



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **THG PLC**

Company Number: **06539496**



Received for filing in Electronic Format on the: **31/03/2022**

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Company Name: **THG PLC**

Company Number: **06539496**

Confirmation **19/03/2022**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1221043354
Currency:	GBP	Aggregate nominal value:	6105216.77

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM: (A) FULL VOTING RIGHTS; (B) RIGHT TO RECEIVE DIVIDENDS; (C) RIGHT TO RECEIVE DISTRIBUTIONS WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (D) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	D1	Number allotted	56082651
	ORDINARY	Aggregate nominal value:	280413.255
Currency:	GBP		

Prescribed particulars

THE D1 AND D2 SHARES (TOGETHER BEING THE "D SHARES") HAVE ATTACHED TO THEM: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) RIGHT TO CONVERT AND RE-DESIGNATE SOME OR ALL OF SUCH SHARES INTO ORDINARY SHARES SUBJECT TO PAYING ANY OUTSTANDING SUBSCRIPTION PRICE IN RESPECT OF SUCH SHARES; (D) RIGHT TO RECEIVE DISTRIBUTIONS WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (E) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	D2	Number allotted	17812
	ORDINARY	Aggregate nominal value:	17812
Currency:	GBP		

Prescribed particulars

THE D1 AND D2 SHARES (TOGETHER BEING THE "D SHARES") HAVE ATTACHED TO THEM A) NO VOTING RIGHTS; B) NO RIGHT TO RECEIVE DIVIDENDS; C) RIGHT TO CONVERT AND RE DESIGNATE SOME OR ALL OF SUCH SHARES INTO ORDINARY SHARES SUBJECT TO PAYING ANY OUTSTANDING SUBSCRIPTION PRICE IN RESPECT OF SUCH SHARES; D) RIGHT TO RECEIVE DISTRIBUTION WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (E) NO SPECIFIC RIGHTS OF REDEMPTION

Class of Shares:	DEFERRED	Number allotted	312226
	1	Aggregate nominal value:	1561.13
Currency:	GBP		

Prescribed particulars

THE DEFERRED 1 AND DEFERRED 2 SHARES (TOGETHER BEING THE "DEFERRED SHARES") HAVE ATTACHED TO THEN1,: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) NO RIGHT TO PARTICIPATE IN ANY RETURN OF CAPITAL (OTHER THAN TO RECEIVE THE AMOUNT PAID UP OR CREDITED AS PAID UP AND ONLY AFTER THE HOLDERS OF ALL THE OTHER SHARES HAVE RECEIVED THE SUM OF £100,000 PER SHARE PURSUANT TO THEIR ENTITLEMENTS UNDER THE ARTICLES); AND (D) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	DEFERRED	Number allotted	21563860
	2	Aggregate nominal value:	107819.3

Currency: **GBP**

Prescribed particulars

THE DEFERRED 1 AND DEFERRED 2 SHARES (TOGETHER BEING THE "DEFERRED SHARES") HAVE ATTACHED TO THEN1,: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) NO RIGHT TO PARTICIPATE IN ANY RETURN OF CAPITAL (OTHER THAN TO RECEIVE THE AMOUNT PAID UP OR CREDITED AS PAID UP AND ONLY AFTER THE HOLDERS OF ALL THE OTHER SHARES HAVE RECEIVED THE SUM OF £100,000 PER SHARE PURSUANT TO THEIR ENTITLEMENTS UNDER THE ARTICLES); AND (D) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	E	Number allotted	49121132
	ORDINARY	Aggregate nominal value:	245605.66

Currency: **GBP**

Prescribed particulars

THE E SHARES HAVE ATTACHED TO THEM: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) RIGHT TO CONVERT AND RE-DESIGNATE SOME OR ALL OF SUCH SHARES INTO ORDINARY SHARES SUBJECT TO PAYING ANY OUTSTANDING SUBSCRIPTION PRICE IN RESPECT OF SUCH SHARES; (D) RIGHT TO RECEIVE DISTRIBUTIONS WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (E) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	F	Number allotted	27219640
	ORDINARY	Aggregate nominal value:	136098.2

Currency: **GBP**

Prescribed particulars

THE F SHARES HAVE ATTACHED TO THEM: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) RIGHT TO RECEIVE DISTRIBUTIONS WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (D) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	G	Number allotted	17710851
	ORDINARY	Aggregate nominal value:	88554.255

Currency: **GBP**

Prescribed particulars

THE G SHARES HAVE ATTACHED TO THEM: (A) NO VOTING RIGHTS; (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) RIGHT TO RECEIVE DISTRIBUTIONS WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (D) NO SPECIFIC RIGHTS OF REDEMPTION.

Class of Shares:	SPECIAL	Number allotted	1
	SHARE	Aggregate nominal value:	1

Currency: **GBP**

Prescribed particulars

THE SPECIAL SHARE HAS ATTACHED TO IT: (A) NO VOTING RIGHTS (EXCEPT IMMEDIATELY UPON A CHANGE OF CONTROL); (B) NO RIGHT TO RECEIVE DIVIDENDS; (C) NO RIGHT TO RECEIVE ANY OTHER DISTRIBUTION WHETHER OUT OF PROFITS OR ON A WINDING UP OF THE COMPANY; AND (D) NO SPECIFIC RIGHTS OF REDEMPTION. - RIGHTS ATTACHED TO THE SPECIAL SHARE ARE NOT CAPABLE OF BEING VARIED OR ABROGATED WITHOUT PRIOR WRITTEN CONSENT OF THE HOLDER OF THE SPECIAL SHARE. - THE HOLDER OF THE SPECIAL SHARE IS ENTITLED TO: (I) RECEIVE NOTICE OF EVERY GENERAL MEETING OF THE COMPANY, AND OF EVERY SEPARATE MEETING OF THE HOLDERS OF THE SHARES OF ANY CLASS IN THE COMPANY'S ISSUED SHARE CAPITAL; (II) ATTEND ANY SUCH GENERAL MEETING OR SEPARATE CLASS MEETING; AND (III) SPEAK AT ANY SUCH GENERAL MEETING OR SEPARATE CLASS MEETING (BUT SHALL NOT BE ENTITLED TO VOTE EXCEPT ON A CHANGE OF CONTROL – SEE BULLET POINT BELOW). - ON A CHANGE OF CONTROL: (I) THE SPECIAL SHARE AUTOMATICALLY CARRIES SUCH NUMBER OF VOTES ON ANY ORDINARY, SPECIAL OR OTHER RESOLUTION AS NECESSARY TO ENSURE THE EFFECTIVE PASSING OF SUCH RESOLUTION OR TO ENSURE THE DEFEAT OF SUCH RESOLUTION; AND (II) THE DIRECTORS SHALL GIVE WRITTEN NOTICE TO THE HOLDER OF THE SPECIAL SHARE THAT A CHANGE OF CONTROL HAS OCCURRED. - SPECIAL SHARE WILL CEASE TO CARRY ANY OF ITS RIGHTS ON THE EARLIER OF THREE (3) YEARS AFTER THE DATE OF ISSUE OF THE SPECIAL SHARE OR ITS TRANSFER TO ANY OTHER PERSON (SAVE FOR A TRANSFER TO A PERMITTED TRANSFEREE UPON THE DEATH OF THE HOLDER OF THE SPECIAL SHARE).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1393071527
		Total aggregate nominal value:	6983081.57
		Total aggregate amount unpaid:	28227860.33

Full details of Shareholders

The shares of the company are now admitted to trading on a relevant market and the company is a DTR5 issuer

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

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