

RP04

Second filing of a document previously delivered



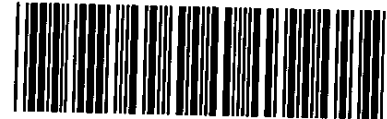
✓ What this form is for
You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for
You cannot use this form to second filing of a document under the Companies Act 1986 the Companies (Northern Ireland) Order 1986 regardless of whether it was previously delivered.

A second filing of a document cannot be filed where it is correcting information that was originally properly delivered. Form RP04 is used in these circumstances.

For further information, please



AC94JQXD

A18 03/08/2023 #59

COMPANIES HOUSE

AC803YPL

A06 18/07/2023 #8

COMPANIES HOUSE

1 Company details

Company number 0 8 6 6 1 5 4 2

Company name in full Propel Finance Group Holdings Limited

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Applicable documents

This form **only** applies to the following forms:

AP01 Appointment of director
AP02 Appointment of corporate director
AP03 Appointment of secretary
AP04 Appointment of corporate secretary

CH01 Change of director's details
CH02 Change of corporate director's details
CH03 Change of secretary's details
CH04 Change of corporate secretary's details

TM01 Termination of appointment of director
TM02 Termination of appointment of secretary

SH01 Return of allotment of shares

AR01 Annual Return

CS01 Confirmation statement (Parts 1-5 only)

PSC01 Notice of individual person with significant control (PSC)
PSC02 Notice of relevant legal entity (RLE) with significant control
PSC03 Notice of other registrable person (ORP) with significant control
PSC04 Change of details of individual person with significant control (PSC)
PSC05 Change of details of relevant legal entity (RLE) with significant control
PSC06 Change of details of other registrable person (ORP) with significant control
PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
PSC08 Notification of PSC statements
PSC09 Update to PSC statements

RP04

Second filing of a document previously delivered

3

Description of the original document

Document type ①

CS01 - Confirmation Statements

① Description of the original document

Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.

Date of registration of the original document

^d1 ^d9 ^m0 ^m7 ^y2 ^y0 ^y2 ^y2

4

Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

RP04

Second filing of a document previously delivered



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Company Secretary						
Company name	Blake Morgan LLP						
Address	New Kings Court						
	Tollgate						
	Chandler's Ford						
Post town	Eastleigh						
County/Region	Hampshire						
Postcode	S	O	5	3	2	L	G
Country	United Kingdom						
DX							
Telephone							



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'



Important information

Please note that all information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Section 243 or 790ZF exemption

If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

CS01- additional information page

Confirmation statement

Part 2

Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ **This part must be sent at the same time as your confirmation statement.**

✗ Not required for companies without share capital.

For further information, please refer to our guidance at www.gov.uk/companieshouse

You must complete both sections B1 and B2.

B1

Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
Use a statement of capital continuation page if necessary.

Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

Currency table A

GBP	See attached schedule			
Totals				

Currency table B

Totals				

Currency table C

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	17,520,082	£17,153,700.82	£0.00

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

CS01- continuation page

Confirmation statement

Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A Ordinary	313,266	£3,132.66	
GBP	B Ordinary	8,000	£80.00	
GBP	C Ordinary	3,066	£30.66	
GBP	D Ordinary	44,750	£447.50	
GBP	E Ordinary	1,000	£10.00	
GBP	Preference A Shares	17,150,000	£17,150,000.00	
Totals		17,520,082	£17,153,700.82	£0.00

CS01- additional information page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in **Section B1**.

Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Please use a prescribed particulars continuation page if necessary.

Class of share	A Ordinary
Prescribed particulars	See attached schedule
Class of share	B Ordinary
Prescribed particulars	a) Voting rights - holders of 'B' shares shall not be entitled to receive notice of or to attend any general meetings of the Company or to vote on any resolution thereat. b) Dividend rights - other than any profits resulting a Realisation as defined in articles, which are distributable to the 'B' Shareholders in accordance with the articles of association, the 'B' Shareholders shall not be entitled to any dividend or other distribution. c) Capital distribution rights - see articles. d) 'B' Shares are not redeemable.
Class of share	C Ordinary
Prescribed particulars	a) Voting rights - holders of 'C' Shares shall be entitled to receive notice of and to attend any general meetings of the Company but shall not be entitled to vote on any resolution thereat. b) Dividend rights - the profits shall be distributed amongst the 'A' Shareholders and the 'C' Shareholders in the proportion which the amount paid up or credited as paid up on the 'A' Shares bears to the amount paid up or credited as paid up on the 'C' Shares. c) Capital distribution rights - see articles. d) 'C' Shares are not redeemable.

CS01- continuation page

Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.

Class of share

A Ordinary

Prescribed particulars

1

A) Voting rights - each holder of A shares shall be entitled to one vote for each A share held.b) Dividend rights - the profits shall be distributed amongst the A shareholders and the C shareholders in the proportion which the amount paid up or credited as paid up on the A shares bears to the amount paid up or credited as paid up on the C shares.c) Capital distribution rights - in the event of a reduction or return of capital of the Company, or a buy back of Shares by the Company, after payment of the costs, charges and expenses of such reduction, return or buy back;1. Where the A shareholders, CS Capital partners IV LP (the Fund) and/or a Fund Associate and the C shareholders have received an aggregate amount of cash receipts equal to less than Return Target 1, any further sums up to Return Target 1 which the Company may determine to pay to Members in respect of such event shall be distributed amongst the A Shareholders and the C Shareholders in the proportion which the amount paid up or credited as paid up (including any premium paid) on the A shares (after deducting the number of A shares equal to the deemed step-down amount, if any, at such time) bears to the amount paid up or credited as paid up (including any premium paid) on the C Shares in each case at the time of such distribution.2. Where the A Shareholders, the Fund and/or a Fund Associate and the C Shareholders have received an aggregate amount of Cash Receipts equal to no less than Return Target 1, any further sums from and including Return target 1 up to Return Target 2 which the Company may determine to pay to Members in respect of such event shall be distributed as follows:a) the A Shareholders shall receive the A Shareholders' Return Target 1 Proportion of such further sums;b) the B Shareholders (who are not also A Shareholders, the fund or fund associate) shall receive the B Shareholders Return Target 1 proportion of such further sums; andc) the C Shareholders shall receive the C Shareholders' Return Target 1 Proportion of such further sums;3. Where the A Shareholders, the fund and/or a fund associate the B Shareholders (as applicable) and the C Shareholders have received an aggregate amount of Cash Receipts equal to no less than Return Target 2 any further sums from and including return target 2 which the Company may determine to pay to Members in respect of such event shall be distributed as follows:a) the A Shareholders shall receive the A Shareholders' Return Target 2 Proportion of such further sums;b) the B Shareholders (who are not also A Shareholders, the fund or a fund associate) shall

1 Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

A Ordinary (Continued)

Prescribed particulars
①

receive the 3 Shareholders' return Target 2 proportion of such further sums; and c) the c Shareholders shall receive the c Shareholders' Return Target 2 Proportion of such further sums.d) "A" shares are not redeemable.

① Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.

Class of share

D Ordinary

Prescribed particulars
①

a) Voting rights - each holder of 'D' Shares shall be entitled to one vote for each 'D' Share held. b) Dividend rights - the 'D' Shareholders shall not be entitled to any dividend or other distribution. c) Capital distribution rights - see articles. d) 'D' Shares are not redeemable.

① Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

E Ordinary

Prescribed particulars
①

a) Voting rights - holders of E shares shall not be entitled to receive notice of or to attend any general meetings of the Company or to vote on any resolutions thereat. b) Dividend rights - other than any profits resulting from a realisation which are distributable to the E Shareholders in accordance with Article 5, the E Shareholders shall not be entitled to any dividend or other distribution. c) Capital distribution rights - please see continuation pages d) E shares are not redeemable.

① Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- continuation page
Confirmation statement

B2	Prescribed particulars	① Prescribed particulars of rights attached to shares
Class of share	Preference A Shares	<p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
Prescribed particulars ①	<p>Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.</p> <p>Preference shares may only be issued with A shareholders consent. Holders of preference shares shall be entitled to receive notice of and attend any general meetings of the company but shall not be entitled to vote on any resolution thereat. The following provisions shall, subject to the provisions of the Companies Act, have effect with regard to the redemption of the preference shares:</p> <p>5.2.1 the company may (with the consent of the A shareholders) at any time redeem all or some of the preference shares then in issue pursuant to a Notice given in accordance with article 5.2.2 provided that the company shall not redeem any of the preference B shares while there remain in issue any preference A shares. 5.2.2 Notice of redemption of any shares to be redeemed pursuant to this article 5.2 shall be given by the company and must be in writing, identify the preference shares to be redeemed and name the place for payment of the redemption moneys and for delivery to the company of the certificate relating to such shares. 5.2.3 on the date for redemption of any preference shares the company shall redeem the preference shares to be redeemed on such date and the relevant preference shareholder shall deliver to the company at the place named by the company in the redemption notice or, in the case of a redemption notice of a preference shareholder, nominated by the company (and, if there is non, at the registered office of the company) the certificate (if any) for his/her preference shares. 5.2.4 there shall be paid on each preference share redeemed: (a) the amount paid up on such preference share (excluding any premium over its nominal value); (b) in the case of each preference A Share but not in the case of each preference B share a sum that provides for an 11% per annum return (compounding annually on 31 December) on the amount paid up on such preference A share (excluding any premium over it's nominal value), accruing daily on the basis of a 365 day year. 5.2.5 the company shall be authorised to make a payment in respect of the redemption or purchase of any of its own shares otherwise than out of distributable profits of the company or the proceeds of a fresh issue of shares to the extent permitted by law. 5.2.6 all references to payments in this article 5.2 are inclusive of any associated tax credit. In the event of a reduction or return of capital of the company, or a buy back of shares by the company, after payment of the costs, charges and expenses of such reduction, return or buy back, the proceeds of such reduction or return of capital of the company, or buy back of shares by the company</p>	

CS01- continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

Preference A Shares (Continued)

Prescribed particulars
1

are to be applied: (i) in redeeming the preference A shares in accordance with Article 5.2 (ii) in redeeming the preference B shares in accordance with Article 5.2 and (iii) in accordance with Articles 5.3.2 to 5.3.6.

1 Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- additional information page

Confirmation statement

Part 4

Shareholder information change

Only use this Part to tell us of a change to shareholder information since the company last delivered this information.

☒ If completed this Part must be sent at the same time as your confirmation statement.

☒ Not required for companies without share capital or DTR5 companies.

For further information, please refer to our guidance at www.gov.uk/companieshouse

D1

Shareholder information for a non-traded company

How is the list of shareholders enclosed. Please tick the appropriate box below:

☒ The list of shareholders is enclosed on paper.

☐ The list of shareholders is enclosed in another format.

Further shareholders

Please use a Shareholder information (for a non-traded company) continuation page if necessary.

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Cabot Square Capital Nominee Limited	A Ordinary	313,266		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

CS01- continuation page

Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Michelle Anderson	B Ordinary	80		/ /
Faye Armitage	B Ordinary	480		/ /
Ben Bennet	B Ordinary	80		/ /
Cabot Square Capital Nominee Limited	B Ordinary	800		/ /
Mark Catton	B Ordinary	1,200		/ /
Mike Dodd	B Ordinary	160		/ /
Gavin Dowding	B Ordinary	400		/ /
Nicola Evans	B Ordinary	160		/ /
Oliver Greenslade	B Ordinary	160		/ /
Carey Hansford	B Ordinary	240		/ /
Magda Hayman	B Ordinary	80		/ /
Matthew Jones	B Ordinary	240		/ /

CS01- continuation page

Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Jon Maycock	B Ordinary	640		/ /
Mark Mountford	B Ordinary	80		/ /
Vikki Murphy	B Ordinary	80		/ /
Catrin Nation	B Ordinary	240		/ /
Alex Pooley	B Ordinary	640		/ /
Matthew Price	B Ordinary	160		/ /
Daniel Proctor	B Ordinary	0	320	10 / 02 / 2022
Melissa Rees	B Ordinary	240		/ /
William Rhodes	B Ordinary	160		/ /
Chris Rich	B Ordinary	80		/ /
Mark Tweed	B Ordinary	960		/ /
Anne Williams	B Ordinary	640		/ /

CS01- continuation page

Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Mark Catton	C Ordinary	2,334		/ /
Matthew Jones	C Ordinary	666		/ /
Mark Tweed	C Ordinary	66		/ /
				/ /
				/ /
				/ /
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				/ /

CS01- continuation page
Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Cabot Square Capital Nominee Limited	D Ordinary	8,575		/ /
Mark Catton	D Ordinary	9,325		/ /
Jon Maycock	D Ordinary	8,950		/ /
Mark Tweed	D Ordinary	8,950		/ /
Anne Williams	D Ordinary	8,950		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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				/ /
				/ /

CS01- continuation page

Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Mark Catton	E Ordinary	1,000		/ /
				/ /
				/ /
				/ /
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CS01- continuation page

Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Cabot Square Capital GP IV SC 2 LLP	Preference A Shares	17,150,000		/ /
				/ /
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