

DON'T
STAPLE

SH19

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

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-registered from unlimited to limited.

THURSDAY

**1 Company details**

Company number 0 8 5 0 2 8 2 9

Company name in full LONRHO HOLDINGS 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'.

Continuation page

Please use a Statement of Capital continuation page if necessary.

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
Currency table A				
USD	A ORDINARY	258,750,000.00	129,375,000.00	
USD	B ORDINARY	47,320,000.00	23,660,000.00	
USD	C ORDINARY	4,725,000.00	4,725.00	
Totals		310,795,000.00	153,039,725.00	

Currency table B				
Totals				

Total issued share capital table			
You must complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value Show different currencies separately. For example: £100 + €100 + \$10	Total aggregate amount unpaid ^① Show different currencies separately. For example: £100 + €100 + \$10
	Grand total	310,795,000.00	\$153,039,725.00
			\$0.00

① Total aggregate amount unpaid

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

SH19

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

Class of share	A ORIDNARY
Prescribed particulars ❶	THE A ORDINARY SHARES SHALL BE NON-REDEEMABLE, BUT SHALL HOLD FULL RIGHTS IN RESPECT OF VOTING, SHALL ENTITLE THE HOLDER TO RECEIVE NOTICE, TO ATTEND AND SPEAK AT ANY GENERAL MEETINGS OF THE COMPANY AND TO FULL PARTICIPATION IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY. THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.
Class of share	B ORIDNARY
Prescribed particulars ❶	THE B ORDINARY SHARES SHALL BE NON-REDEEMABLE AND SHALL NOT ENTITLE THE HOLDER TO RECEIVE NOTICE OF OR ATTEND, VOTE OR SPEAK AT ANY GENERAL MEETINGS OF THE COMPANY. THE SHARES SHALL CARRY NO VOTING RIGHTS EXCEPT IN RELATION TO ANY PROPOSAL TO VARY THE RIGHTS OF THE B ORDINARY SHARES. THE SHARES SHALL ENTITLE THE HOLDER TO FULL PARTICIPATION IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.
Class of share	C ORDINARY
Prescribed particulars ❶	SUBJECT TO ARTICLE 39(2) A C SHAREHOLDER SHALL HAVE THE RIGHT TO AGREE TO TRANSFER INTERESTS IN SOME OR ALL OF THE C SHARES (AS APPROPRIATE) HELD BY IT TO A THIRD PARTY PURCHASER AT ANY PRICE WHATSOEVER PROVIDED THAT PRIOR TO THE COMPLETION OF THE TRANSFER IS OBTAINED AS PER ARTICLE 39(1). C SHAREHOLDERS SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF OR TO ATTEND, VOTE OR SPEAK AT ANY GENERAL MEETINGS OF THE COMPANY.

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.

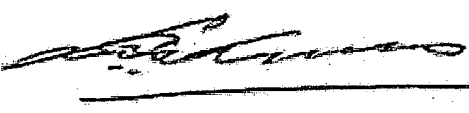
A separate table must be used for each class of share.

Continuation pages

Please use a Statement of capital continuation page if necessary.

4

Signature

Signature	I am signing this form on behalf of the company.	
	<div>Signature</div> <div>X </div>	X
This form may be signed by: Director❷, Secretary, Person authorised❸, CIC manager.		

❷ Societas Europaea.

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.

❸ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

SH19

Statement of capital for reduction supported by solvency statement
or court order**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	YUNUS MAKA				
Company name	DLA PIPER UK LLP				
Address	1 ST PETER'S SQUARE				
Post town	MANCHESTER				
County/Region					
Postcode	M	2		3	D E
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

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 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

Complete a separate table for each currency.

SH19 - Continuation page

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

3

Prescribed particulars of rights attached to shares

Class of share	B Ordinary	
Prescribed particulars 1	THE SHARES MAY BE CONSIDERED BY THE DIRECTORS WHEN CONSIDERING DIVIDENDS FROM TIME TO TIME.	<p>1 Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

SH19 - Continuation page

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

3

Prescribed particulars of rights attached to shares

Class of share	C Ordinary	
Prescribed particulars 1	<p>HOWEVER, THE CONSENT C SHAREHOLDERS VOTING AS SPEARATE CLASSES WILL BE REQUIRED PRIOR TO ANY VARIATION OF THE RIGHTS ATTACHED TO THE C SHARES (AS APPROPRIATE) WHICH IS ADVERSE TO THE INTEREST OF THE C SHAREHOLDERS (AS APPROPRIATE) AS A WHOLE. THE C SHARES SHALL EACH CARRY THE RESPECTIVE VOTING RIGHTS AS SET OUT IN THE ARTICLES, BUT IN ALL OTHER REPSECTS SHALL BE IDENTICAL AND RANK PARI PASSU AS ONE CLASS OF SHARES.</p>	<p>1 Prescribed particulars of rights attached to shares The particulars are:</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>