



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **Payen Limited**

Company Number: **07427913**



Received for filing in Electronic Format on the: **10/06/2021**

XA6E2HMP

Company Name: **Payen Limited**

Company Number: **07427913**

Confirmation **05/06/2021**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>9207</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>9.207</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

1. EACH HOLDER OF AN A SHARE: (A) IS ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY; AND (B) WHO IS AN INDIVIDUAL (PRESENT IN PERSON OR BY PROXY) OR A CORPORATE ENTITY (PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY), HAS: (I) ON A SHOW OF HANDS, ONE VOTE: OR (II) ON A POLL, ONE VOTE FOR EACH SHARE HELD. 2. THE PROFITS AVAILABLE FOR DISTRIBUTION (INCLUDING RETAINED DISTRIBUTABLE PROFITS) SHALL BE APPLIED AS FOLLOWS: (A) FIRST, AN AMOUNT OF THE PROFITS AVAILABLE FOR DISTRIBUTION AS DETERMINED BY A UNANIMOUS VOTE OF THE BOARD SHALL BE DISTRIBUTED TO THE HOLDERS OF THE C SHARES AND D SHARES; (B) SECOND, ANY PROFITS THEN AVAILABLE FOR DISTRIBUTION (OR IF THE BOARD CANNOT AGREE ON AN AMOUNT TO BE DISTRIBUTED PURSUANT TO 2(A), ANY PROFITS AVAILABLE FOR DISTRIBUTION) SHALL BE DISTRIBUTED TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL B SHARES THEN IN ISSUE, UNTIL SUCH HOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE INVESTMENT AMOUNT IN AGGREGATE; (C) THIRD, ANY PROFITS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(A) AND 2(B) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (D) FOURTH, ANY PROFITS UP TO AN AGGREGATE AMOUNT OF £50,000,000 REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(C) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; AND (E) FIFTH, ANY REMAINING PROCEEDS FOLLOWING THE APPLICATION OF PARAGRAPH 2(D) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 3. UPON A WINDING-UP OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES OF SUCH WINDING-UP OR RETURN OF CAPITAL SHALL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE, £10,000,000, REDUCED BY ANY DIVIDENDS RECEIVED BY THE HOLDERS OF B

SHARES RELATING TO THE OPERATION OF PARAGRAPH 2 ABOVE (PROVIDED THAT THE RESULTING AMOUNT SHALL NEVER BE A NEGATIVE); (B) SECOND, ANY AMOUNTS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(A) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (C) THIRD, ANY AMOUNTS (UP TO AN AGGREGATE AMOUNT OF £50,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(B) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL OF SUCH SHARES THEN IN ISSUE; AND (D) FOURTH, ANY AMOUNTS REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(C) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 4. THE A SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	38907
	ORDINARY	Aggregate nominal value:	38.907
Currency:	GBP		
Prescribed particulars			

1. EACH HOLDER OF A B SHARE: (A) IS ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY; AND (B) WHO IS AN INDIVIDUAL (PRESENT IN PERSON OR BY PROXY) OR A CORPORATE ENTITY (PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY), HAS: (I) ON A SHOW OF HANDS, ONE VOTE: OR (II) ON A POLL, ONE VOTE FOR EACH SHARE HELD. 2. THE PROFITS AVAILABLE FOR DISTRIBUTION (INCLUDING RETAINED DISTRIBUTABLE PROFITS) SHALL BE APPLIED AS FOLLOWS: (A) FIRST, AN AMOUNT OF THE PROFITS AVAILABLE FOR DISTRIBUTION AS DETERMINED BY A UNANIMOUS VOTE OF THE BOARD SHALL BE DISTRIBUTED TO THE HOLDERS OF THE C SHARES AND D SHARES; (B) SECOND, ANY PROFITS THEN AVAILABLE FOR DISTRIBUTION (OR IF THE BOARD CANNOT AGREE ON AN AMOUNT TO BE DISTRIBUTED PURSUANT TO 2(A), ANY PROFITS AVAILABLE FOR DISTRIBUTION) SHALL BE DISTRIBUTED TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL B SHARES THEN IN ISSUE, UNTIL SUCH HOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE INVESTMENT AMOUNT IN AGGREGATE; (C) THIRD, ANY PROFITS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(A) AND 2(B) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (D) FOURTH, ANY PROFITS UP TO AN AGGREGATE AMOUNT OF £50,000,000 REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(C) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; AND (E) FIFTH, ANY REMAINING PROCEEDS FOLLOWING THE APPLICATION OF PARAGRAPH 2(D) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 3. UPON A WINDING-UP OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES OF SUCH WINDING-UP OR RETURN OF CAPITAL SHALL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE, £10,000,000, REDUCED BY ANY DIVIDENDS RECEIVED BY THE HOLDERS OF B

SHARES RELATING TO THE OPERATION OF PARAGRAPH 2 ABOVE (PROVIDED THAT THE RESULTING AMOUNT SHALL NEVER BE A NEGATIVE); (B) SECOND, ANY AMOUNTS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(A) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (C) THIRD, ANY AMOUNTS (UP TO AN AGGREGATE AMOUNT OF £50,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(B) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL OF SUCH SHARES THEN IN ISSUE; AND (D) FOURTH, ANY AMOUNTS REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 3(C) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 4. THE B SHARES ARE NOT REDEEMABLE.

Class of Shares:	C	Number allotted	66469
	ORDINARY	Aggregate nominal value:	66.469
Currency:	GBP		
Prescribed particulars			

1. EACH HOLDER OF AN C SHARE: (A) IS ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY; AND (B) WHO IS AN INDIVIDUAL (PRESENT IN PERSON OR BY PROXY) OR A CORPORATE ENTITY (PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY), HAS: (I) ON A SHOW OF HANDS, ONE VOTE: OR (II) ON A POLL, ONE VOTE FOR EACH SHARE HELD. 2. THE PROFITS AVAILABLE FOR DISTRIBUTION (INCLUDING RETAINED DISTRIBUTABLE PROFITS) SHALL BE APPLIED AS FOLLOWS: (A) FIRST, AN AMOUNT OF THE PROFITS AVAILABLE FOR DISTRIBUTION AS DETERMINED BY A UNANIMOUS VOTE OF THE BOARD SHALL BE DISTRIBUTED TO THE HOLDERS OF THE C SHARES AND D SHARES; (B) SECOND, ANY PROFITS THEN AVAILABLE FOR DISTRIBUTION (OR IF THE BOARD CANNOT AGREE ON AN AMOUNT TO BE DISTRIBUTED PURSUANT TO 2(A), ANY PROFITS AVAILABLE FOR DISTRIBUTION) SHALL BE DISTRIBUTED TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL B SHARES THEN IN ISSUE, UNTIL SUCH HOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE INVESTMENT AMOUNT IN AGGREGATE; (C) THIRD, ANY PROFITS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(A) AND 2(B) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (D) FOURTH, ANY PROFITS UP TO AN AGGREGATE AMOUNT OF £50,000,000 REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(C) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; AND (E) FIFTH, ANY REMAINING PROCEEDS FOLLOWING THE APPLICATION OF PARAGRAPH 2(D) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 3. UPON A WINDING-UP OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES OF SUCH WINDING-UP OR RETURN OF CAPITAL SHALL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE, £10,000,000, REDUCED BY ANY DIVIDENDS RECEIVED BY THE HOLDERS OF B

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Class of Shares:	D	Number allotted	16031
	ORDINARY	Aggregate nominal value:	16.031
Currency:	GBP		
Prescribed particulars			



1. EACH HOLDER OF AN D SHARE: (A) IS ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY; AND (B) WHO IS AN INDIVIDUAL (PRESENT IN PERSON OR BY PROXY) OR A CORPORATE ENTITY (PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY), HAS: (I) ON A SHOW OF HANDS, ONE VOTE: OR (II) ON A POLL, ONE VOTE FOR EACH SHARE HELD. 2. THE PROFITS AVAILABLE FOR DISTRIBUTION (INCLUDING RETAINED DISTRIBUTABLE PROFITS) SHALL BE APPLIED AS FOLLOWS: (A) FIRST, AN AMOUNT OF THE PROFITS AVAILABLE FOR DISTRIBUTION AS DETERMINED BY A UNANIMOUS VOTE OF THE BOARD SHALL BE DISTRIBUTED TO THE HOLDERS OF THE C SHARES AND D SHARES; (B) SECOND, ANY PROFITS THEN AVAILABLE FOR DISTRIBUTION (OR IF THE BOARD CANNOT AGREE ON AN AMOUNT TO BE DISTRIBUTED PURSUANT TO 2(A), ANY PROFITS AVAILABLE FOR DISTRIBUTION) SHALL BE DISTRIBUTED TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL B SHARES THEN IN ISSUE, UNTIL SUCH HOLDERS HAVE RECEIVED AN AMOUNT EQUAL TO THE INVESTMENT AMOUNT IN AGGREGATE; (C) THIRD, ANY PROFITS (UP TO AN AGGREGATE AMOUNT OF £40,000,000) REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(A) AND 2(B) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; (D) FOURTH, ANY PROFITS UP TO AN AGGREGATE AMOUNT OF £50,000,000 REMAINING AVAILABLE FOR DISTRIBUTION FOLLOWING THE APPLICATION OF PARAGRAPH 2(C) SHALL BE DISTRIBUTED AS FOLLOWS: (I) 16% TO THE HOLDERS OF B SHARES PRO RATA TO THE AMOUNT OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE; AND (II) 84% TO THE HOLDERS OF ORDINARY SHARES, A SHARES, C SHARES AND D SHARES PRO RATA TO THE AMOUNT OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE; AND (E) FIFTH, ANY REMAINING PROCEEDS FOLLOWING THE APPLICATION OF PARAGRAPH 2(D) SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES, C SHARES AND D SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD OUT OF THE TOTAL NUMBER OF SUCH SHARES THEN IN ISSUE. 3. UPON A WINDING-UP OF THE COMPANY, OR ANY OTHER RETURN OF CAPITAL, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES AND OF THE COSTS, CHARGES AND EXPENSES OF SUCH WINDING-UP OR RETURN OF CAPITAL SHALL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, TO THE HOLDERS OF B SHARES PRO RATA TO THE NUMBER OF B SHARES HELD OUT OF THE TOTAL NUMBER OF B SHARES THEN IN ISSUE, £10,000,000, REDUCED BY ANY DIVIDENDS RECEIVED BY THE HOLDERS OF B

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>130614</b>
		Total aggregate nominal value:	<b>130.614</b>
		Total aggregate amount	<b>0</b>
		unpaid:	

# Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1: **132 A ORDINARY shares held as at the date of this confirmation statement**

Name: **ANGELA ALMEIDA**

Shareholding 2: **6627 A ORDINARY shares held as at the date of this confirmation statement**

Name: **PETER ANTHONY BARNES**

Shareholding 3: **132 A ORDINARY shares held as at the date of this confirmation statement**

Name: **ANTHONY LLOYD**

Shareholding 4: **132 A ORDINARY shares held as at the date of this confirmation statement**

Name: **NEVILLE MCDERMOTT**

Shareholding 5: **198 A ORDINARY shares held as at the date of this confirmation statement**

Name: **STEPHEN PRICE**

Shareholding 6: **132 A ORDINARY shares held as at the date of this confirmation statement**

Name: **MARK PURVIS**

Shareholding 7: **198 A ORDINARY shares held as at the date of this confirmation statement**

Name: **SARAH-JAYNE VAN GREUNE**

Shareholding 8: **1656 A ORDINARY shares held as at the date of this confirmation statement**

Name: **JEFFERY WOOLGAR**

Shareholding 9: **38907 B ORDINARY shares held as at the date of this confirmation statement**

Name: **MAGENTA HOLDCO LIMITED**

Shareholding 10: **66469 C ORDINARY shares held as at the date of this confirmation statement**

Name: **ALEXANDER MACANGUS**

Shareholding 11: **3891 D ORDINARY shares held as at the date of this confirmation statement**

Name: **MAGENTA HOLDCO LIMITED**

Shareholding 12: **12140 D ORDINARY shares held as at the date of this confirmation statement**

Name: **RICHARD ANTONY RAUBITSCHEK-SMITH**

## **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