



Companies House

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **30/10/2015**

X4J4W19K

Company Name: **Advanced Payment Solutions Limited**

Company Number: **04947027**

Date of this return: **29/10/2015**

SIC codes: **96090**

Company Type: **Private company limited by shares**

Situation of Registered Office: **6TH FLOOR ONE LONDON WALL
LONDON
UNITED KINGDOM
EC2Y 5EB**

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

**2 TEMPLE BACK EAST
TEMPLE QUAY
BRISTOL
UNITED KINGDOM
BS1 6EG**

The following records have moved to the single alternative inspection location:

Register of members (section 114)
Register of directors (section 162)
Register of secretaries (section 275)
Records of resolutions and meetings (section 358)

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **ROBIN KEITH**

Surname: **DEAR**

Former names:

Service Address: **GROUND FLOOR (WEST) COTTONS CENTRE
COTTONS LANE
LONDON
UNITED KINGDOM
SE1 2QG**

Company Director ***1***

Type: **Person**
Full forename(s): **DONALD ROSS**

Surname: **DIXON**

Former names:

Service Address: **GROUND FLOOR (WEST) COTTONS CENTRE
COTTONS LANE
LONDON
UNITED KINGDOM
SE1 2QG**

Country/State Usually Resident: **UNITED STATES**

Date of Birth: ****/08/1947** *Nationality:* **AMERICAN**
Occupation: **DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **JAMES GILBERT**

Surname: **JONES**

Former names:

Service Address: **GROUND FLOOR (WEST) COTTONS CENTRE
COTTONS LANE
LONDON
UNITED KINGDOM
SE1 2QG**

Country/State Usually Resident: **UNITED STATES**

Date of Birth: ****/09/1948** *Nationality:* **AMERICAN**

Occupation: **INVESTOR**

Company Director **3**

Type: **Person**
Full forename(s): **SIMON TIMOTHY TALBOT**

Surname: **KNIGHT**

Former names:

Service Address: **GROUND FLOOR (WEST) COTTONS CENTRE
COTTONS LANE
LONDON
UNITED KINGDOM
SE1 2QG**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/03/1964** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director 4

Type: **Person**
Full forename(s): **RICHARD THOMAS**

Surname: **WAGNER**

Former names:

Service Address: **GROUND FLOOR (WEST) COTTONS CENTRE
COTTONS LANE
LONDON
UNITED KINGDOM
SE1 2QG**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/04/1964** *Nationality:* **AMERICAN**

Occupation: **BANKING**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	361000
		<i>Aggregate nominal value</i>	361
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE ORDINARY SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	ORDINARY	<i>Number allotted</i>	469000
		<i>Aggregate nominal value</i>	469
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.053
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE ORDINARY SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	ORDINARY	<i>Number allotted</i>	147395
		<i>Aggregate nominal value</i>	147.395
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.45
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE ORDINARY SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	ORDINARY	<i>Number allotted</i>	20000
		<i>Aggregate nominal value</i>	20
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.751
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE ORDINARY SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	ORDINARY	<i>Number allotted</i>	18952
		<i>Aggregate nominal value</i>	18.952
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.95
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE ORDINARY SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	SERIES A CONVERTIBLE PREFERRED	<i>Number allotted</i>	2040000
		<i>Aggregate nominal value</i>	2040
<i>Currency</i>	GBP	<i>Amount paid</i>	0.049
		<i>Amount unpaid</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF SERIES A CONVERTIBLE PREFERRED SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. WHERE SERIES A CONVERTIBLE PREFERRED SHARES ARE ELIGIBLE FOR CONVERSION BUT HAVE YET TO BE CONVERTED, THE NUMBER OF VOTES UPON A POLL SHALL EQUAL THE NUMBER OF VOTES HAD SUCH CONVERSION TAKEN PLACE. INCOME THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED, ALONGSIDE ALL OTHER CLASSES OF SHARES, TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES, ON AN AS CONVERTED BASIS FOR THE A CONVERTIBLE PREFERRED SHARES AS IF A CONVERSION HAD TAKEN PLACE CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM AND THEN THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS (AND ON AN AS CONVERTED BASIS FOR THE SERIES A CONVERTIBLE PREFERRED SHARES).

Class of shares	SERIES B PREFERRED	<i>Number allotted</i>	170000
		<i>Aggregate nominal value</i>	170
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.58824
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF SERIES B PREFERRED SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL, ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. INCOME THE HOLDERS OF THE SERIES B PREFERRED SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED TO THE HOLDERS OF THE SERIES B PREFERRED SHARES AFTER THE APPLICATION OF THE PROCEEDS TO THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM, AND THEN THE HOLDERS OF THE SERIES C CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES AND A ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS.

Class of shares	SERIES C CONVERTIBLE PREFERRED	<i>Number allotted</i>	407996
		<i>Aggregate nominal value</i>	407.996
<i>Currency</i>	GBP	<i>Amount paid</i>	7.353
		<i>Amount unpaid</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY HOLDER OF SERIES C CONVERTIBLE PREFERRED SHARES (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. WHERE SERIES C CONVERTIBLE PREFERRED SHARES ARE ELIGIBLE FOR CONVERSION BUT HAVE YET TO BE CONVERTED THE NUMBER OF VOTES UPON A POLL SHALL EQUAL THE NUMBER OF VOTES HAD SUCH CONVERSION TAKEN PLACE. INCOME THE HOLDERS OF THE SERIES C CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES, TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES ON AN AS CONVERTED BASIS FOR THE SERIES C CONVERTIBLE PREFERRED SHARES AS IF A CONVERSION HAD TAKEN PLACE. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED IN THE FOLLOWING PRIORITY, THE HOLDERS OF THE C CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED TO THEIR SUBSCRIPTION PRICE PLUS 0.18 X PREMIUM AFTER THE D CONVERTIBLE PREFERRED SHARES HAVE RECEIVED THEIR SUBSCRIPTION PRICE PLUS 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES, A ORDINARY SHARES AND C ORDINARY SHARES, ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS (AND ON AN AS CONVERTED BASIS FOR THE SERIES C CONVERTIBLE PREFERRED SHARES).

Class of shares	SERIES D CONVERTIBLE PREFERRED	<i>Number allotted</i>	663631
		<i>Aggregate nominal value</i>	663.631
<i>Currency</i>	GBP	<i>Amount paid</i>	4.577
		<i>Amount unpaid</i>	0

Prescribed particulars

VOTING UPON A SHOW OF HANDS EVERY MEMBER (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, SHALL HAVE ONE VOTE AND UPON A POLL ONE VOTE FOR EVERY SHARE OF WHICH HE IS A REGISTERED HOLDER. WHERE SERIES D CONVERTIBLE PREFERRED SHARES ARE ELIGIBLE FOR CONVERSION BUT HAVE YET TO BE CONVERTED, THE NUMBER OF VOTES UPON A POLL SHALL EQUAL THE NUMBER OF VOTES HAD SUCH CONVERSION TAKEN PLACE. INCOME THE HOLDERS OF THE SERIES D CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED ALONGSIDE ALL OTHER CLASSES OF SHARES TO SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME ON SUCH SHARES ON AN AS CONVERTED BASIS FOR THE D CONVERTIBLE PREFERRED SHARES AS IF A CONVERSION HAD TAKEN PLACE. CAPITAL ON A RETURN OF CAPITAL ON LIQUIDATION, CAPITAL REDUCTION, EXIT OR OTHERWISE THE PROCEEDS SHALL BE APPLIED IN THE FOLLOWING PRIORITY, FIRSTLY TO THE HOLDERS OF THE D CONVERTIBLE PREFERRED SHARES WHO SHALL RECEIVE THEIR SUBSCRIPTION PRICE PLUS A 0.18 X PREMIUM. THEREAFTER THE HOLDERS OF THE C CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED TO THEIR SUBSCRIPTION PRICE PLUS 0.18 X PREMIUM. THEREAFTER THE PROCEEDS ARE USED TO PAY BACK TO THE HOLDERS OF THE SERIES A CONVERTIBLE PREFERRED SHARES, SERIES B PREFERRED SHARES, ORDINARY SHARES, A ORDINARY SHARES AND C ORDINARY SHARES ANY UNPAID DIVIDENDS AND THEIR SUBSCRIPTION PRICE. THE BALANCE OF ANY MONIES REMAINING SHALL BE SHARED BETWEEN ALL THE CLASSES OF SHARES IN THE COMPANY AS THOUGH THEY WERE A SINGLE CLASS (AND ON AN AS CONVERTED BASIS FOR EACH OF THE SERIES D CONVERTIBLE PREFERRED SHARES).

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	4297974
		<i>Total aggregate nominal value</i>	4297.974

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 29/10/2015 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

<i>Shareholding 1</i> <i>Name:</i>	: 1938 ORDINARY shares held as at the date of this return MIRANDA JANE BALL
<i>Shareholding 2</i> <i>Name:</i>	: 840 ORDINARY shares held as at the date of this return DUNCAN BATCHELOR
<i>Shareholding 3</i> <i>Name:</i>	: 12918 ORDINARY shares held as at the date of this return GARY CHASE
<i>Shareholding 4</i> <i>Name:</i>	: 11090 ORDINARY shares held as at the date of this return STEVE COX
<i>Shareholding 5</i> <i>Name:</i>	: 125 ORDINARY shares held as at the date of this return AIMEE CURTIS
<i>Shareholding 6</i> <i>Name:</i>	: 188520 ORDINARY shares held as at the date of this return WILLIAM PAUL DARNELL
<i>Shareholding 7</i> <i>Name:</i>	: 118000 ORDINARY shares held as at the date of this return ROBIN DEAR
<i>Shareholding 8</i> <i>Name:</i>	: 1088 ORDINARY shares held as at the date of this return ANDREW FANNER
<i>Shareholding 9</i> <i>Name:</i>	: 9000 ORDINARY shares held as at the date of this return ANTHONY MAURICE FARRINGTON
<i>Shareholding 10</i> <i>Name:</i>	: 878 ORDINARY shares held as at the date of this return REBECCA FREEBODY
<i>Shareholding 11</i> <i>Name:</i>	: 35084 ORDINARY shares held as at the date of this return PHILIP HARRISON
<i>Shareholding 12</i> <i>Name:</i>	: 2517 ORDINARY shares held as at the date of this return SIMON HUGHSON
<i>Shareholding 13</i>	: 400 ORDINARY shares held as at the date of this return

Name: MARK LIGHT

Shareholding 14 : 3725 ORDINARY shares held as at the date of this return
Name: SARAH MAYALL

Shareholding 15 : 900 ORDINARY shares held as at the date of this return
Name: STEVEN MOORE

Shareholding 16 : 14000 ORDINARY shares held as at the date of this return
Name: ROBERT PAYNE

Shareholding 17 : 3021 ORDINARY shares held as at the date of this return
Name: DAVID CHARLES PUSINELLI

Shareholding 18 : 10960 ORDINARY shares held as at the date of this return
Name: LINCOLN ROBERTS

Shareholding 19 : 25000 ORDINARY shares held as at the date of this return
Name: PAUL SCHOOLEY

Shareholding 20 : 467 ORDINARY shares held as at the date of this return
Name: JONATHAN SECKER

Shareholding 21 : 45500 ORDINARY shares held as at the date of this return
Name: STEPHEN AND LINDA GALASSO TRUST

Shareholding 22 : 30750 ORDINARY shares held as at the date of this return
Name: THE JAMES G & MARIA F JONES REVOCABLE TRUST

Shareholding 23 : 426 ORDINARY shares held as at the date of this return
Name: JASON VINE

Shareholding 24 : 494000 ORDINARY shares held as at the date of this return
Name: RICHARD THOMAS WAGNER

Shareholding 25 : 1100 ORDINARY shares held as at the date of this return
Name: CHANTELE WIRTH

Shareholding 26 : 4100 ORDINARY shares held as at the date of this return
Name: STUART WOOLLEY

Shareholding 27 : 13783 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return
Name: CHRIS CALLERO

Shareholding 28 : 17229 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return

Name: **DAVID CUST**

Shareholding 29 : **17229 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **RICHARD GORDON**

Shareholding 30 : **20676 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **THE JAMES G & MARIA F JONES REVOCABLE TRUST**

Shareholding 31 : **1877589 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **TRIDENT CAPITAL FUND VI LP**

Shareholding 32 : **72818 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **TRIDENT CAPITAL FUND VI PRINCIPALS FUND LLC**

Shareholding 33 : **20676 SERIES A CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **HATIM TYABJI**

Shareholding 34 : **170000 SERIES B PREFERRED shares held as at the date of this return**
Name: **THE JAMES G & MARIA F JONES REVOCABLE TRUST**

Shareholding 35 : **1654 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **CHRIS CALLERO**

Shareholding 36 : **2067 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **DAVID CUST**

Shareholding 37 : **2067 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **RICHARD GORDON**

Shareholding 38 : **26571 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **THE JAMES G & MARIA F JONES REVOCABLE TRUST**

Shareholding 39 : **346132 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **TRIDENT CAPITAL FUND VI LP**

Shareholding 40 : **13424 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **TRIDENT CAPITAL FUND VI PRINCIPALS FUND LLC**

Shareholding 41 : **2481 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **HATIM TYABJI**

Shareholding 42 : **13600 SERIES C CONVERTIBLE PREFERRED shares held as at the date of this return**
Name: **RICHARD THOMAS WAGNER**

Shareholding 43 : **1648 SERIES D CONVERTIBLE PREFERRED shares held as at the date of this return**

Name: PAUL SCHOOLEY

Shareholding 44 : 44956 SERIES D CONVERTIBLE PREFERRED shares held as at the date of this return
Name: THE JAMES G & MARIA F JONES REVOCABLE TRUST

Shareholding 45 : 585561 SERIES D CONVERTIBLE PREFERRED shares held as at the date of this return
Name: TRIDENT CAPITAL FUND VI LP

Shareholding 46 : 22709 SERIES D CONVERTIBLE PREFERRED shares held as at the date of this return
Name: TRIDENT CAPITAL FUND VI PRINCIPALS FUND LLC

Shareholding 47 : 8757 SERIES D CONVERTIBLE PREFERRED shares held as at the date of this return
Name: RICHARD THOMAS WAGNER

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.