

CS01

Confirmation statement

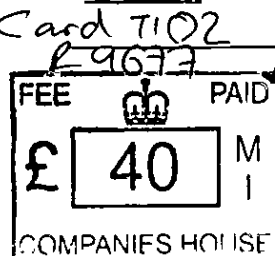
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BLUEPRINT

OneWorld

Go online to file this information
www.gov.uk/companieshouse

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



What this form is for
You may use this form to confirm
that the company has filed up to
date. You must file a confirmation
statement at least once every year.

X What this form is NOT for
You cannot use this form to
report changes to the company
registered office address, or
alternative inspection address
(SAIL) information.



WEDNESDAY

Before you start

You can check your company details for free on our online service:
www.beta.companieshouse.gov.uk

Change to your company information

If you need to make any changes to:

- Part 1 Principal business activities or standard industrial classification (SIC)
- Part 2 Statement of capital
- Part 3 Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- Part 4 Shareholder information
- Part 5 Information about people with significant control (PSC)

Use the additional parts of this form to do this.

Other changes

If you need to make any
changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments

You must do this separately
before or at the same time as this
confirmation statement.

1 Company details

Company number 0 3 7 2 4 2 3 0

Company name in full Tollway Holdings Limited

→ Filling in this form
Please complete in typescript or in
bold black capitals.

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within
14 days of this date. Please check your company records for the date of your
confirmation period.

Confirmation date 1 d 0 d 2 m 0 m 3 y 2 y 0 y 1 y 7

① Check when your confirmation
statement is due
To check your confirmation
statement date:
www.beta.companieshouse.gov.uk

You can make a statement at
any time during the confirmation
period. This will change your next
confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation
period ending on the confirmation date above either has been delivered or is
being delivered with this statement.

Signature

Signature

X

X

This form may be signed by:
Director ②, Secretary, Person authorised ③, Charity commission receiver and
manager, CIC manager, Judicial factor.

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 270 or 274 of
the Companies Act 2006.

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**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 name **Macquarie Infrastructure
and Real Assets Europe**

CoSec

Address

Ropemaker Place

28 Ropemaker Street

Post town

London

County/Region

Postcode

E C 2 Y 9 H D

Country

United Kingdom

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 checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House.'

**Important information**

All information on this form will appear on the public record, apart from information relating to usual residential addresses and day of birth.

**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

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Part 1

Standard industrial classification (SIC) code change

Only use this part to tell us of any changes to your standard industrial classification codes during this confirmation period.

✓ This part must be sent
at the same time as your
confirmation statement.

✗ Do not send this part if none of
your SIC codes have changed

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

Standard industrial classification (SIC)
To check your current SIC code(s):
www.beta.companieshouse.gov.uk

A1

New standard industrial classification code ^①

Please show any new SIC codes.

Classification code 1	7	0	1	0	0
Classification code 2					
Classification code 3					
Classification code 4					

If you cannot determine a code, please give a brief description of the
company's business activity below:

Principal activity
description

① Standard industrial classification
Provide a trade classification code
(SIC code 2007) or a description of
your company's main business in
this section.

A full list of the trade classification
codes are available on our website
www.gov.uk/companieshouse

A2

Removal of standard industrial classification

Please show any SIC codes which no longer apply

Classification code 1					
Classification code 2					
Classification code 3					
Classification code 4					

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Part 2

Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ This part must be sent at the same time as your confirmation statement.

✗ Not required for companies without share capital.

For further information, please refer to our guidance at www.gov.uk/companieshouse

You must complete both sections B1 and B2.

B1

Share capital

Complete the table(s) below to show the issued share capital.

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 pages
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				
GB-GBP	See attached schedule			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		1,936,940,680	£39,997,827 15940 002	£0.00

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

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Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

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
Pounds Sterling	A Special	1	£1.00	
Pounds Sterling	B Special	1	£1.00	
Pounds Sterling	Deferred	2	£0.20	
Pounds Sterling	Ordinary	1,936,940,676	£39,997,824.95940 001	
Totals		1,936,940,680	£39,997,827.159400 02	£0.00

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B2

Prescribed particulars

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in Section B1.

Class of share

A Special

Prescribed particulars

The A Special Shares have attached to them full voting rights, distribution rights on a winding up of the Company and redemption rights in certain circumstances. The A Special Shares have no further right to participate in the capital or profits of the Company.

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

Please use a prescribed particulars continuation page if necessary.

Class of share

B Special

Prescribed particulars

The B Special Shares have attached to them full voting rights, distribution rights on a winding up of the Company and redemption rights in certain circumstances. The B Special Shares have no further right to participate in the capital or profits of the Company.

Class of share

Deferred

Prescribed particulars

On a distribution or winding up of the Company, the surplus assets of the Company remaining after payment of its liabilities shall be applied first in repayment to the holders of the A Special Shares, the B Special Shares and the Ordinary Shares and then in repayment to the holders of the Deferred Shares. The Deferred Shares confer no other right to participate in the capital or profits of the Company. There are no voting rights attaching to the Deferred Shares.

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B2

Prescribed particulars

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 B1.

Class of share

Ordinary

Prescribed particulars
1

The £0.02065 Ordinary Shares have attached to them full voting rights, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

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

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

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Part 3

Trading status of shares and exemption from keeping a register of people with significant control (PSC)

Use this Part to tell us of the trading status of shares and information about exemption from keeping a PSC register (if this is the first time you're giving this information or if any of this information has changed since you last gave it).

✓ This part must be sent
at the same time as your
confirmation statement.

✗ Do not send if none of this
information has changed.

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

C1

Company's shares admitted to trading on a market ^①

Were any shares admitted to trading on a market during the confirmation period? Please tick the appropriate box below.

- ☒ No go to Part 4 section D1 'Non traded shareholders'
- ☐ Yes go to Section C2 'DTR5'

^① A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognised investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.

C2

Exemption from providing shareholder information (DTR5) ^②

Throughout the confirmation period, was the company a traded company and an issuer to which DTR5 applies? Please tick the appropriate box below.

- ☐ No go to Section C3 'Exemption from keeping a PSC register'
- ☐ Yes You have now finished this Part and do not need to complete Parts 4 or 5.

^② Please review and complete (if necessary) this section if you have answered 'Yes' to section C1 'Company's shares admitted to trading on a market'

DTR5

DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%).

C3

Exemption from keeping a people with significant control (PSC) register ^③

Is the company exempt or has it ever been exempt from keeping a PSC register

- Yes continue (Tick only one box)
- No go to Part 4 section D2 'Shareholder information for certain traded companies'.

Please tick the appropriate statement

- ☐ The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a regulated market in an EEA State other than the United Kingdom.
- ☐ The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a market listed in Schedule 1 of the Register of People with Significant Control Regulations 2016.
- ☐ The exemption from keeping a PSC register (Part 21A) no longer applies. ^④

Please review and complete (if necessary) this section if you have answered 'No' to section C2 'DTR5'.

^③ Exemption from keeping a PSC register

In accordance with Part 21A of the Companies Act 2006

^④ Exemption from keeping a PSC register no longer applies. If you need to provide PSC information complete and return any relevant sections of Part 5

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Part 4

Shareholder information change

Only use this Part to tell us of a change to shareholder information since the company last delivered this information.

✓ If completed this Part must be sent at the same time as your confirmation statement.

✗ Not required for companies without share capital

For further information, please refer to our guidance at www.gov.uk/companieshouse

D1

Shareholder information for a non-traded company ^o

How is the list of shareholders enclosed. Please tick the appropriate box below:

☒ The list of shareholders is enclosed on paper

☐ The list of shareholders is enclosed in another format.

^o Further shareholders
Please use a Shareholder information (for a non-traded company) continuation page if necessary

Show any information that has changed for each person

Please list the company shareholders in alphabetical order Joint shareholders should be listed consecutively

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
MQA Investments Limited	£1 00 A Special	1		/ /
MQA Investments Limited	£1.00 B Special	1		/ /
MQA Investments Limited	£0 10 Deferred	2		/ /
MQA Investments Limited	£0.02065 Ordinary	1,936,940,676		/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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Part 5

Information about people with significant control (PSC)

✓ This part must be sent at the same time as your confirmation statement.

✗ Don't complete this part if you've elected to keep information about people with significant control on the public register instead of in your own register.

For further information, please refer to our guidance at www.gov.uk/companieshouse

Only use this Part to tell us about the people with significant control (PSC) of the company. This includes individuals, relevant legal entities (RLE) and other registrable persons (ORP).

Only complete this Part if this is the first time you have given this information or if there has been a change to any of the information since you last gave it.

If you've previously given this information and there has been no change to any of it, you don't need to complete or return this Part.

- Use section E1 to tell us about statements in your PSC register relating to the company
- Use F1-F5 for an individual who is a person with significant control.
- Use G1-G4 for a relevant legal entity (RLE)
- Use H1-H4 for an 'other registrable person' (ORP)
- Use I1-I3 for any additional statements relating to a PSC or RLE that are in your PSC register at the confirmation date.
- You can find more guidance on how to complete this part on our website www.gov.uk/companieshouse
- If you need to tell us about more PSCs, RLEs or ORPs, use a continuation page

E1

If the company's PSC register contains one of the following statements during the confirmation period, please tick.	If a statement is no longer true, give the date of the change and complete the relevant sections in Part 5.								
If either of the statements below still apply at the confirmation statement date, don't complete the rest of Part 5.	If the statements appear more than once in the company's PSC register, use a continuation page								
Statement	Date (if applicable) that this ceased to be true during the period								
<input checked="" type="checkbox"/> The company knows or has reasonable cause to believe that there is no registrable person or registrable relevant legal entity in relation to the company	<table><tr><td>d</td><td>d</td><td>m</td><td>m</td><td>y</td><td>y</td><td>y</td><td>y</td></tr></table>	d	d	m	m	y	y	y	y
d	d	m	m	y	y	y	y		
<input type="checkbox"/> The company has not yet completed taking reasonable steps to find out if there is anyone who is a registrable person or registrable relevant legal entity in relation to the company.	<table><tr><td>d</td><td>d</td><td>m</td><td>m</td><td>y</td><td>y</td><td>y</td><td>y</td></tr></table>	d	d	m	m	y	y	y	y
d	d	m	m	y	y	y	y		
If the statements appear more than once in the company's PSC register, use a continuation page									