

SH19

Statement of capital

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

SATURDAY



A33 *A445FX7V* #198
28/03/2015
COMPANIES HOUSE

1 Company details

Company number 03528302

Company name in full MITIE AIR CONDITIONING (WALES) LIMITED

→ **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
ORDINARY A	£1 00		1	£ 1 00
ORDINARY B	£1 00		1	£ 1 00
				£
				£
Totals			2	£ 2 00

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 Number of shares issued multiplied by nominal value of each share

③ Total number of issued shares in this class

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 ❶	Amount (if any) unpaid on each share ❷	Number of shares ❸	Aggregate nominal value ❹
Totals				
❶ Including both the nominal value and any share premium ❷ Total number of issued shares in this class		❸ Number of shares issued multiplied by nominal value of each share		Continuation pages Please use a Statement of Capital continuation page if necessary

4 Statement of capital (Totals)


	Please give the total number of shares and total aggregate nominal value of issued share capital	❹ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares		
Total aggregate ❶ nominal value		

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	❺ 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	ORDINARY A	
Prescribed particulars ❺	Please see the continuation page	
Class of share	ORDINARY B	
Prescribed particulars ❺	Please see the continuation page	

SH19
Statement of capital

Class of share		<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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p> <p>Please use a Statement of capital continuation page if necessary</p>
Prescribed particulars 1		
Class of share		
Prescribed particulars 1		

6	Signature		
	I am signing this form on behalf of the company		
Signature	<p>Signature</p> <p>X  X</p>		<p>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</p> <p>3 Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
	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 **COMPANY SECRETARY**

Company name **MITIE GROUP PLC**

Address **1 HARLEQUIN OFFICE PARK**

FIELDFARE

EMERSONS GREEN

Post town **BRISTOL**

County/Region

Postcode **B S 1 6 7 F N**

Country **UNITED KINGDOM**

DX

Telephone **0117 322 1098**

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

SH19 - Continuation page
Statement of capital

5 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY A
Prescribed particulars ①	<p>(a) Voting</p> <p>Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder</p> <p>(b) Income</p> <p>Subject to the approval of the board, the profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(1) first, in paying to the holders of the "A" Shares and "B" Shares a dividend of such amount as the board shall decide,</p> <p>(2) second, in paying as a cumulative dividend to the holders together of the "A" Shares one-half of the profits of the Company available for distribution (net of any tax that is actually payable) in each financial year less the amount already paid in respect of the "A" Shares under clause (i) together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause (i), and</p> <p>(3) third, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holders of the "A" Shares and "B" Shares <i>pari passu</i> as if they constituted one class of share</p> <p>Every dividend shall be distributed to the appropriate Shareholders <i>pro rata</i> according to the nominal value of the shares held by them respectively</p> <p>(b) In all other respects the "A" Shares and the "B" Shares shall rank <i>pari passu</i></p> <p>(c) Capital</p> <p>In a winding up the liquidator may, with the sanction of an extraordinary resolution, distribute all or any of the assets in specie among the holders in such proportions and manner as may be determined by such resolution, provided always that if any such distribution is proposed to be made otherwise than in accordance with the existing rights of the members, every member shall have the same right of dissent and other ancillary rights as set out in section 111 Insolvency Act 1986 as if such resolution were a special resolution of the type referred to in Section 111(1) Insolvency Act</p>

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

5 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	ORDINARY A	
Prescribed particulars ①	<p>1986 which has been passed in the circumstances to which that Section applies pursuant to Section 582 of the Act</p> <p>(d) Redeemable Shares</p> <p>Subject to the provisions of the Act, the company may purchase its own shares (including any redeemable shares) and, if it is a private company, make a payment in respect of the redemption or purchase of its own shares otherwise than out of distributable profits of the company or the proceeds of a fresh issue of shares</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p>

5 Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY B
Prescribed particulars ①	<p>(a) Voting</p> <p>Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder</p> <p>(b) Income</p> <p>Subject to the approval of the board, the profits of the Company available for distribution in respect of any financial year shall be applied</p> <p>(1) first, in paying to the holders of the "A" Shares and "B" Shares a dividend of such amount as the board shall decide,</p> <p>(2) second, in paying as a cumulative dividend to the holders together of the "A" Shares one-half of the profits of the Company available for distribution (net of any tax that is actually payable) in each financial year less the amount already paid in respect of the "A" Shares under clause (i) together with any arrears of such cumulative dividend unpaid from any previous financial year insofar as there is sufficient profit remaining after the payment in clause (i), and</p> <p>(3) third, the balance of the profits available for distribution which are resolved to be distributed shall be distributed among the holders of the "A" Shares and "B" Shares <i>pari passu</i> as if they constituted one class of share</p> <p>Every dividend shall be distributed to the appropriate Shareholders <i>pro rata</i> according to the nominal value of the shares held by them respectively</p> <p>(b) In all other respects the "A" Shares and the "B" Shares shall rank <i>pari passu</i></p> <p>(c) Capital</p> <p>In a winding up the liquidator may, with the sanction of an extraordinary resolution, distribute all or any of the assets in specie among the holders in such proportions and manner as may be determined by such resolution, provided always that if any such distribution is proposed to be made otherwise than in accordance with the existing rights of the members, every member shall have the same right of dissent and other ancillary rights as set out in section 111 Insolvency Act 1986 as if such resolution were a special resolution of the type referred to in Section 111(1) Insolvency Act</p>

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

5 Statement of capital (Prescribed particulars of rights attached to shares)		
Class of share	ORDINARY B	<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 and any terms or conditions relating to redemption of these shares <p>A separate table must be used for each class of share</p>
Prescribed particulars 1	<p>1986 which has been passed in the circumstances to which that Section applies pursuant to Section 582 of the Act</p> <p>(d) Redeemable Shares</p> <p>Subject to the provisions of the Act, the company may purchase its own shares (including any redeemable shares) and, if it is a private company, make a payment in respect of the redemption or purchase of its own shares otherwise than out of distributable profits of the company or the proceeds of a fresh issue of shares</p>	