

CS01

Confirmation statement



Receipt no: 010220969/40



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 NOT for
You cannot use this form
of changes to the company
people with significant control
(PSC), registered office address
or single alternative inspection
address (SAIL) information.



L02 18/10/2019 #86
COMPANIES HOUSE

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 0 9 3 0 6 1 4 7

Company name in full STACKHOUSE POLAND GROUP 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 0 4 1 0 2 0 1 9

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 *John C. Deel* X

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.

This form may be signed by:

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

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**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 ELAINE HURLEY

Company name GALLAGHER

Address THE WALBROOK BUILDING

25 WALBROOK

Post town LONDON

County/Region

Postcode E C 4 N 8 A W

Country UK

DX

Telephone 020 3425 3125

**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 1

Standard industrial classification (SIC) code change

Only use this part to tell us of any changes to your standard industrial classification codes during this confirmation period.

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

✗ Do not send this part if none of
your SIC codes have changed.

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

Standard industrial classification (SIC)
To check your current SIC code(s):
<https://beta.companieshouse.gov.uk>

A1

New standard industrial classification code ^①

Please show any new SIC codes.

Classification code 1	6	6	2	2	0
Classification code 2					
Classification code 3					
Classification code 4					

If you cannot determine a code, please give a brief description of the
company's business activity below:

Principal activity
description

① Standard industrial classification
Provide a trade classification code
(SIC code 2007) or a description of
your company's main business in
this section.

A full list of the trade classification
codes are available on our website:
www.gov.uk/companieshouse

A2

Removal of standard industrial classification

Please show any SIC codes which no longer apply.

Classification code 1					
Classification code 2					
Classification code 3					
Classification code 4					

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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	A ORDINARY	147,030	1,470.30	
	B ORDINARY	150,000	1,500.00	
	C ORDINARY	5,931	59.31	
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
	315,829	3,042.365113	0

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

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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	D ORDINARY	12,755	12.755	
GBP	E ORDINARY	112	0.0000112	
GBP	F ORDINARY	1	0.0000001	
Totals		315,829	3,042:365113	0

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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 .	<p>Prescribed particulars of rights attached to shares 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> <p>Please use a prescribed particulars continuation page if necessary.</p>
Class of share	A ORDINARY	
Prescribed particulars	<p>The holders of A ordinary shares shall:</p> <ul style="list-style-type: none"> (a) be entitled to vote at a general meeting and any separate class meeting for the A ordinary shares; (b) on a written resolution have one vote in respect of each A ordinary share held by them; (c) on a show of hands be entitled to one vote each; and (d) on a poll have one vote in respect of each A ordinary share held by them. <p>If circumstances arise or are subsisting at any time which:</p> <ul style="list-style-type: none"> (a) at that time would give rise to an event of default by the company or any of its subsidiaries or subsidiary undertakings ("Group"), and such breach is not capable of remedy, or is capable of remedy but is not remedied by any member of the Group to the satisfaction of the 	
Class of share	A ORDINARY - continued	
Prescribed particulars	<p>bank or waived by the bank within 5 days of such circumstance arising ; or</p> <p>(b) in the reasonable opinion of the lead investor (with investor approval) will, or is reasonably likely to result in an event of default occurring at any time within twelve months of the circumstance arising or subsisting, then the lead investor can serve notice that the votes attached to the A ordinary shares are enhanced to entitle the A ordinary shareholders to exercise on a poll or in respect of any written resolution twenty times the total number of votes attached to all shares of any other class in issue on any resolution at any general meeting. Such enhanced rights shall cease to apply once any relevant breach of circumstances in remedied to the reasonable satisfaction of the lead investor.</p>	
Class of share	A ORDINARY - continued	
Prescribed particulars	<p>Any dividend declared shall be distributed pari passu amongst the holders of the A ordinary shares, B ordinary shares, C ordinary shares and D ordinary shares as if they were shares of the same class.</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows:</p> <ul style="list-style-type: none"> (a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as 	

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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 .	Prescribed particulars of rights attached to shares
Class of share	A ORDINARY - continued	
Prescribed particulars ①	<p>folllows:</p> <p>A x B where A= the amount of the Share Proceeds (as defined in the articles), B= C/D, C= the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, D= the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up. (b) Second, if the amount of the Share Proceeds (as defined in the articles) exceeds the Equity Value Hurdle (as defined in the articles), then there shall be paid to the holder(s) of the E ordinary shares out of the Share Proceeds an amount in aggregate calculated as follows: (A-B) x 0.028 where A= the amount of the Share Proceeds, B= the Equity Value Hurdle, such amount to be distributed amongst the holders of the E ordinary shares in proportion to the number of E ordinary shares held by each such member. (c) Third, if both: (i) MPI EBITDA exceeds the MPI EDBITDA Hurdle (as defined in the articles); and (ii) the MPI Valuation (as defined in the articles) exceeds the MPI Valuation Hurdle (as defined in the articles), then there shall be paid to the holders of the F ordinary shares out of the Share Proceeds an amount in aggregate equal to: - the F Share Proceeds (as defined in the articles) x0.25, where the sale or winding up takes place on or prior to 6 May 2019, or - the F Share Proceeds x0.75 where the sale or winding up takes place after 6 May 2019 but on or prior to 6 November 2020, or - the entire F Share Proceeds, where the sale or winding up takes place after 6 November 2020, such amount to be distributed amongst the holders of the F ordinary shares in proportion to the number of F ordinary shares held by each such member, such amount to be distributed amongst the holders of the F ordinary shares in proportion to the number of F ordinary shares held.</p> <p>(d) Fourth, to the holders of the A ordinary and B ordinary shares (pro rata between such holders to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights) the remaining balance of the share proceeds.</p> <p>A ordinary shares are not redeemable.</p>	<p>The particulars are:</p> <ol style="list-style-type: none"> 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. <p>A separate table must be used for each class of share.</p>

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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	B ordinary	
Prescribed particulars ①	<p>The holders of B ordinary shares shall:</p> <p>(a) be entitled to vote at a general meeting and any separate class meeting for the B ordinary shares;</p> <p>(b) on a written resolution have one vote in respect of each B ordinary share held by them;</p> <p>(c) on a show of hands be entitled to one vote each; and</p> <p>(d) on a poll have one vote in respect of each B ordinary share held by them.</p> <p>Any dividend declared shall be distributed pari passu amongst the holders of the A ordinary shares, B ordinary shares, C ordinary shares and D ordinary shares as if they were shares of the same class.</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows:</p> <p>(a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as follows:</p> <p>A x B where A= the amount of the Share Proceeds (as defined in the articles), B= C/D, C= the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, D= the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up. (b) Second, if the amount of the Share Proceeds (as defined in the articles) exceeds the Equity Value Hurdle (as defined in the articles), then there shall be paid to the holder(s) of the E ordinary shares out of the Share Proceeds an amount in aggregate calculated as follows: (A-B) x 0.028 where A= the amount of the Share Proceeds, B= the Equity Value Hurdle, such amount to be distributed amongst the holders of the E ordinary shares in proportion to the number of E ordinary shares held by each such member. (c) Third, if both: (i) MPI EBITDA exceeds the MPI EDBITDA Hurdle (as defined in the articles); and (ii) the MPI Valuation (as defined in the articles) exceeds the MPI Valuation Hurdle (as defined in the articles), then there shall be paid to the holders of the F ordinary shares out of the Share Proceeds an amount in aggregate equal to: - the F Share Proceeds (as defined in the articles) x0.25, where the sale or winding up takes place on or prior to 6 May 2019, or - the F Share Proceeds x0.75 where the sale or winding up takes place after 6 May 2019 but on or prior to 6 November 2020, or</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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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

B ORDINARY - continued

Prescribed particulars
1

the entire F Share Proceeds, where the sale or winding up takes place after 6 November 2020, such amount to be distributed amongst the holders of the F ordinary shares in proportion to the number of F ordinary shares held by each such member, such amount to be distributed amongst the holders of the F ordinary shares in proportion to the number of F ordinary shares held.
(d) Fourth, to the holders of the A ordinary and B ordinary shares (pro rata between such holders to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights) the remaining balance of the share proceeds.

B ordinary 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.

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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	C ORDINARY
Prescribed particulars ❶	<p>C ordinary shares do not entitle their holders to vote at any general meeting or to exercise voting rights in respect of any written resolution.</p> <p>Any dividend declared shall be distributed pari passu amongst the holders of the A ordinary shares, B ordinary shares, C ordinary shares and D ordinary shares as if they were shares of the same class.</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows: (a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as follows: $A \times B$ where $A =$ the amount of the Share Proceeds (as defined in the articles), $B = C/D$, $C =$ the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, $D =$ the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up.</p> <p>C ordinary shares are not redeemable.</p>

❶ 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.

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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 .	❶ Prescribed particulars of rights attached to shares
Class of share	D ORDINARY	The particulars are:
Prescribed particulars ❶	<p>D ordinary shares do not entitle their holders to vote at any general meeting or to exercise voting rights in respect of any written resolution.</p> <p>Any dividend declared shall be distributed pari passu amongst the holders of the A ordinary shares, B ordinary shares, C ordinary shares and D ordinary shares as if they were shares of the same class.</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows: (a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as follows: $A \times B$ where $A =$ the amount of the Share Proceeds (as defined in the articles), $B = C/D$, $C =$ the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, $D =$ the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up.</p> <p>D ordinary shares are not redeemable.</p>	<p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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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.	<p>● Prescribed particulars of rights attached to shares</p> <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>
Class of share	E ORDINARY	
Prescribed particulars ●	<p>E ordinary shares do not entitle their holders to vote at any general meeting or to exercise voting rights in respect of any written resolution. E ordinary shares carry no right to receive income distributions (in cash or in specie).</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows: (a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as follows: $A \times B$ where $A =$ the amount of the Share Proceeds (as defined in the articles), $B = C/D$, $C =$ the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, $D =$ the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up.</p> <p>(b) Second, if the amount of the Share Proceeds (as defined in the articles) exceeds the Equity Value Hurdle (as defined in the articles), then there shall be paid to the holder(s) of the E ordinary shares out of the Share Proceeds an amount in aggregate calculated as follows: $(A-B) \times 0.028$ where $A =$ the amount of the Share Proceeds, $B =$ the Equity Value Hurdle, such amount to be distributed amongst the holders of the E ordinary shares in proportion to the number of E ordinary shares held by each such member.</p> <p>E ordinary shares are not redeemable.</p>	

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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 .	Prescribed particulars of rights attached to shares
Class of share	F ORDINARY	The particulars are:
Prescribed particulars 1	<p>F ordinary shares do not entitle their holders to vote at any general meeting or to exercise voting rights in respect of any written resolution. F ordinary shares carry no right to receive income distributions (in cash or in specie).</p> <p>On a return of capital whether on liquidation or capital reduction or otherwise including on a winding up (other than a purchase of shares made in accordance with the company's articles of association) the surplus assets of the company remaining after the payment of its liabilities shall be paid out to the members as follows: (a) First to the holders of the C ordinary and D ordinary shares (in each case pro rata as between such holder to their respective holdings of the relevant classes as if such shares constituted a single class and ignoring any different nominal values or rights attached to such shares) an amount in aggregate calculated as follows: $A \times B$ where $A =$ the amount of the Share Proceeds (as defined in the articles), $B = C/D$, $C =$ the aggregate number of C ordinary and D ordinary shares in issue at the date of the sale or winding up, $D =$ the aggregate number of Equity Shares (as defined in the articles) in issue at the date of the sale or winding up.</p> <p>(b) Second, if the amount of the Share Proceeds (as defined in the articles) exceeds the Equity Value Hurdle (as defined in the articles), then there shall be paid to the holder(s) of the E ordinary shares out of the Share Proceeds an amount in aggregate calculated as follows: $(A-B) \times 0.028$ where $A =$ the amount of the Share Proceeds, $B =$ the Equity Value Hurdle, such amount to be distributed amongst the holders of the E ordinary shares in proportion to the number of E ordinary shares held by each such member.</p> <p>(c) Third, if both:</p> <p>(i) MPI EBITDA exceeds the MPI EDBITDA Hurdle (as defined in the articles); and (ii) the MPI Valuation (as defined in the articles) exceeds the MPI Valuation Hurdle (as defined in the articles), then there shall be paid to the holders of the F ordinary shares out of the Share Proceeds an amount in the aggregate to: - the F Share Proceeds (as defined in the articles) $\times 0.25$, where the sale or winding up takes place on or prior to 6 May 2019, or - the F Share Proceeds $\times 0.75$ where the sale or winding up takes place after 6 May 2019 but on or prior to 6 November 2020, or - the entire F Share Proceeds, where the sale or winding up takes place after 6 November 2020, such amount to be distributed amongst the holders of the F ordinary shares in proportion to the number of F ordinary shares held. F ordinary shares are not redeemable.</p>	<p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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Part 3

Trading status of shares and exemption from keeping a register of people with significant control (PSC)

Use this Part to tell us of the trading status of shares and information about exemption from keeping a PSC register (if this is the first time you're giving this information or if any of this information has changed since you last gave it).

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

✗ Do not send if none of this
information has changed.

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

C1

Company's shares admitted to trading on a market ^①

Were any shares admitted to trading on a market during the confirmation period? Please tick the appropriate box below:

- ☒ No go to Part 4 section D1 'Non traded shareholders'
- ☐ Yes go to Section C2 'DTR5'

^① A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognised investment exchanges and regulated markets can be found at: www.fsa.gov.uk/register/exchanges.

C2

Exemption from providing shareholder information (DTR5) ^②

Throughout the confirmation period, was the company a traded company and an issuer to which DTR5 applies? Please tick the appropriate box below:

- ☐ Yes go to Section C3
- ☐ No go to Section C3

^② Please review and complete this section if you have answered 'Yes' to section C1 'Company's shares admitted to trading on a market'.

DTR5

DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Conduct Authority.

C3

Exemption from keeping a people with significant control (PSC) register ^③

Is the company exempt or has it ever been exempt from keeping a PSC register:

- Yes continue (Tick only one box).
- No go to Part 4 section D2 'Shareholder information for certain traded companies'.

Please tick the appropriate statement:

- ☐ The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a regulated market in the United Kingdom.
- ☐ The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a regulated market in an EEA State other than the United Kingdom.
- ☐ The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a market listed in Schedule 1 of the Register of People with Significant Control Regulations 2016.
- ☐ The exemption from keeping a PSC register (Part 21A) no longer applies. ^④

Please review and complete (if necessary) this section if you have answered 'No' to section C2 'DTR5'.

^③ Exemption from keeping a PSC register
In accordance with Part 21A of the Companies Act 2006.

^④ Exemption from keeping a PSC register no longer applies.
If you need to provide PSC information complete and return the appropriate forms.

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
SYNOVA CAPITAL GENERAL	ORDINARY A		146042	05/04/2019
PARTNER 4 LTD				
JAMIE STEIN	ORDINARY A		988	05/04/2019
JEREMY CARY	ORDINARY B		39405	05/04/2019
JAMES AGNEW	ORDINARY B		28195	05/04/2019
TIM JOHNSON	ORDINARY B		25000	05/04/2019
JAINE CARY	ORDINARY B		16200	05/04/2019
PHILIPPA AGNEW	ORDINARY B		16200	05/04/2019

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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
DEVIKA DELVANE CAMPBELL-JOHNSON	B ORDINARY		25000	05/04/2019
MARK SHAND	C ORDINARY		2307	05/04/2019
CHARLES HURST	C ORDINARY		2108	05/04/2019
PETER ROBINSON	C ORDINARY		1516	05/04/2019
DARREN HUMPHRAY	D ORDINARY		2551	05/04/2019
ANDREW CUNIS	D ORDINARY		2551	05/04/2019
IAIN JAMIESON	D ORDINARY		1913	05/04/2019
STEVE SMITH	D ORDINARY		1913	05/04/2019
OLIVER THORNE	D ORDINARY		2551	05/04/2019
MARCIA JACKSON	D ORDINARY		638	05/04/2019
GEOFF KEIG	D ORDINARY		638	05/04/2019
STEVEN RISK	E ORDINARY		12	05/04/2019

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
SEAN TRENT	E ORDINARY		4	05/04/2019
RICHARD BOWDIDGE	E ORDINARY		4	05/04/2019
PAUL WINTERBOTTOM	E ORDINARY		12	05/04/2019
NEIL MANWARING	E ORDINARY		4	05/04/2019
MARCIA JACKSON	E ORDINARY		4	05/04/2019
KIM GODDARD	E ORDINARY		4	05/04/2019
JONATHAN PHILLIPS	E ORDINARY		12	05/04/2019
JON COCKAYNE	E ORDINARY		12	05/04/2019
DAVID CHENNEL	E ORDINARY		8	05/04/2019
DAVID WRATHALL	E ORDINARY		12	05/04/2019
HUGO MERISON	E ORDINARY		12	05/04/2019
HANNAH FRY	E ORDINARY		8	05/04/2019

CS01- continuation page
Confirmation statement

D2

Shareholder information for certain traded companies (not DTR5)

Give details of any change to the information (since you last gave it) about people who held at least 5% of the issued shares of any class at the end of the confirmation period.

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

Shares held at confirmation date

Shareholder's name	Shareholder's address	Class of share	Number of shares

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
GALLAGHER HOLDINGS (UK) LIMITED	F ORDINARY	1		
GALLAGHER HOLDINGS (UK) LIMITED	E ORDINARY	112		
GALLAGHER HOLDINGS (UK) LIMITED	D ORDINARY	12755		
GALLAGHER HOLDINGS (UK) LIMITED	C ORDINARY	5931		
GALLAGHER HOLDINGS (UK) LIMITED	B ORDINARY	150000		
GALLAGHER HOLDINGS (UK) LIMITED	A ORDINARY	147030		

CS01- continuation page
Confirmation statement

D2

Shareholder information for certain traded companies (not DTR5)

Give details of any change to the information (since you last gave it) about people who held at least 5% of the issued shares of any class at the end of the confirmation period.

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

		Shares held at confirmation date	
Shareholder's name	Shareholder's address	Class of share	Number of shares