

CS01

Confirmation statement



Go online to file this information
www.gov.uk/companieshouse

A fee may be payable with this form
Please see 'How to pay' on the last page.

☒ **What this form is for**
You may use this form to confirm that the company has filed up to date. You must file a confirmation statement at least once every year.

☐ **What this form is for**
You cannot use this form to confirm changes to the company's details of changes to the company's people with significant control (PSC), registered office or single alternative inspection address (SAIL) information.

MONDAY



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SPE 16/12/2019 #33
COMPANIES HOUSE

base
use

Before you start

You can check your company details for free on our online service:

<https://beta.companieshouse.gov.uk>

Change to your company information

If you need to make any changes to:

- **Part 1** Principal business activities or standard industrial classification (SIC)
- **Part 2** Statement of capital
- **Part 3** Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- **Part 4** Shareholder information

Use the additional parts of this form to do this.

Other changes

If you need to make any changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments
- information about people with significant control

You must do this separately before or at the same time as this confirmation statement.

1 Company details

Company number 08815103

Company name in full Hibu Midco Limited

→ Filling in this form

Please complete in typescript or in bold black capitals.

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within 14 days of this date. Please check your company records for the date of your confirmation period.

Confirmation date 1 d1 d3 m1 m2 y2 y0 y1 y9

1 Check when your confirmation statement is due

To check your confirmation statement date:
<https://beta.companieshouse.gov.uk>

You can make a statement at any time during the confirmation period. This will change your next confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation period ending on the confirmation date above either has been delivered or is being delivered with this statement.

Signature

Signature

X X

This form may be signed by:

Director 2, **Secretary**, **Person authorised** 3, **Charity commission receiver and manager**, **CIC manager**, **Judicial factor**.

2 Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

3 Person authorised

Under either section 270 or 274 of the Companies Act 2006.

**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 name

Group Secretariat HIBU

Address

3 Forbury Place

Forbury Road

Post town

Reading

County/Region

Postcode

R

G

1

3

Y

L

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 have checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate.

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House.'

**Important information**

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.

**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

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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	Class A Shares	1,137,165,729	£11.37165729	
GBP	Class B Shares	800	£0.000008	
Totals		1,137,166,529	£11.37166529	£0.00

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
1,137,166,529	£11.37166529	£0.00

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

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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**.

Class of share

Class A Shares

Prescribed particulars

Each share carries the right to one vote on a poll. The right to vote is determined by reference to the register of members. All dividends shall be declared and paid according to the amounts paid up on the shares. The shares do not carry any rights as respect to capital to participate in a distribution (including on winding up) other than those that exist as a matter of law. The shares are not redeemable.

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.

Please use a prescribed particulars continuation page if necessary.

Class of share

Class B Shares

Prescribed particulars

See attached schedule

Class of share

Prescribed particulars

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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

Class B Shares

Prescribed particulars
①

(A)VOTING: the shares shall have no voting rights other than in the case of a variation or abrogation of the rights attaching to the shares. (B)DIVIDENDS: Each share shall have the right to a dividend amount equivalent to 0.01% of any dividends paid by the company's parent, Hibu Group Limited ("TOPCO"), to its shareholders (such dividend amount to be paid out on vested Class B Shares and, in the case of unvested Class B Shares, to accumulate on account and to be paid out on the vesting of such shares), such dividend amounts to be adjusted to reflect adjustments to the equity of Topco. (C)CAPITAL: Prior to the date on which Topco has returned £66,500,000 (adjusted) to its shareholders (the "hurdle repayment date"), no rights to capital other than to receive the nominal value of the shares. On and after the hurdle repayment date, in respect of the return to shareholders of the capital (except on liquidation of the Company or to finance expenses of Topco, a repurchase of any equity by Topco or capital reduction in relation to Topco (other than in relation to the liquidation, dissolution or winding-up of Topco)), the right to receive 0.01% of capital per share, such capital amount to be adjusted to reflect adjustments to the equity of Topco. On and after the hurdle repayment date, in respect of the return to shareholders of the capital on liquidation of the Company, the right to receive the greater of: (i) the nominal value of the shares; or (ii) 0.01% of the capital of the company minus an amount equal to any liabilities of Topco per share, such capital amount to be adjusted to reflect adjustments to the equity of Topco. (D)REDEMPTION: The Class B Shares have no rights of redemption.

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.

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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 o

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.

➊ 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
Hibu Group Limited	Class A Shares	1,137,165,729		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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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
David John Lane Freer Anderson	Class B Shares	60		/ /
Atish Banerjea	Class B Shares	60		/ /
Robert Kenneth Hall	Class B Shares	70		/ /
Richard John Hanscott	Class B Shares	0	100	23 / 05 / 2019
Kevin Jasper	Class B Shares	100		/ /
Alfred Thomas Mockett	Class B Shares	90		/ /
Christopher Stewart Ripley	Class B Shares	60		/ /
Parminder Singh Sandhu	Class B Shares	60		/ /
David William Henry Sharman	Class B Shares	225		/ /
Christian Henry Wells	Class B Shares	75		/ /
				/ /
				/ /