

Corporate Legal Services

Reduction of capital supported by solvency statement

Reduction of capital supported by solvency statement

Since 1 October 2008 section 642 of the Companies Act 2006 has provided that a private company may reduce its issued share capital if the directors are able to confirm that the company will remain solvent – ie able to pay its debts - for a year after the reduction.

The procedure involves the passing of a special resolution and the directors must make the solvency statement (in the prescribed form) in relation to the company not more than 15 days before the date the resolution is passed. Copies of the special resolution, solvency statement and other documents need to be filed at Companies House together with a statement of capital setting out the amended share capital. There is no need to obtain a Court Order confirming the reduction and creditors have no right of objection.

Under this procedure it is not possible to reduce the capital so as to leave the company with no share capital or with only redeemable shares in issue.

The alternative reduction of capital procedure under section 645 of the Companies Act 2006 (requiring the reduction to be confirmed by Court Order) can still be followed if the company so chooses.

Jordans' reduction of capital service ***From £500.00 + VAT***

Our service includes the following:

- Obtaining the current memorandum and articles and company information from the public file
- Providing all necessary minutes, resolutions and statements
- Checking and filing all necessary documents with Companies House
- Providing detailed guidance notes on procedures and consequential matters

Regrettably we are not able to provide advice in relation to the accounting treatment or tax consequences of a reduction of capital.

Due diligence

Please note that we may require evidence of identity of the person(s) for whom we act before we can proceed with your instructions. If this is so, we will contact you upon receipt of your order form.

How to order

Complete the attached order form and return it to us:

By **email** to: corporatelegalservices@jordans.co.uk

By **fax** to: 0117 923 0063

By **post** to: Jordans Limited, 21 St Thomas Street,
Bristol BS1 6JS

By **DX** to: Jordans Limited, DX 78161 Bristol

Reduction of capital supported by solvency statement Order Form

Please refer to our information sheet for further details on these services.
Please complete in BLOCK CAPITALS

1. Company's details

Company Name: _____
Company Number: _____

2. Directors

If the directors of the company differ from those currently shown on the Companies House file, please give the names of all serving directors:

Name of director: _____
Name of director: _____
Name of director: _____

If there are additional directors, please attach details on a separate sheet.

3. Shareholders

Please give the following details in respect of every shareholder:

Name of shareholder: _____
No. and class of shares currently held: _____ No. and class of shares to be held after reduction: _____

Name of shareholder: _____
No. and class of shares currently held: _____ No. and class of shares to be held after reduction: _____

Name of shareholder: _____
No. and class of shares currently held: _____ No. and class of shares to be held after reduction: _____

If there are additional shareholders, please attach details on a separate sheet.

4. Details of reduction

(a) Amount of the reduction: £ _____

(b) How is the reduction to be effected?

- by extinguishing or reducing any liability on any shares in respect of any share capital not paid up. Please give further details below:

or

- by cancelling paid up share capital that is lost or unrepresented by available assets (either with or without extinguishing or reducing liability on any of its shares). Please give further details below:

or

- by repaying paid up share capital that is in excess of the company's wants (either with or without extinguishing or reducing liability on any of its shares). Please give further details below:

or

- in some other way. Please give details below:

(c) What is the purpose of the reduction?

(d) What document(s) or other evidence will the directors rely on in forming their opinion for the purposes of the solvency statement?

- (e) Is it intended that the company will continue in business during the 12 months after the date of the solvency statement? Yes
 No

If "no", will the company be: wound up; or voluntarily struck off the Register?

If the company is to be voluntarily struck off, would you like Jordans to provide documents and guidance for the strike off procedure?
(Additional fee of £75.00 plus VAT)

- Yes No

5. Your details

Please give your contact details for correspondence and billing purposes:

Name: _____
Organisation name: _____
Address: _____
Town: _____
Country: _____ Postcode: _____
Telephone: _____ Fax: _____
Email: _____

6. Payment details

- Please charge to my Jordans' **account** number: _____
- I enclose a **cheque** made payable to Jordans Limited
- Please debit my **debit or credit card**.
Card number: _____
Name on card: _____ Issue No. (if any): _____
Card security code: _____ Valid from: _____ Expiry: _____
- Payment is being transferred to **Jordans Limited** account, Barclays Bank Plc, Queens Road Branch, Bristol, Sort code **20-13-34**, Account number **80536296** Swift code **BARC GB 22**, IBAN code **GB20 BARC 2013 3480 5362 96**

7. Data protection

Your details are held for Jordans Limited, Jordans International Limited, Jordans (Scotland) Limited – trading as Oswalds – and Jordan Publishing Limited's use only (which include our offices in major offshore locations).

Apart from any use made in connection with our acting on your behalf – including credit control reasons – we would only use your details to send you occasional materials on our products, services and events that we think may be of interest to you. **None** of your details will be passed to third parties for any marketing purpose.

For further information on how your data may be used, please contact our Data Protection Officer: Tel: +44 117 918 1431 email dataprotection@jordans.co.uk.

You may 'opt-out' of receiving promotional mailings or 'opt-in' to promotional emails by selecting the appropriate boxes below.

- If you **do not** wish to receive mail from our UK office, tick here:
- If you **do not** wish to receive mail from our overseas offices, tick here:
- If you **do** wish to receive emails from our UK office, tick here:
- If you **do** wish to receive email from our overseas offices, tick here:

8. Feedback

We are always interested in understanding more about our clients and would appreciate it if you would provide the following information on how you heard about and why you chose Jordans (please tick all that apply):

How		Why	
Advert	<input type="checkbox"/>	Jordans' reputation	<input type="checkbox"/>
Exhibition	<input type="checkbox"/>	Location	<input type="checkbox"/>
Leaflet/Jordans' Focus	<input type="checkbox"/>	Price	<input type="checkbox"/>
Press article	<input type="checkbox"/>	Range of services	<input type="checkbox"/>
Referral – solicitor	<input type="checkbox"/>	Quality	<input type="checkbox"/>
Referral – accountant	<input type="checkbox"/>	Used Jordans' corporate services before	<input type="checkbox"/>
Referral - other	<input type="checkbox"/>	Used Jordans' other services before	<input type="checkbox"/>
Search Engine	<input type="checkbox"/>		
Seminar	<input type="checkbox"/>		
Other website	<input type="checkbox"/>		
Other please specify _____		Other please specify _____	

9. Terms and Conditions

These services are provided on Jordans' standard terms and conditions of business, a copy of which can be supplied on request or viewed on our website at <http://www.jordans.co.uk/statutoryinformation/terms.html>

Please complete and return this order form to:
Corporate Legal Services
Jordans Limited, 21 St Thomas Street, Bristol BS1 6JS
DX 78161 Bristol
email: corporatelegalservices@jordans.co.uk
tel: 0117 918 1497
fax: 0117 923 0063