

RP04

laserform

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.

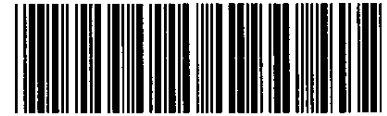
A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of whether it was properly delivered.

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

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



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17/09/2020

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COMPANIES HOUSE

THURSDAY

1

Company details

Company number 09993255

Company name in full PHARMASEAL INTERNATIONAL LIMITED

→ Filing in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

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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 1-4 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

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Description of the original document

Document type ①

CS01 Part 2 and Part 4

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

d2 d0 m0 m3 y2 y0 y2 y0

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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

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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

Company name

Austin Moore & Partners LLP

Address 7 The Ropewalk

Post town Nottingham

County/Region

Postcode

N

G

1

5

D

U

Country

DX

Telephone 0115 958 3043



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	A ORDINARY SHARES	159086	1.59086	
	ORDINARY SHARES	100000	1.00	
	G ORDINARY SHARES	2748	0.02748	
Totals		261834	2.61834	0.00

Currency table B

Totals				

Currency table C

Totals				

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	261834	2.61834	0.00

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

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:

- 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

A ORDINARY SHARES

Prescribed particulars

See continuation sheet

Class of share

ORDINARY SHARES

Prescribed particulars

See continuation sheet

Class of share

G ORDINARY SHARES

Prescribed particulars

See continuation sheet

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 SHARES

Prescribed particulars

1

VOTING 1.1 EACH ORDINARY SHARE AND A SHARE CARRIES ONE VOTE. DIVIDENDS 2.1 ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AS FOLLOWS: (A) A TOTAL OF £1.00 SHALL BE PAID TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THE BALANCE SHALL BE DISTRIBUTED AMONG THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. RETURN OF CAPITAL 3.1 ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) IN PAYING A TOTAL OF £1.00 TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THEREAFTER THE BALANCE SHALL BE PAID TO THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. ASSET SALE 4.1 IN THE EVENT OF AN ASSET SALE, THE COMPANY SHALL THEREUPON BE WOUND UP AND THE ASSETS AVAILABLE DISTRIBUTED IN ACCORDANCE WITH PARAGRAPH 3.1. SALE 5.1 IN THE EVENT OF A SALE THE TOTAL OF ALL AND ANY CONSIDERATION RECEIVED (WHETHER IN CASH OR OTHERWISE) IN RESPECT OF THE SHARES THAT ARE THE SUBJECT OF THE SALE SHALL BE PAID TO THE SELLERS OF THE EQUITY SHARES THE SUBJECT OF THE SALE IN PROPORTION TO THE NUMBER OF SUCH EQUITY SHARES SOLD BY EACH OF THEM. NON-REDEEMABLE 6.1 THE ORDINARY SHARES AND A SHARES ARE NON-REDEEMABLE. DEFINITIONS "A SHARES" A ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "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) "ASSET SALE" THE COMPLETION OF A SALE OF ALL OR SUBSTANTIALLY ALL (AS A GOING CONCERN) OF THE BUSINESS AND ASSETS OF THE COMPANY AND/OR ITS SUBSIDIARIES "AVAILABLE PROFITS" PROFITS AVAILABLE FOR DISTRIBUTION WITHIN THE MEANING OF PART 23 OF THE COMPANIES ACT 2006 "CONTROLLING INTEREST" AN INTEREST IN SHARES CONFERRING IN AGGREGATE MORE THAN 50% OF THE TOTAL VOTING RIGHTS CONFERRED BY ALL THE ISSUED SHARES IN THE COMPANY "DEFERRED SHARES" DEFERRED SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "EQUITY SHARES" ORDINARY SHARES AND A SHARES "EQUITY SHAREHOLDER" A HOLDER OF EQUITY SHARES "FINANCIAL YEAR" HAS THE MEANING SET OUT IN SECTION 390 OF THE COMPANIES ACT 2006 "ORDINARY SHARES" ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "SALE" 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 "SHARES" ORDINARY SHARES, A SHARES AND DEFERRED SHARES

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

ORDINARY SHARES

Prescribed particulars

1

VOTING 1.1 EACH ORDINARY SHARE AND A SHARE CARRIES ONE VOTE. DIVIDENDS 2.1 ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AS FOLLOWS: (A) A TOTAL OF £1.00 SHALL BE PAID TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THE BALANCE SHALL BE DISTRIBUTED AMONG THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. RETURN OF CAPITAL 3.1 ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) IN PAYING A TOTAL OF £1.00 TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THEREAFTER THE BALANCE SHALL BE PAID TO THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. ASSET SALE 4.1 IN THE EVENT OF AN ASSET SALE, THE COMPANY SHALL THEREUPON BE WOUND UP AND THE ASSETS AVAILABLE DISTRIBUTED IN ACCORDANCE WITH PARAGRAPH 3.1. SALE 5.1 IN THE EVENT OF A SALE THE TOTAL OF ALL AND ANY CONSIDERATION RECEIVED (WHETHER IN CASH OR OTHERWISE) IN RESPECT OF THE SHARES THAT ARE THE SUBJECT OF THE SALE SHALL BE PAID TO THE SELLERS OF THE EQUITY SHARES THE SUBJECT OF THE SALE IN PROPORTION TO THE NUMBER OF SUCH EQUITY SHARES SOLD BY EACH OF THEM. NON-REDEEMABLE 6.1 THE ORDINARY SHARES AND A SHARES ARE NON-REDEEMABLE. DEFINITIONS "A SHARES" A ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "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) "ASSET SALE" THE COMPLETION OF A SALE OF ALL OR SUBSTANTIALLY ALL (AS A GOING CONCERN) OF THE BUSINESS AND ASSETS OF THE COMPANY AND/OR ITS SUBSIDIARIES "AVAILABLE PROFITS" PROFITS AVAILABLE FOR DISTRIBUTION WITHIN THE MEANING OF PART 23 OF THE COMPANIES ACT 2006 "CONTROLLING INTEREST" AN INTEREST IN SHARES CONFERRING IN AGGREGATE MORE THAN 50% OF THE TOTAL VOTING RIGHTS CONFERRED BY ALL THE ISSUED SHARES IN THE COMPANY "DEFERRED SHARES" DEFERRED SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "EQUITY SHARES" ORDINARY SHARES AND A SHARES "EQUITY SHAREHOLDER" A HOLDER OF EQUITY SHARES "FINANCIAL YEAR" HAS THE MEANING SET OUT IN SECTION 390 OF THE COMPANIES ACT 2006 "ORDINARY SHARES" ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "SALE" 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 "SHARES" ORDINARY SHARES, A SHARES AND DEFERRED SHARES

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

G ORDINARY SHARES

Prescribed particulars

1

THE G ORDINARY SHARES HOLD FULL VOTING RIGHTS, FULL RIGHTS TO PARTICIPATE IN DIVIDENDS DECLARED ON SUCH SHARES AND RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL (INCLUDING ON A WINDING UP) OVER AND ABOVE THE RELEVANT HURDLE RATE, AS DEFINED IN THE ARTICLES OF ASSOCIATION. THE G ORDINARY SHARES RANK EQUALLY ONE WITH ANOTHER IN ALL RESPECTS AND DO NOT CONFER ANY 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.

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 ①

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.

Show any information that has changed for each person.

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

① Further shareholders

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

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
DALJIT CHEEMA	ORDINARY SHARES	83500		/ /
SARA RUTNER	ORDINARY SHARES	10500		/ /
NEIL ROTHERHAM	ORDINARY SHARES	5000		/ /
KATHERINE CROWTHER	ORDINARY SHARES	1000		/ /
MERCIA GROWTH NOMINEES 7 LIMITED	A ORDINARY SHARES	31110		/ /
NEIL ROTHERHAM	A ORDINARY SHARES	23434		/ /
GARETH DUNN	A ORDINARY SHARES	16161		/ /
SHARE NOMINEES LIMITED	A ORDINARY SHARES	37878		/ /

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
IAN JENNINGS	A ORDINARY SHARES	2525		/ /
MANOJ KARIA	A ORDINARY SHARES	5050		/ /
STEPHEN CHESTER	A ORDINARY SHARES	5050		/ /
IAN JENNINGS	G ORDINARY SHARES	2748		/ /
MEIF PROOF OF CONCEPT & EARLY STAGE LP	A ORDINARY SHARES	37878		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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