



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **CRANE MIDCO LIMITED**

Company Number: **06648599**



Received for filing in Electronic Format on the: **30/07/2019**

X8ATNXLH

Company Name: **CRANE MIDCO LIMITED**

Company Number: **06648599**

Confirmation **16/07/2019**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	23549392
Currency:	EUR	Aggregate nominal value:	2354939.2

Prescribed particulars

AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED PARI PASSU AMONGST THE PREFERRED ORDINARY SHAREHOLDERS AND THE ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF SUCH SHARES HELD BY THEM RESPECTIVELY (AS IF THE PREFERRED ORDINARY SHARES AND THE ORDINARY SHARES CONSTITUTED A SINGLE CLASS OF SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: - FIRST, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD BY THEM AN AMOUNT EQUAL TO THE PREFERRED RETURN LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - SECOND, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE FURTHER RETURN, LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - THIRD, IN PAYING TO THE ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH ORDINARY SHARE HELD; AND - FOURTH, IN DISTRIBUTING AMONGST THE ORDINARY SHAREHOLDERS THE BALANCE (IF ANY) IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. ON A VOTE: - ON A SHOW OF HANDS, EVERY ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A COMPANY) IS PRESENT BY A REPRESENTATIVE SHALL HAVE ONE VOTE AND EVERY PROXY DULY APPOINTED BY ONE OR MORE ORDINARY SHAREHOLDERS (OR, WHERE MORE THAN ONE PROXY HAS BEEN DULY APPOINTED BY THE SAME SHAREHOLDER, ALL THE PROXIES APPOINTED BY THAT SHAREHOLDER TAKEN TOGETHER) SHALL HAVE ONE VOTE, SAVE THAT A PROXY SHALL HAVE ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF: (I) THE PROXY HAS BEEN DULY APPOINTED BY MORE THAN ONE ORDINARY SHAREHOLDER ENTITLED TO VOTE ON THE RESOLUTION; AND (II) THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF THOSE ORDINARY SHAREHOLDERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER OF THOSE ORDINARY SHAREHOLDERS TO VOTE AGAINST IT; - ON A POLL, EVERY ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN

PERSON OR BY ONE OR MORE DULY APPOINTED PROXIES OR (BEING A COMPANY) BY A REPRESENTATIVE OR BY ONE OR MORE DULY APPOINTED PROXIES SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND - ON A WRITTEN RESOLUTION EVERY ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE OF WHICH HE IS THE HOLDER, THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERRED	Number allotted	37456796
	ORDINARY	Aggregate nominal value:	0.374567
	@		
	€0.00000001		

Currency: EUR

Prescribed particulars

AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED PARI PASSU AMONGST THE PREFERRED ORDINARY SHAREHOLDERS AND THE ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF SUCH SHARES HELD BY THEM RESPECTIVELY (AS IF THE PREFERRED ORDINARY SHARES AND THE ORDINARY SHARES CONSTITUTED A SINGLE CLASS OF SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: - FIRST, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD BY THEM AN AMOUNT EQUAL TO THE PREFERRED RETURN LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - SECOND, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE FURTHER RETURN, LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - THIRD, IN PAYING TO THE ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH ORDINARY SHARE HELD; AND - FOURTH, IN DISTRIBUTING AMONGST THE ORDINARY SHAREHOLDERS THE BALANCE (IF ANY) IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. ON A VOTE: - THE PREFERRED ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL OR OTHER MEETINGS OF THE COMPANY AND SHALL BE ENTITLED TO RECEIVE COPIES OF ALL RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS BUT SHALL NOT BE ENTITLED TO VOTE AT ANY SUCH MEETING OR TO AGREE TO

ANY PROPOSED WRITTEN RESOLUTION IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD BY THEM UNLESS THE BUSINESS OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPITAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE PREFERRED ORDINARY SHARES (IN WHICH CASE THE PREFERRED ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION); AND IN SUCH CIRCUMSTANCES: - ON A SHOW OF HANDS EVERY PREFERRED ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A COMPANY) IS PRESENT BY A REPRESENTATIVE SHALL HAVE ONE VOTE AND EVERY PROXY DULY APPOINTED BY ONE OR MORE PREFERRED ORDINARY SHAREHOLDERS (OR, WHERE MORE THAN ONE PROXY HAS BEEN DULY APPOINTED BY THE SAME SHAREHOLDER, ALL THE PROXIES APPOINTED BY THAT SHAREHOLDER TAKEN TOGETHER) SHALL HAVE ONE VOTE, SAVE THAT A PROXY SHALL HAVE ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF: (I) THE PROXY HAS BEEN DULY APPOINTED BY MORE THAN ONE PREFERRED ORDINARY SHAREHOLDER ENTITLED TO VOTE ON THE RESOLUTION; AND (II) THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF THOSE PREFERRED ORDINARY SHAREHOLDERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER OF THOSE PREFERRED ORDINARY SHAREHOLDERS TO VOTE AGAINST IT; ON A POLL EVERY PREFERRED ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY ONE OR MORE DULY APPOINTED PROXIES OR (BEING A COMPANY) BY A REPRESENTATIVE OR BY ONE OR MORE DULY APPOINTED PROXIES SHALL HAVE ONE VOTE FOR EVERY PREFERRED ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND ON A WRITTEN RESOLUTION EVERY PREFERRED ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY PREFERRED ORDINARY SHARE OF WHICH HE IS THE HOLDER. THE PREFERRED ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERRED	Number allotted	350526600
	ORDINARY	Aggregate nominal value:	35052660
	@ €0.10		
Currency:	EUR		

Prescribed particulars

AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED PARI PASSU AMONGST THE PREFERRED ORDINARY SHAREHOLDERS AND THE ORDINARY SHAREHOLDERS IN PROPORTION TO THE

NUMBER OF SUCH SHARES HELD BY THEM RESPECTIVELY (AS IF THE PREFERRED ORDINARY SHARES AND THE ORDINARY SHARES CONSTITUTED A SINGLE CLASS OF SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: - FIRST, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD BY THEM AN AMOUNT EQUAL TO THE PREFERRED RETURN LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - SECOND, IN PAYING TO THE PREFERRED ORDINARY SHAREHOLDERS PRO RATA AMONGST SUCH PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE FURTHER RETURN, LESS ANY AMOUNTS RECEIVED BY THEM UNDER ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION; - THIRD, IN PAYING TO THE ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH ORDINARY SHARE HELD; AND - FOURTH, IN DISTRIBUTING AMONGST THE ORDINARY SHAREHOLDERS THE BALANCE (IF ANY) IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. ON A VOTE: - THE PREFERRED ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL OR OTHER MEETINGS OF THE COMPANY AND SHALL BE ENTITLED TO RECEIVE COPIES OF ALL RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS BUT SHALL NOT BE ENTITLED TO VOTE AT ANY SUCH MEETING OR TO AGREE TO ANY PROPOSED WRITTEN RESOLUTION IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD BY THEM UNLESS THE BUSINESS OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPITAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE PREFERRED ORDINARY SHARES (IN WHICH CASE THE PREFERRED ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION); AND IN SUCH CIRCUMSTANCES: - ON A SHOW OF HANDS EVERY PREFERRED ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A COMPANY) IS PRESENT BY A REPRESENTATIVE SHALL HAVE ONE VOTE AND EVERY PROXY DULY APPOINTED BY ONE OR MORE PREFERRED ORDINARY SHAREHOLDERS (OR, WHERE MORE THAN ONE PROXY HAS BEEN DULY APPOINTED BY THE SAME SHAREHOLDER, ALL THE PROXIES APPOINTED BY THAT SHAREHOLDER TAKEN TOGETHER) SHALL HAVE ONE VOTE, SAVE THAT A PROXY SHALL HAVE ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF: (I) THE PROXY HAS BEEN DULY APPOINTED BY MORE THAN ONE PREFERRED ORDINARY SHAREHOLDER ENTITLED

TO VOTE ON THE RESOLUTION; AND (II) THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF THOSE PREFERRED ORDINARY SHAREHOLDERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER OF THOSE PREFERRED ORDINARY SHAREHOLDERS TO VOTE AGAINST IT; ON A POLL EVERY PREFERRED ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY ONE OR MORE DULY APPOINTED PROXIES OR (BEING A COMPANY) BY A REPRESENTATIVE OR BY ONE OR MORE DULY APPOINTED PROXIES SHALL HAVE ONE VOTE FOR EVERY PREFERRED ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND ON A WRITTEN RESOLUTION EVERY PREFERRED ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY PREFERRED ORDINARY SHARE OF WHICH HE IS THE HOLDER. THE PREFERRED ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	411532788
		Total aggregate nominal value:	37407599.574567
		Total aggregate amount unpaid:	0

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