52	Nil

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<b>3</b>	<b>Prescribed particulars of rights attached to shares</b>	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section 2</b> .	
Class of share	A Preference <i>Shares</i>	
Prescribed particulars ❶	Entitlement to a preferred fixed coupon at an annual rate of 6%, preferred return on capital distributions equal to unpaid accrued coupon and amount subscribed, non-voting but redeemable at Company's election.	
Class of share	B Preference <i>Shares</i>	
Prescribed particulars ❶	Entitlement to a preferred fixed coupon at an annual rate of 3%, but subject to prior rights of A Preference shares, preferred return on capital distributions equal to unpaid accrued coupon and amount subscribed subject to prior rights of A Preference shares, non-voting but redeemable at Company's election.	
Class of share	A Ordinary <i>Shares</i>	
Prescribed particulars ❶	Pro rata rights to income and capital as one class together with the C Ordinary shares, one vote per share and non-redeemable.	

**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.

<b>4</b>	<b>Signature</b>	
	I am signing this form on behalf of the company.	
Signature	Signature   	<p><b>❷ Societas Europaea.</b> 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.</p> <p><b>❸ Person authorised</b> Under either section 270 or 274 of the Companies Act 2006.</p>
	This form may be signed by: Director ❷, Secretary, Person authorised ❸, CIC manager.	

in accordance with  
Section 644 & 649 of the  
Companies Act 2006.

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**3**

### Prescribed particulars of rights attached to shares

Class of share	B Ordinary <i>shares</i>	<p><b>1 Prescribed particulars of rights attached to shares</b> 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.</li> </ul> <p>A separate table must be used for each class of share.</p>
Prescribed particulars <b>1</b>	Pro rata rights to income and capital as one class together with the C Ordinary shares, one vote per share and non-redeemable.	

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

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**3**

### Prescribed particulars of rights attached to shares

Class of share

C Ordinary Shares

Prescribed particulars

**1**

Pro rata rights to income and capital as one class together with A Ordinary and B Ordinary shares, non-voting and non-redeemable.

#### **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.

A separate table must be used for each class of share.

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

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**3**

### Prescribed particulars of rights attached to shares

Class of share

D Ordinary ~~Shares~~

Prescribed particulars

1

Pro rata rights to income and capital as one class together with A Ordinary and B Ordinary and C Ordinary shares, one vote per share and non-redeemable.

#### 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.

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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

CMS Cameron McKenna

Nabarro Olswang LLP

Address

Cannon Place

Post town

London

County/Region

Postcode

E C 4 N 6 A F

Country

DX

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