



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **Direct Healthcare Group Holdings Limited**

Company Number: **10023261**



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Company Name: **Direct Healthcare Group Holdings Limited**

Company Number: **10023261**

Confirmation **15/02/2021**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY-	Number allotted	100
	A	Aggregate nominal value:	1
Currency:	GBP		

Prescribed particulars

ANY DIVIDEND DECLARED SHALL REQUIRE THE SANCTION OF A SPECIAL RESOLUTION PASSED AT A SEPARATE CLASS MEETING OF, OR PASSED AS A WRITTEN CLASS RESOLUTION OF, THE HOLDERS OF THE A SHARES IN ACCORDANCE WITH ARTICLE 8.2, BUT (SUBJECT TO SUCH CONSENT BEING OBTAINED) SHALL BE DISTRIBUTED PARI PASSU AMONGST THE HOLDERS OF THE A SHARES, A1 SHARES, B SHARES, C SHARES, D SHARES, E SHARES, F SHARES AND G SHARES AS IF THEY WERE SHARES OF THE SAME CLASS. ON A RETURN OF CAPITAL WHETHER ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE SURPLUS ASSETS REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS IF THEY WERE THE PROCEEDS FROM A REALISATION UNDER ARTICLE 7. SUBJECT TO ARTICLE 6.2, ARTICLE 6.3 AND/OR ARTICLE 28.12 AND ARTICLE 14.3, EACH HOLDER OF AN A SHARE, B SHARE, C SHARE OR F SHARE SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND EACH HOLDER OF AN A SHARE OR A B SHARE OR A C SHARE OR AN F SHARE SHALL BE ENTITLED TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS AT A GENERAL MEETING OF THE COMPANY EVERY HOLDER OF AN A SHARE OR A B SHARE OR A C SHARE OR AN F SHARE WHO IS PRESENT IN PERSON OR BY PROXY OR IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE AND ON A POLL AT A GENERAL MEETING OF THE COMPANY EVERY HOLDER OF AN A SHARE OR A B SHARE OR A C SHARE OR AN F SHARE SO PRESENT IN PERSON OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A SHARE AND/OR B SHARE AND/OR C SHARE AND/OR F SHARE HELD BY HIM. ON A WRITTEN RESOLUTION OF THE COMPANY, EACH ELIGIBLE MEMBER SHALL HAVE 1 VOTE FOR EACH A SHARE AND/OR B SHARE AND/OR C SHARE AND/OR F SHARE HELD BY HIM. THE A1 SHARES, D SHARES, E SHARES AND G SHARES SHALL NOT BE ENTITLED TO ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY OR VOTE ON ANY RESOLUTION OF THE COMPANY. ON A SALE OR WINDING UP, THE PROCEEDS FROM THE SALE OR WINDING UP (AFTER ALL THIRD PARTY DEBT, THE INVESTOR LOAN NOTES AND MANAGER LOAN NOTES HAS BEEN REPAYED ON THE SALE OR WINDING UP), IF ANY (PROCEEDS), SHALL (UNLESS OTHERWISE AGREED BY AN INVESTOR MAJORITY) BE PAID BY ALL MEMBERS INTO A JOINT ACCOUNT AT SUCH BRANCH OF SUCH UK CLEARING BANK AS MAY BE

NOMINATED BY AN INVESTOR MAJORITY IMMEDIATELY PRIOR TO THE SALE OR WINDING UP AND SUCH PROCEEDS SHALL BE ALLOCATED AND PAID OUT AS FOLLOWS: (A) FIRST THE PROCEEDS SHALL BE ALLOCATED BETWEEN THE EQUITY SHARES PRO-RATA AS IF SUCH SHARES CONSTITUTED A SINGLE CLASS UNTIL THE TARGET AMOUNT HAS BEEN RECEIVED BY THE INVESTORS: (B) THE BALANCE (IF ANY) OF THE PROCEEDS (AFTER DEDUCTING THE AMOUNTS ALLOCATED UNDER ARTICLE 7.2(A) (THE EXCESS VALUE) SHALL BE ALLOCATED AS FOLLOWS: X SHARE % OF THE EXCESS VALUE SHALL BE ALLOCATED TO THE HOLDERS OF THE A SHARES, A1 SHARES, B SHARES, C SHARES, D SHARES AND G SHARES PRO-RATA; AND (II) Z SHARES % OF THE EXCESS VALUE SHALL BE ALLOCATED TO THE HOLDERS OF THE E SHARES AND F SHARES PRO-RATA (AS IF THEY CONSTITUTED THE SAME CLASS), WHERE THE X SHARE PER CENT IS THE PERCENTAGE THAT THE AGGREGATE AMOUNT IN NUMBER OF A SHARES, A1 SHARES, B SHARES, C SHARES, D SHARES AND G SHARES BEAR TO THE TOTAL ISSUED EQUITY SHARES LESS 10%; THE Z SHARE PER CENT IS THE PERCENTAGE THAT THE AGGREGATE AMOUNT IN NUMBER OF E SHARES AND F SHARES BEAR TO THE TOTAL ISSUED EQUITY SHARES PLUS 10%. THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	100
		Total aggregate nominal value:	1
		Total aggregate amount unpaid:	0

Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1:	130 transferred on 2019-12-06 0 A1 ORDINARY shares held as at the date of this confirmation statement
Name:	SAM BAKRI
Shareholding 2:	100 ORDINARY-A shares held as at the date of this confirmation statement
Name:	DHG BIDCO LTD
Shareholding 3:	134 transferred on 2019-12-06 0 ORDINARY-A shares held as at the date of this confirmation statement
Name:	NORTHEDGE CAPITAL I GP LLP
Shareholding 4:	5861 transferred on 2019-12-06 0 ORDINARY-A shares held as at the date of this confirmation statement
Name:	NORTHEDGE CAPITAL NOMINEE LIMITED (IN ITS CAPACITY AS NOMINEE OF NORTHEDGE CAPITAL FUND I LP)
Shareholding 5:	9 transferred on 2019-12-06 0 ORDINARY-A2 shares held as at the date of this confirmation statement
Name:	NORTHEDGE CAPITAL I GP LLP
Shareholding 6:	384 transferred on 2019-12-06 0 ORDINARY-A2 shares held as at the date of this confirmation statement
Name:	NORTHEDGE CAPITAL NOMINEE LIMITED (IN ITS CAPACITY AS NOMINEE OF NORTHEDGE CAPITAL FUND I LP)
Shareholding 7:	448 transferred on 2019-12-06 0 ORDINARY-B shares held as at the date of this confirmation statement
Name:	GRAHAM EWART
Shareholding 8:	449 transferred on 2019-12-06 0 ORDINARY-B1 shares held as at the date of this confirmation statement
Name:	GRAHAM EWART

Shareholding 9: **110 transferred on 2019-12-06**
0 ORDINARY-C shares held as at the date of this confirmation statement
Name: **JAN ANTHONY LEWIS**

Shareholding 10: **50 transferred on 2019-12-06**
0 ORDINARY-D shares held as at the date of this confirmation statement
Name: **GERARD JOSEPH BOYLE**

Shareholding 11: **137 transferred on 2019-12-06**
0 ORDINARY-D shares held as at the date of this confirmation statement
Name: **GRAHAM EWART**

Shareholding 12: **50 transferred on 2019-12-06**
0 ORDINARY-D shares held as at the date of this confirmation statement
Name: **ANDREW STUART MCALLISTER**

Shareholding 13: **50 transferred on 2019-12-06**
0 ORDINARY-D shares held as at the date of this confirmation statement
Name: **DERMOT PATTERSON**

Shareholding 14: **7 transferred on 2019-12-06**
0 ORDINARY-D1 shares held as at the date of this confirmation statement
Name: **GERARD JOSEPH BOYLE**

Shareholding 15: **95 transferred on 2019-12-06**
0 ORDINARY-D1 shares held as at the date of this confirmation statement
Name: **GRAHAM EWART**

Shareholding 16: **7 transferred on 2019-12-06**
0 ORDINARY-D1 shares held as at the date of this confirmation statement
Name: **ANDREW STUART MCALLISTER**

Shareholding 17: **29 transferred on 2019-12-06**
0 ORDINARY-D1 shares held as at the date of this confirmation statement
Name: **DERMOT PATTERSON**

Shareholding 18: **500 transferred on 2019-12-06**
0 ORDINARY-E shares held as at the date of this confirmation statement
Name: **GRAHAM EWART**

Shareholding 19: **343 transferred on 2019-12-06**
0 ORDINARY-E1 shares held as at the date of this confirmation statement
Name: **GRAHAM EWART**

Shareholding 20: **183 transferred on 2019-12-06**
0 ORDINARY-F shares held as at the date of this confirmation statement
Name: **GERARD JOSEPH BOYLE**

Shareholding 21: **100 transferred on 2019-12-06**
0 ORDINARY-F shares held as at the date of this confirmation statement
Name: **ROBERT BENJAMIN NATHANIEL BRODIE**

Shareholding 22: **100 transferred on 2019-12-06**
0 ORDINARY-F shares held as at the date of this confirmation statement
Name: **CLAUS EGSTRAND**

Shareholding 23: **183 transferred on 2019-12-06**
0 ORDINARY-F shares held as at the date of this confirmation statement
Name: **ANDREW STUART MCALLISTER**

Shareholding 24: **183 transferred on 2019-12-06**
0 ORDINARY-F shares held as at the date of this confirmation statement
Name: **DERMOT PATTERSON**

Shareholding 25: **27 transferred on 2019-12-06**
0 ORDINARY-F1 shares held as at the date of this confirmation statement
Name: **GERARD JOSEPH BOYLE**

Shareholding 26: **100 transferred on 2019-12-06**
0 ORDINARY-F1 shares held as at the date of this confirmation statement
Name: **ROBERT BENJAMIN NATHANIEL BRODIE**

Shareholding 27: **100 transferred on 2019-12-06**
0 ORDINARY-F1 shares held as at the date of this confirmation statement
Name: **CLAUS EGSTRAND**

Shareholding 28: **27 transferred on 2019-12-06**
0 ORDINARY-F1 shares held as at the date of this confirmation statement
Name: **ANDREW STUART MCALLISTER**

Shareholding 29: **105 transferred on 2019-12-06**
0 ORDINARY-F1 shares held as at the date of this confirmation statement
Name: **DERMOT PATTERSON**

Shareholding 30: **50 transferred on 2019-12-06**
0 ORDINARY-G shares held as at the date of this confirmation statement
Name: **ANDREW MEEHAN**

Shareholding 31: **50 transferred on 2019-12-06**
0 ORDINARY-G shares held as at the date of this confirmation statement
Name: **SUSAN MEEHAN**

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