



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **MANCHESTER 101 PS LTD**

Company Number: **09889675**



Received for filing in Electronic Format on the: **20/02/2018**

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Company Name: **MANCHESTER 101 PS LTD**

Company Number: **09889675**

Confirmation **25/11/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	B1	Number allotted	1
Currency:	GBP	Aggregate nominal value:	1

Prescribed particulars

VOTING ONE VOTE PER B1 SHARE ON ALL MATTERS RELATING TO THE B1 SHARE.

DISTRIBUTIONS OF AVAILABLE CASH WHERE THE COMPANY MAKES A DISTRIBUTION OF AVAILABLE CASH, DISTRIBUTIONS IN RESPECT OF THE B1 SHARE, ON THE FIRST TO OCCUR OF A REFINANCING EVENT OR A FINAL DISTRIBUTION EVENT, FOLLOWING THE ORDINARY SHAREHOLDERS HAVING RECEIVED SUCH DISTRIBUTIONS (INCLUDING ANY PREVIOUS DISTRIBUTIONS) SO AS TO ALLOW THEM TO ACHIEVE, AT THE TIME OF THE REFINANCING EVENT OR FINAL DISTRIBUTION EVENT (OR EARLIER IF THE CASE MAY BE), THE HURDLE, AN AMOUNT EQUAL TO 15 % OF ALL AVAILABLE CASH AT THE DATE OF THE DISTRIBUTION. DEFINITIONS AVAILABLE CASH - CASH PAID TO OR IN THE POSSESSION OF, THE COMPANY FROM WHATEVER SOURCE AFTER DEDUCTING: A) ALL FUNDS NECESSARY TO PAY FOR THE EXPENSES INCURRED IN CONNECTION WITH THE NORMAL OPERATIONS OF THE COMPANY; B) ALL DEBT CURRENTLY REPAYABLE AND PRUDENT RESERVES IN RESPECT OF ALL OUTSTANDING LOANS (NOT CURRENTLY REPAYABLE) BY THE COMPANY AND OTHER DEBTS; C) ALL OTHER CURRENTLY PAYABLE FINANCIAL OBLIGATIONS OF THE COMPANY TO THIRD PARTIES; AND D) A RESERVE FOR THE WORKING CAPITAL AND OTHER NEEDS OF THE COMPANY AS DETERMINED BY THE BOARD (ACTING REASONABLY) AND IN ACCORDANCE WITH THIS AGREEMENT, AND WHICH SHALL IN ANY EVENT BE NOT MORE THAN £50,000. FINAL DISTRIBUTION EVENT - EITHER: A) A SALE OR DISPOSAL OF 101 PRINCES STREET, MANCHESTER M1 6DD (PROPERTY) (INCLUDING A DISPOSAL BY WAY OF SALE OF THE FREEHOLD OR THE GRANT OF A LONG TERM LEASEHOLD INTEREST IN THE PROPERTY OR A DISPOSAL BY THE COMPANY OF THE WHOLE (OR SUBSTANTIALLY WHOLE) OF THE COMPANY'S ESTATE OR INTEREST IN THE PROPERTY) OTHER THAN A DISPOSAL BY WAY OF A GRANT OF ANY SECURITY INTEREST; OR B) A FINAL WINDING-UP OR LIQUIDATION OF THE COMPANY. HURDLE - IRR OF 10 %. REFINANCING EVENT - THE FIRST INSTANCE OF REFINANCING OF ANY THIRD PARTY INDEBTEDNESS OF THE COMPANY, (PRINCIPAL DEBT) SUCH THAT, AFTER REPAYMENT OF THE PRINCIPAL DEBT, THERE IS AVAILABLE CASH.

Class of Shares:	B2	Number allotted	1
Currency:	GBP	Aggregate nominal value:	1

Prescribed particulars

VOTING ONE VOTE PER B2 SHARE ON ALL MATTERS ON ALL MATTERS RELATING TO THE B2 SHARE. DISTRIBUTIONS OF AVAILABLE CASH WHERE THE COMPANY MAKES A DISTRIBUTION OF AVAILABLE CASH, DISTRIBUTIONS IN RESPECT OF DISTRIBUTION MADE IN CONNECTION WITH A FINAL DISTRIBUTION EVENT, IN RESPECT OF THE B2 SHARE AS FOLLOWS: (A) WHERE A DISTRIBUTION HAS BEEN MADE IN RESPECT OF A B1 SHARE IN CONNECTION WITH A FINAL DISTRIBUTION EVENT, ZERO; OR (B) WHERE NO DISTRIBUTION HAS BEEN MADE IN RESPECT OF A B1 SHARE IN CONNECTION WITH A FINAL DISTRIBUTION EVENT, FOLLOWING THE ORDINARY SHAREHOLDERS HAVING RECEIVED SUCH DISTRIBUTIONS (INCLUDING ANY PREVIOUS DISTRIBUTIONS) SO AS TO ALLOW THEM TO ACHIEVE, AT THE TIME OF THE FINAL DISTRIBUTION EVENT (OR EARLIER IF THE CASE MAY BE), THE HURDLE, AN AMOUNT EQUAL TO 15 % . OF ALL AVAILABLE CASH AT THE DATE OF THE DISTRIBUTION. DEFINITIONS AVAILABLE CASH - CASH PAID TO OR IN THE POSSESSION OF, THE COMPANY FROM WHATEVER SOURCE AFTER DEDUCTING: A) ALL FUNDS NECESSARY TO PAY FOR THE EXPENSES INCURRED IN CONNECTION WITH THE NORMAL OPERATIONS OF THE COMPANY; B) ALL DEBT CURRENTLY REPAYABLE AND PRUDENT RESERVES IN RESPECT OF ALL OUTSTANDING LOANS (NOT CURRENTLY REPAYABLE) BY THE COMPANY AND OTHER DEBTS; C) ALL OTHER CURRENTLY PAYABLE FINANCIAL OBLIGATIONS OF THE COMPANY TO THIRD PARTIES; AND D) A RESERVE FOR THE WORKING CAPITAL AND OTHER NEEDS OF THE COMPANY AS DETERMINED BY THE BOARD (ACTING REASONABLY) AND IN ACCORDANCE WITH THIS AGREEMENT, AND WHICH SHALL IN ANY EVENT BE NOT MORE THAN £50,000. FINAL DISTRIBUTION EVENT - EITHER: A) A SALE OR DISPOSAL OF 101 PRINCES STREET, MANCHESTER M1 6DD (PROPERTY) (INCLUDING A DISPOSAL BY WAY OF SALE OF THE FREEHOLD OR THE GRANT OF A LONG TERM LEASEHOLD INTEREST IN THE PROPERTY OR A DISPOSAL BY THE COMPANY OF THE WHOLE (OR SUBSTANTIALLY WHOLE) OF THE COMPANY'S ESTATE OR INTEREST IN THE PROPERTY) OTHER THAN A DISPOSAL BY WAY OF A GRANT OF ANY SECURITY INTEREST; OR B) A FINAL WINDING-UP OR LIQUIDATION OF THE COMPANY. HURDLE - IRR OF 10 % .

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

Prescribed particulars

VOTING ONE VOTE PER A SHARE ON ALL MATTERS. DISTRIBUTIONS OF AVAILABLE CASH ON A WINDING UP OR OTHERWISE WHERE THE COMPANY MAKES A DISTRIBUTION OF AVAILABLE CASH, DISTRIBUTIONS AS FOLLOWS: A) FIRST, AFTER TAKING INTO

ACCOUNT ALL PREVIOUS DISTRIBUTIONS OF AVAILABLE CASH (DEEMED TO INCLUDE REPAYMENT OF SHAREHOLDER LOANS) TO THE ORDINARY SHAREHOLDER(S), IN RESPECT OF THE ORDINARY SHARES AS A CLASS, UNTIL THE ORDINARY SHAREHOLDER(S) HAVE RECEIVED SUCH DISTRIBUTIONS SO AS TO ALLOW IT/THEM TO HAVE ACHIEVED AN IRR OF 10%, ("HURDLE"), DISTRIBUTIONS OF ALL AVAILABLE CASH; B) SECOND, FOLLOWING THE ORDINARY SHAREHOLDER(S) HAVING ACHIEVED THE HURDLE AND AFTER PAYMENT BY THE COMPANY OF ALL DISTRIBUTIONS REQUIRED TO BE MADE IN RESPECT OF THE B1 SHARE AND THE B2 SHARE PURSUANT TO THE RIGHTS ATTACHING TO THEM, THE BALANCE OF ALL AVAILABLE CASH. DEFINITIONS AVAILABLE CASH - CASH PAID TO OR IN THE POSSESSION OF, THE COMPANY FROM WHATEVER SOURCE AFTER DEDUCTING: A) ALL FUNDS NECESSARY TO PAY FOR THE EXPENSES INCURRED IN CONNECTION WITH THE NORMAL OPERATIONS OF THE COMPANY; B) ALL DEBT CURRENTLY REPAYABLE AND PRUDENT RESERVES IN RESPECT OF ALL OUTSTANDING LOANS (NOT CURRENTLY REPAYABLE) BY THE COMPANY AND OTHER DEBTS; C) ALL OTHER CURRENTLY PAYABLE FINANCIAL OBLIGATIONS OF THE COMPANY TO THIRD PARTIES; AND D) A RESERVE FOR THE WORKING CAPITAL AND OTHER NEEDS OF THE COMPANY AS DETERMINED BY THE BOARD (ACTING REASONABLY) AND IN ACCORDANCE WITH THIS AGREEMENT, AND WHICH SHALL IN ANY EVENT BE NOT MORE THAN £50,000.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	102
		Total aggregate nominal value:	102
		Total aggregate amount unpaid:	0

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