

SH19

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



Companies House

FEE PAID
 £ 50 M
 COMPANIES HOUSE

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

WEDNESDAY



LD1 *L8KJLCKI*
18/12/2019 #69
COMPANIES HOUSE

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.

£50 c/c
R21854

1 Company details

Company number 04706930

Company name in full Rolls-Royce Group Limited

→ Filing 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 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				
GBP	Ordinary	1,872,669,328	374,533,865.60	
GBP	Ordinary-A	1	0.20	
Totals		1,872,669,329	374,533,865.80	0.00

Currency table B				
Currency	Class of shares	Number of shares	Aggregate nominal value	Total aggregate amount unpaid
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❷
	1,872,669,329	374,533,865.80	0.00

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

SH19

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

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.

Class of share	Ordinary
Prescribed particulars	Please see attached continuation page.
Class of share	Ordinary-A
Prescribed particulars	Please see attached continuation page.
Class of share	
Prescribed particulars	

- 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.

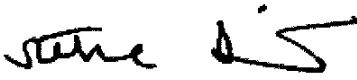
A separate table must be used for each class of share.

Please use a statement of capital continuation page if necessary.

4

Signature

I am signing this form on behalf of the company.

Signature	Signature X  X
-----------	--

This form may be signed by:
Director, Secretary, Person authorised, CIC manager.

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.

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

SH19 - Continuation page

Statement of capital

3 Prescribed particulars of rights attached to shares	
Class of share	Ordinary-A
Prescribed particulars	<p>(a) Voting rights The shares have attached to them full voting rights.</p> <p>(b) Dividends The shares have attached to them full dividend rights.</p> <p>(c) Capital rights On a return of capital or winding-up of the Company, the holder of the A Ordinary Share shall be entitled, subject to payment to the holders of all other classes of shares of the amount paid up or credited as paid up on such shares, to repayment of the amount paid up or credited as paid up on the A Ordinary Share, but shall have no further or other right to participate in the assets of the Company.</p> <p>(d) Redemption rights The A Ordinary Share is not redeemable.</p>
	<p>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

3 Prescribed particulars of rights attached to shares		
Class of share	Ordinary	<p>● 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>
Prescribed particulars ●	<p>(a) Voting rights The shares have attached to them full voting rights.</p> <p>(b) Dividends The shares have attached to them full dividend rights.</p> <p>(c) Capital rights The shares have attached to them full capital distribution (including on winding up) rights.</p> <p>(d) Redemption rights The Ordinary Shares are not redeemable.</p>	

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 **Joshua Lotcho**

Company name **Debitte LLP**

Address **2 New Street Square**

Post town **London**

County/Region

Postcode

E	C	4	A		3	B	Z
---	---	---	---	--	---	---	---

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 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