



Companies House

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

## Confirmation Statement

Company Name: **HOTELMAP.COM LIMITED**

Company Number: **08571751**



Received for filing in Electronic Format on the: **13/05/2022**

XB3WGNL6

Company Name: **HOTELMAP.COM LIMITED**

Company Number: **08571751**

Confirmation **11/05/2022**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>10309276</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>103.09276</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE A ORDINARY SHARES HAVE THE RIGHTS AS SET OUT BELOW, USING THE FOLLOWING DEFINITIONS: "A ORDINARY SHARES" MEANS THE A ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY FROM TIME TO TIME; "ACTING IN CONCERT" HAS THE MEANING GIVEN TO IT IN THE CITY CODE ON TAKEOVERS AND MERGERS PUBLISHED BY THE PANEL ON TAKEOVERS AND MERGERS (AS AMENDED FROM TIME TO TIME); "CONTROLLING INTEREST" MEANS AN INTEREST IN SHARES CONFERRING ON THE HOLDER OR HOLDERS CONTROL OF THE COMPANY WITHIN THE MEANING OF SECTION 1124 OF THE CORPORATION TAX ACT 2010; "ORDINARY SHARES" MEANS THE ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY FROM TIME TO TIME; "PROCEEDS OF SALE" MEANS THE CONSIDERATION PAYABLE (INCLUDING ANY DEFERRED CONSIDERATION) WHETHER IN CASH OR OTHERWISE TO THOSE SHAREHOLDERS SELLING SHARES UNDER A SHARE SALE; "SHARE SALE" MEANS THE SALE OF (OR THE GRANT OF A RIGHT TO ACQUIRE OR TO DISPOSE OF) ANY OF THE SHARES IN THE CAPITAL OF THE COMPANY (IN ONE TRANSACTION OR AS A SERIES OF TRANSACTIONS) WHICH WILL RESULT IN THE PURCHASER OF THOSE SHARES (OR GRANTEE OF THAT RIGHT) AND PERSONS ACTING IN CONCERT WITH HIM TOGETHER ACQUIRING A CONTROLLING INTEREST IN THE COMPANY, EXCEPT WHERE FOLLOWING COMPLETION OF THE SALE THE SHAREHOLDERS AND THE PROPORTION OF SHARES HELD BY EACH OF THEM ARE THE SAME AS THE SHAREHOLDERS AND THEIR SHAREHOLDINGS IN THE COMPANY IMMEDIATELY PRIOR TO THE SALE; AND "SUBSCRIPTION AMOUNT" MEANS A PRICE PER SHARE EQUAL TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) FOR SUCH SHARE. EXCEPT AS SET OUT BELOW, THE ORDINARY SHARES AND THE A ORDINARY SHARES SHALL RANK PARI PASSU IN ALL RESPECTS BUT SHALL CONSTITUTE SEPARATE CLASSES OF SHARES. RIGHTS AS TO VOTING, DIVIDENDS AND REDEMPTION THE ORDINARY SHARES AND THE A ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS AND ARE NOT REDEEMABLE. CAPITAL DISTRIBUTION RIGHTS 1.1 ON A SHARE SALE THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER OF PRIORITY (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): 1.1.1 IF, BASED ON A PARI PASSU DISTRIBUTION OF PROCEEDS OF SALE AMONG THE SHAREHOLDERS ON THE BASIS OF NUMBER OF SHARES HELD (AS IF ONE CLASS), EACH HOLDER OF ORDINARY SHARES WOULD RECEIVE AN AMOUNT PER ORDINARY SHARE HELD EQUAL TO OR GREATER THAN THE SUBSCRIPTION AMOUNT OF THAT ORDINARY SHARE, SUCH DISTRIBUTION SHALL BE MADE ON SUCH BASIS; 1.1.2 IF, BASED ON A DISTRIBUTION OF THE PROCEEDS OF SALE AS DESCRIBED IN PARAGRAPH 1.1.1, EACH HOLDER OF ORDINARY SHARES WOULD NOT RECEIVE AN AMOUNT PER ORDINARY

SHARE HELD EQUAL TO OR GREATER THAN THE SUBSCRIPTION AMOUNT OF THAT ORDINARY SHARE, THE PROCEEDS OF SALE SHALL BE APPLIED: (A) FIRST IN PAYING TO THE HOLDERS OF ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER ORDINARY SHARE HELD EQUAL TO THE SUBSCRIPTION AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT PROCEEDS OF SALE TO PAY THE AMOUNTS PER ORDINARY SHARE EQUAL TO THE SUBSCRIPTION AMOUNT, THE PROCEEDS OF SALE SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION AMOUNT OF THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES); AND (B) ANY BALANCE OF SUCH PROCEEDS OF SALE REMAINING SHALL BE DISTRIBUTED ON A PARI PASSU BASIS AMONG THE HOLDERS OF THE A ORDINARY SHARES IN RESPECT OF SUCH A ORDINARY SHARES.

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>3802035</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>38.02035</b>
Prescribed particulars			

THE ORDINARY SHARES HAVE THE RIGHTS AS SET OUT BELOW, USING THE FOLLOWING DEFINITIONS: "A ORDINARY SHARES" MEANS THE A ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY FROM TIME TO TIME; "ACTING IN CONCERT" HAS THE MEANING GIVEN TO IT IN THE CITY CODE ON TAKEOVERS AND MERGERS PUBLISHED BY THE PANEL ON TAKEOVERS AND MERGERS (AS AMENDED FROM TIME TO TIME); "CONTROLLING INTEREST" MEANS AN INTEREST IN SHARES CONFERRING ON THE HOLDER OR HOLDERS CONTROL OF THE COMPANY WITHIN THE MEANING OF SECTION 1124 OF THE CORPORATION TAX ACT 2010; "ORDINARY SHARES" MEANS THE ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY FROM TIME TO TIME; "PROCEEDS OF SALE" MEANS THE CONSIDERATION PAYABLE (INCLUDING ANY DEFERRED CONSIDERATION) WHETHER IN CASH OR OTHERWISE TO THOSE SHAREHOLDERS SELLING SHARES UNDER A SHARE SALE; "SHARE SALE" MEANS THE SALE OF (OR THE GRANT OF A RIGHT TO ACQUIRE OR TO DISPOSE OF) ANY OF THE SHARES IN THE CAPITAL OF THE COMPANY (IN ONE TRANSACTION OR AS A SERIES OF TRANSACTIONS) WHICH WILL RESULT IN THE PURCHASER OF THOSE SHARES (OR GRANTEE OF THAT RIGHT) AND PERSONS ACTING IN CONCERT WITH HIM TOGETHER ACQUIRING A CONTROLLING INTEREST IN THE COMPANY, EXCEPT WHERE FOLLOWING COMPLETION OF THE SALE THE SHAREHOLDERS AND THE PROPORTION OF SHARES HELD BY EACH OF THEM ARE THE SAME AS THE SHAREHOLDERS AND THEIR SHAREHOLDINGS IN THE COMPANY IMMEDIATELY PRIOR TO THE SALE; AND "SUBSCRIPTION AMOUNT" MEANS A PRICE PER SHARE EQUAL TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) FOR SUCH SHARE. EXCEPT AS SET OUT BELOW, THE ORDINARY SHARES AND THE A ORDINARY SHARES SHALL RANK PARI PASSU IN ALL RESPECTS BUT SHALL CONSTITUTE SEPARATE CLASSES OF SHARES. RIGHTS AS TO VOTING, DIVIDENDS AND REDEMPTION THE ORDINARY SHARES AND THE A ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS AND ARE NOT REDEEMABLE. CAPITAL DISTRIBUTION RIGHTS 1.1 ON A SHARE SALE THE PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER OF PRIORITY (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): 1.1.1 IF, BASED ON A PARI PASSU DISTRIBUTION OF PROCEEDS OF SALE AMONG THE SHAREHOLDERS ON THE BASIS OF NUMBER OF SHARES HELD (AS IF ONE CLASS), EACH HOLDER OF ORDINARY SHARES WOULD RECEIVE AN AMOUNT PER ORDINARY SHARE HELD EQUAL TO OR GREATER THAN THE SUBSCRIPTION AMOUNT OF THAT ORDINARY SHARE, SUCH DISTRIBUTION SHALL BE MADE ON SUCH BASIS; 1.1.2 IF, BASED ON A DISTRIBUTION OF THE PROCEEDS OF SALE AS DESCRIBED IN PARAGRAPH 1.1.1, EACH HOLDER OF ORDINARY SHARES WOULD NOT RECEIVE AN AMOUNT PER ORDINARY

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>14111311</b>
		Total aggregate nominal value:	<b>141.11311</b>
		Total aggregate amount	<b>0</b>
		unpaid:	

## **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