

IN THE HIGH COURT OF JUSTICE  
CHANCERY DIVISION  
COMPANIES COURT



No 4895 of 2012

REGISTRAR DERRETT

11 JULY 2012

IN THE MATTER OF IMPELLAM GROUP PLC

and

IN THE MATTER OF THE COMPANIES ACT 2006

**UPON THE APPLICATION** by Claim Form issued on 14 June 2012 of the above-named Impellam Group plc (hereinafter called the **Company**) whose registered office is situated at 800 The Boulevard, Capability Green, Luton, Bedfordshire LU1 3BA

**AND UPON HEARING** Counsel for the Company

**AND UPON READING** the documents recorded on the Court file as having been read

**THE COURT CONFIRMS** in accordance with the provisions of the Companies Act 2006 the reduction of the capital of the Company by £127,100,000 involving the cancellation of all the B Ordinary Shares and C Ordinary Shares in the capital of the Company and effected by special resolutions passed at the Annual General Meeting of the Company held on 12 June 2012

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

**AND IT IS ORDERED** that this Order be produced to the Registrar of Companies and that an Office Copy be delivered to him together with a copy of the said Statement of Capital and the Registrar of Companies shall register this Order

**AND IT IS 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 newspaper within 21 days after such registration

THURSDAY



LD1

\*L1D00F0P\*

12/07/2012

#2

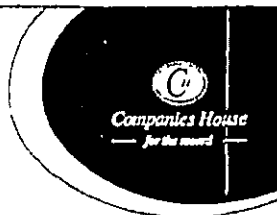
COMPANIES HOUSE

**THE SCHEDULE BEFORE REFERRED TO**  
(Statement of Capital approved by the Court)



# 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

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### 1 Company details

Company number **06511961**

Company name in full **IMPELLAM GROUP PLC**

→ Filing in this form  
Please complete in cursive 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 ②	Number of shares ③	Aggregate nominal value ④
ORDINARY	£0.01	£0.00	44,176,189	£441,761.89
				£
				£
				£
Totals			44,176,189	£441,761.89

### 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 share (e.g. Ordinary / Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
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

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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  
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

**4** Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital		④ 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 ④ 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		⑤ 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	
Prescribed particulars ⑥	THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS, THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.	
Class of share		
Prescribed particulars ⑥		

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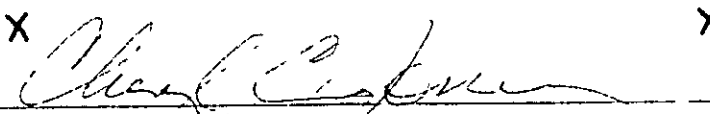
Class of share	
Prescribed particulars ①	
Class of share	
Prescribed particulars ①	

- 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

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Signature

	I am signing this form on behalf of the company	
Signature	<p>Signature</p> <p>X  X</p>	
	This form may be signed by Director ①, Secretary, Person authorised ②, CIC manager	

- 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 770 or 274 of the Companies Act 2006

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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: JONATHAN BRIDWAT

Company name: ALLEN & OUGRY LLP

Address: ONE BISHOPS SQUARE

Post town: LONDON

Country/Region:

Postcode: E1 6AD

Country:

UK

Telephone: 0203 038 0000

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



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ORDER

ALLEN & OVERY  
LONDON