



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **Love Me Beauty Limited**

Company Number: **08234460**



Received for filing in Electronic Format on the: **06/10/2018**

X7FZQIWR

Company Name: **Love Me Beauty Limited**

Company Number: **08234460**

Confirmation **01/10/2018**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	100000
Currency:	GBP	Aggregate nominal value:	100

Prescribed particulars

THE A ORDINARY SHARES AND ORDINARY SHARES SHALL RANK EQUALLY IN ALL RESPECTS SAVE AS SET OUT BELOW 2. IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION/CAPITAL REDUCTION/OTHERWISE, THE LIQUIDATION SURPLUS SHALL BE DISTRIBUTED AS FOLLOWS: A. FIRST, EACH EQUITY SHAREHOLDER SHALL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF AN AMOUNT PER EQUITY SHARE EQUAL TO THE NOMINAL VALUE OF THAT EQUITY SHARE OR, IF THE LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH LIQUIDATION SURPLUS SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY EACH OF THEM, B. THEREAFTER IF THERE IS ANY REMAINING LIQUIDATION SURPLUS EACH EQUITY SHAREHOLDER SHALL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF AN AMOUNT PER EQUITY SHARE EQUAL TO THE INDIVIDUAL PREMIUM OR, IF THE REMAINING LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH REMAINING LIQUIDATION SURPLUS SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE AGGREGATE PREMIUM PAID IN RESPECT OF THE EQUITY SHARES HELD BY THEM, C. THEREAFTER IF THERE IS ANY REMAINING LIQUIDATION SURPLUS EACH EQUITY SHAREHOLDER WILL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF SUCH AMOUNT PER EQUITY SHARE (IF ANY) AS WILL ENSURE THAT AFTER PAYMENT PURSUANT TO PARAGRAPH 2(B) HAS BEEN MADE ALL EQUITY SHAREHOLDERS WILL HAVE RECEIVED (WHETHER PURSUANT TO THIS PARAGRAPH 2 OR OTHER DISTRIBUTION) THE MAXIMUM RETURN OR, IF THE REMAINING LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH REMAINING LIQUIDATION SURPLUS SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN SUCH PROPORTIONS AS TO ENSURE THAT AS FAR AS POSSIBLE ALL EQUITY SHAREHOLDERS WILL HAVE RECEIVED THE MAXIMUM RETURN AFTER PAYMENT HAS BEEN MADE PURSUANT TO PARAGRAPH 2(B), AND D. THEREAFTER ANY BALANCE SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY EACH OF THEM 3. IN THE EVENT OF AN ASSET SALE, THE COMPANY SHALL THEREUPON BE WOUND UP AND THE ASSETS AVAILABLE DISTRIBUTED IN ACCORDANCE WITH PARAGRAPH 2 4. IN THE EVENT OF A SALE WHERE THE EXIT VALUATION IS LOWER THAN OR EQUAL TO THE ISSUED PRICE PAID BY THE HOLDERS OF THE A SHARES, THE TOTAL OF ALL AND ANY CONSIDERATION RECEIVED (WHETHER

IN CASH OR OTHERWISE) IN RESPECT OF THE SHARES THAT ARE THE SUBJECT OF THE SALE SHALL BE RE-ALLOCATED BETWEEN THE SELLERS OF SUCH SHARES SO AS TO ENSURE THAT THE SALE PROCEEDS ARE DISTRIBUTED AS FOLLOWS: A. FIRST IN PAYING TO THE HOLDERS OF THE A SHARES ANY ARREARS B. SECOND IN PAYING TO THE HOLDERS OF THE A SHARES THE ISSUED PRICE PAID FOR THE A SHARES, AND C. THE BALANCE (IF ANY) OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES AND THE A SHARES PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE 5. IMMEDIATELY PRIOR TO AN IPO WHERE THE EXIT VALUATION IS LOWER THAN THE ISSUE PRICE PAID BY THE HOLDERS OF THE A SHARES, THE COMPANY SHALL (TO THE EXTENT THAT IT IS ABLE TO DO SO), BY WAY OF BONUS ISSUE, ALLOT TO EACH HOLDER OF A SHARES BY WAY OF CAPITALIZATION OF RESERVES SUCH NUMBER OF ORDINARY SHARES (DISREGARDING ANY FRACTION OF A SHARE) AS SHALL HAVE AN AGGREGATE PRICE PER SHARE AT WHICH SUCH ORDINARY SHARES IN THE COMPANY ARE TO BE OFFERED FOR SALE, PLACED OR OTHERWISE MARKETING PURSUANT TO THE IPO EQUAL TO THE ISSUE PRICE OF THE A SHARES HELD (TOGETHER WITH ANY ARREARS) 6. SAVE WITH THE CONSENT OF THE MERCIA FUND, THE COMPANY SHALL ENSURE THAT ANY AND ALL PREMIUM(S) PAID INTO THE SHARE PREMIUM ACCOUNT OF THE COMPANY IN RESPECT OF SHARES ALLOTTED AFTER THE DATE OF ADOPTION OF THE ARTICLES (10TH NOVEMBER 2014) SHALL BE PRESERVED IN ORDER TO ENABLE THE COMPANY TO SATISFY ITS OBLIGATIONS IN PARAGRAPH 5. IF THE COMPANY IS NOT LAWFULLY PERMITTED TO MAKE A BONUS ISSUE PURSUANT TO PARAGRAPH 5, IT SHALL OFFER THE HOLDERS OF THE A SHARES THE RIGHT TO SUBSCRIBE FOR THE NUMBER OF ORDINARY SHARES REFERRED TO IN PARAGRAPH 5 AT PAR.

Class of Shares:	A	Number allotted	64393
	ORDINARY	Aggregate nominal value:	64.393
Currency:	GBP		

Prescribed particulars

THE A ORDINARY SHARES AND ORDINARY SHARES SHALL RANK EQUALLY IN ALL RESPECTS SAVE AS SET OUT BELOW 2. IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION/CAPITAL REDUCTION/OTHERWISE, THE LIQUIDATION SURPLUS SHALL BE DISTRIBUTED AS FOLLOWS: A. FIRST, EACH EQUITY SHAREHOLDER SHALL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF AN AMOUNT PER EQUITY SHARE EQUAL TO THE NOMINAL VALUE OF THAT EQUITY SHARE OR, IF THE LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH LIQUIDATION SURPLUS

SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY EACH OF THEM, B. THEREAFTER IF THERE IS ANY REMAINING LIQUIDATION SURPLUS EACH EQUITY SHAREHOLDER SHALL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF AN AMOUNT PER EQUITY SHARE EQUAL TO THE INDIVIDUAL PREMIUM OR, IF THE REMAINING LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH REMAINING LIQUIDATION SURPLUS SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE AGGREGATE PREMIUM PAID IN RESPECT OF THE EQUITY SHARES HELD BY THEM, C. THEREAFTER IF THERE IS ANY REMAINING LIQUIDATION SURPLUS EACH EQUITY SHAREHOLDER WILL BE ENTITLED IN RESPECT OF THEIR EQUITY SHARES TO PAYMENT OF SUCH AMOUNT PER EQUITY SHARE (IF ANY) AS WILL ENSURE THAT AFTER PAYMENT PURSUANT TO PARAGRAPH 2(B) HAS BEEN MADE ALL EQUITY SHAREHOLDERS WILL HAVE RECEIVED (WHETHER PURSUANT TO THIS PARAGRAPH 2 OR OTHER DISTRIBUTION) THE MAXIMUM RETURN OR, IF THE REMAINING LIQUIDATION SURPLUS IS INSUFFICIENT THEN SUCH REMAINING LIQUIDATION SURPLUS SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN SUCH PROPORTIONS AS TO ENSURE THAT AS FAR AS POSSIBLE ALL EQUITY SHAREHOLDERS WILL HAVE RECEIVED THE MAXIMUM RETURN AFTER PAYMENT HAS BEEN MADE PURSUANT TO PARAGRAPH 2(B), AND D. THEREAFTER ANY BALANCE SHALL BE PAID TO THE EQUITY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF EQUITY SHARES HELD BY EACH OF THEM 3. IN THE EVENT OF AN ASSET SALE, THE COMPANY SHALL THEREUPON BE WOUND UP AND THE ASSETS AVAILABLE DISTRIBUTED IN ACCORDANCE WITH PARAGRAPH 2 4. IN THE EVENT OF A SALE WHERE THE EXIT VALUATION IS LOWER THAN OR EQUAL TO THE ISSUED PRICE PAID BY THE HOLDERS OF THE A SHARES, THE TOTAL OF ALL AND ANY CONSIDERATION RECEIVED (WHETHER IN CASH OR OTHERWISE) IN RESPECT OF THE SHARES THAT ARE THE SUBJECT OF THE SALE SHALL BE RE-ALLOCATED BETWEEN THE SELLERS OF SUCH SHARES SO AS TO ENSURE THAT THE SALE PROCEEDS ARE DISTRIBUTED AS FOLLOWS: A. FIRST IN PAYING TO THE HOLDERS OF THE A SHARES ANY ARREARS B. SECOND IN PAYING TO THE HOLDERS OF THE A SHARES THE ISSUED PRICE PAID FOR THE A SHARES, AND C. THE BALANCE (IF ANY) OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES AND THE A SHARES PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE 5. IMMEDIATELY PRIOR TO AN IPO WHERE THE EXIT VALUATION IS LOWER THAN THE ISSUE PRICE PAID BY THE HOLDERS OF THE A SHARES, THE COMPANY SHALL (TO THE EXTENT THAT IT IS ABLE TO DO SO), BY WAY OF BONUS ISSUE, ALLOT TO EACH HOLDER OF A SHARES BY WAY OF CAPITALIZATION OF RESERVES SUCH NUMBER OF ORDINARY SHARES (DISREGARDING ANY FRACTION OF A

SHARE) AS SHALL HAVE AN AGGREGATE PRICE PER SHARE AT WHICH SUCH ORDINARY SHARES IN THE COMPANY ARE TO BE OFFERED FOR SALE, PLACED OR OTHERWISE MARKETING PURSUANT TO THE IPO EQUAL TO THE ISSUE PRICE OF THE A SHARES HELD (TOGETHER WITH ANY ARREARS) 6. SAVE WITH THE CONSENT OF THE MERCIA FUND, THE COMPANY SHALL ENSURE THAT ANY AND ALL PREMIUM(S) PAID INTO THE SHARE PREMIUM ACCOUNT OF THE COMPANY IN RESPECT OF SHARES ALLOTTED AFTER THE DATE OF ADOPTION OF THE ARTICLES (10TH NOVEMBER 2014) SHALL BE PRESERVED IN ORDER TO ENABLE THE COMPANY TO SATISFY ITS OBLIGATIONS IN PARAGRAPH 5. IF THE COMPANY IS NOT LAWFULLY PERMITTED TO MAKE A BONUS ISSUE PURSUANT TO PARAGRAPH 5, IT SHALL OFFER THE HOLDERS OF THE A SHARES THE RIGHT TO SUBSCRIBE FOR THE NUMBER OF ORDINARY SHARES REFERRED TO IN PARAGRAPH 5 AT PAR.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	164393
		Total aggregate nominal value:	164.393
		Total aggregate amount unpaid:	0

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: **7118 A ORDINARY shares held as at the date of this confirmation statement**

Name: **VIKTOR BROCKZO**

Shareholding 2: **95000 ORDINARY shares held as at the date of this confirmation statement**

Name: **OLIVER NICHOLAS GAUCI**

Shareholding 3: **54025 A ORDINARY shares held as at the date of this confirmation statement**

Name: **OLIVER NICHOLAS GAUCI**

Shareholding 4: **1354 A ORDINARY shares held as at the date of this confirmation statement**

Name: **INNO SOFTWARE LTD**

Shareholding 5: **1354 A ORDINARY shares held as at the date of this confirmation statement**

Name: **JBHOLD LTD**

Shareholding 6: **5714 transferred on 2018-09-19**
0 A ORDINARY shares held as at the date of this confirmation statement

Name: **MERCIA DIGITAL NOMINEES LIMITED**

Shareholding 7: **25714 transferred on 2018-09-19**
0 A ORDINARY shares held as at the date of this confirmation statement

Name: **MERCIA GROWTH NOMINEES 3 LIMITED**

Shareholding 8: **22597 transferred on 2018-09-19**
0 A ORDINARY shares held as at the date of this confirmation statement

Name: **MERCIA GROWTH NOMINEES 4 LIMITED**

Shareholding 9: **542 A ORDINARY shares held as at the date of this confirmation statement**

Name: **CATHY PRESLAND**

Shareholding 10: **5000 ORDINARY shares held as at the date of this confirmation statement**

Name: **DANIEL ROSENBERG**

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