



**Companies House**  
— for the record —

**AR01** (ef)

**Annual Return**



XJLMGWWV

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*Company Name:* **DCISIONS LIMITED**

*Company Number:* **05527240**

*Date of this return:* **03/08/2011**

*SIC codes:* **7487**

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

*Situation of Registered Office:* **DIXON HOUSE  
77-97 HARPUR STREET  
BEDFORD  
BEDFORDSHIRE  
MK40 2SY**

**Officers of the company**

## *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **MR DAVID**

*Surname:* **MOLLISON**

*Former names:*

*Service Address:* **LIBERTY HOUSE 222 REGENT STREET  
LONDON  
ENGLAND  
W1B 5TR**

## *Company Secretary 2*

*Type:* **Corporate**  
*Name:* **BORNEO LINNELLS COMPANY SECRETARIES LIMITED**

*Registered or principal address:* **DIXON HOUSE 77-79 HARPUR STREET  
BEDFORD  
BEDFORDSHIRE  
UNITED KINGDOM  
MK40 2SY**

## *European Economic Area (EEA) Company*

*Register Location:* **ENGLAND**  
*Registration Number:* **05017485**

*Company Director*    **1**

*Type:*                                **Person**

*Full forename(s):*                **RICHARD**

*Surname:*                            **BURRILL**

*Former names:*

*Service Address:*                **LIBERTY HOUSE 222 REGENT STREET  
LONDON  
UNITED KINGDOM  
W1B 5TR**

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **06/10/1966**

*Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

*Company Director* 2

*Type:* **Person**

*Full forename(s):* **MAYA**

*Surname:* **FERNANDEZ**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:* **ENGLAND**

*Date of Birth:* **11/08/1978**

*Nationality:* **UNITED STATES**

*Occupation:* **DIRECTOR**

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*Company Director*    3

*Type:*                      **Person**

*Full forename(s):*        **MR ROBERT MONTAGUE**

*Surname:*                **JOHNSON**

*Former names:*

*Service Address:*        **LIBERTY HOUSE 222 REGENT STREET  
LONDON  
UNITED KINGDOM  
W1B 5TR**

*Country/State Usually Resident:*    **USA**

*Date of Birth:*    **22/04/1946**

*Nationality:*    **USA**

*Occupation:*    **LECTURER**

*Company Director* 4

*Type:* **Person**  
*Full forename(s):* **GRAHAM JOHN**

*Surname:* **MANNION**

*Former names:*

*Service Address:* **LIBERTY HOUSE 222 REGENT STREET  
LONDON  
UNITED KINGDOM  
W1B 5TR**

*Country/State Usually Resident:* **ENGLAND**

*Date of Birth:* **15/04/1972** *Nationality:* **BRITISH**  
*Occupation:* **COMPANY DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>128143</b>
		<i>Aggregate nominal value</i>	<b>1281.43</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.01</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

1. ALL ORDINARY AND CONVERTIBLE PREFERRED SHARES SHALL RANK PARI PASSU IN ALL RESPECTS SAVE FOR THE FOLLOWING: 1.1 PURSUANT TO ARTICLE 2.3.1, UPON EITHER INSOLVENCY OF THE COMPANY OR DISSOLUTION OF THE COMPANY (OTHER THAN A SALE EVENT) (A "LIQUIDATION EVENT"), SURPLUS ASSETS SHALL BE APPLIED FIRSTLY TO HOLDERS OF CONVERTIBLE PREFERRED SHARES IN PRIORITY OVER OTHER CLASSES OF SHARES WITH £33.17 FOR EVERY CONVERTIBLE PREFERRED SHARE HELD. IF INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNT, REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED PRO RATA TO RESPECTIVE HOLDINGS OF CONVERTIBLE PREFERRED SHARES. THE BALANCE OF SURPLUS ASSETS SHALL BE DISTRIBUTED TO HOLDERS OF ORDINARY SHARES PROP RATE; 1.2 PURSUANT TO ARTICLE 2.3.2, IF THERE IS EITHER AN ASSET SALE OR SALE OR MERGER WHERE MORE THAN 50% OF THE SHAREHOLDING OF THE COMPANY IS SOLD (A "SALE EVENT"), THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN ORDER OF PRIORITY IN ACCORDANCE WITH ARTICLE 2.3.1; 1.3 PURSUANT TO ARTICLE 2.3.3, A HOLDER OF A CONVERTIBLE PREFERRED SHARE MAY AT ANY TIME BY NOTICE IN WRITING TO THE COMPANY REQUIRE CONVERSION OF ALL OR PART OF THE CONVERTIBLE PREFERRED SHARES INTO ORDINARY SHARES; 1.4 PURSUANT TO ARTICLE 2.3.4, FOLLOWING A LIQUIDATION EVENT OR SALE EVENT, A HOLDER OF CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED AT ANY TIME BY NOTICE IN WRITING TO THE COMPANY TO REQUIRE REDEMPTION OF SOME OR ALL OF THE CONVERTIBLE PREFERRED SHARES HELD BY THAT MEMBER FOR £33.17 PER CONVERTIBLE PREFERRED SHARE; AND 1.5 PURSUANT TO ARTICLE 2.3.5, IN THE EVENT OF A REDEMPTION UNDER ARTICLE 2.3.4 OF SOME OF THE CONVERTIBLE PREFERRED SHARES HELD BY A MEMBER, THE REMAINING CONVERTIBLE PREFERRED SHARES HELD SHALL IN AGGREGATE CARRY SUCH NUMBER OF ADDITIONAL VOTES AS EQUALS THE AGGREGATE NUMBER OF VOTES ATTACHING TO THE SHARES THAT WERE REDEEMED.

<b>Class of shares</b>	<b>CONVERTIBLE PREFERRED</b>	<i>Number allotted</i>	<b>131154</b>
		<i>Aggregate nominal value</i>	<b>4350378.1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>33.17</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

1. ALL ORDINARY AND CONVERTIBLE PREFERRED SHARES SHALL RANK PARI PASSU IN ALL RESPECTS SAVE FOR THE FOLLOWING: 1.1 PURSUANT TO ARTICLE 2.3.1, UPON EITHER INSOLVENCY OF THE COMPANY OR DISSOLUTION OF THE COMPANY (OTHER THAN A SALE EVENT) (A "LIQUIDATION EVENT"), SURPLUS ASSETS SHALL BE APPLIED FIRSTLY TO HOLDERS OF CONVERTIBLE PREFERRED SHARES IN PRIORITY OVER OTHER CLASSES OF SHARES WITH £33.17 FOR EVERY CONVERTIBLE PREFERRED SHARE HELD. IF INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNT, REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED PRO RATA TO RESPECTIVE HOLDINGS OF CONVERTIBLE PREFERRED SHARES. THE BALANCE OF SURPLUS ASSETS SHALL BE DISTRIBUTED TO HOLDERS OF ORDINARY SHARES PROP RATE; 1.2 PURSUANT TO ARTICLE 2.3.2, IF THERE IS EITHER AN ASSET SALE OR SALE OR MERGER WHERE MORE THAN 50% OF THE SHAREHOLDING OF THE COMPANY IS SOLD (A "SALE EVENT"), THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN ORDER OF PRIORITY IN ACCORDANCE WITH ARTICLE 2.3.1; 1.3 PURSUANT TO ARTICLE 2.3.3, A HOLDER OF A CONVERTIBLE PREFERRED SHARE MAY AT ANY TIME BY NOTICE IN WRITING TO THE COMPANY REQUIRE CONVERSION OF ALL OR PART OF THE CONVERTIBLE PREFERRED SHARES INTO ORDINARY SHARES; 1.4 PURSUANT TO ARTICLE 2.3.4, FOLLOWING A LIQUIDATION EVENT OR SALE EVENT, A HOLDER OF CONVERTIBLE PREFERRED SHARES SHALL BE ENTITLED AT ANY TIME BY NOTICE IN WRITING TO THE COMPANY TO REQUIRE REDEMPTION OF SOME OR ALL OF THE CONVERTIBLE PREFERRED SHARES HELD BY THAT MEMBER FOR £33.17 PER CONVERTIBLE PREFERRED SHARE; AND 1.5 PURSUANT TO ARTICLE 2.3.5, IN THE EVENT OF A REDEMPTION UNDER ARTICLE 2.3.4 OF SOME OF THE CONVERTIBLE PREFERRED SHARES HELD BY A MEMBER, THE REMAINING CONVERTIBLE PREFERRED SHARES HELD SHALL IN AGGREGATE CARRY SUCH NUMBER OF ADDITIONAL VOTES AS EQUALS THE AGGREGATE NUMBER OF VOTES ATTACHING TO THE SHARES THAT WERE REDEEMED.

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**Statement of Capital (Totals)**

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>259297</b>
		<i>Total aggregate nominal value</i>	<b>4351659.53</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 03/08/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for a private or non-traded public company are shown below*

*Shareholding 1* : 90000 ORDINARY shares held as at 2011-08-03

*Name:* GRAHAM JOHN MANNION

*Shareholding 2* : 10395 ORDINARY shares held as at 2011-08-03

*Name:* DIETRICH HAUPTMEIER

*Shareholding 3* : 960 ORDINARY shares held as at 2011-08-03

*Name:* PHILIPP FREISE

*Shareholding 4* : 2915 ORDINARY shares held as at 2011-08-03

*Name:* MAYA FERNANDEZ

*Shareholding 5* : 1640 ORDINARY shares held as at 2011-08-03

*Name:* ALAN MORGAN

*Shareholding 6* : 8163 ORDINARY shares held as at 2011-08-03

*Name:* PAUL THORNTON

*Shareholding 7* : 6458 ORDINARY shares held as at 2011-08-03

*Name:* RICHARD BURRILL

*Shareholding 8* : 4080 ORDINARY shares held as at 2011-08-03

*Name:* ROBERT PAUL REID

*Shareholding 9* : 2789 ORDINARY shares held as at 2011-08-03

*Name:* GRAEME HART

*Shareholding 10* : 129647 CONVERTIBLE PREFERRED shares held as at 2011-08-03

*Name:* DELTA EQUITY FUND III LP

*Shareholding 11* : 1507 CONVERTIBLE PREFERRED shares held as at 2011-08-03

*Name:* ALAN MORGAN

*Shareholding 12* : 457 ORDINARY shares held as at 2011-08-03

*Name:* NIGEL ASTON

*Shareholding 13* : 286 ORDINARY shares held as at 2011-08-03

Name: DAVID MOLLISON

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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