



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **OPLO HOLDINGS LTD**

Company Number: **10024904**



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Company Name: **OPLO HOLDINGS LTD**

Company Number: **10024904**

Confirmation **03/05/2022**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A NON-VOTING	Number allotted	15173936
		Aggregate nominal value:	151739.36
Currency:	GBP		

Prescribed particulars

THE A NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH A NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT AN ANNUAL RATE OF 12 PER CENT OF THE ISSUE PRICE. IN THE EVENT THAT SUCH DIVIDEND IS NOT PAID IN ANY CALENDAR YEAR, THEN THE DIVIDEND PAYABLE FOR THE FOLLOWING CALENDAR YEAR WILL BE 12 PER CENT OF THE ISSUE PRICE PLUS ANY UNPAID DIVIDENDS. ANY DISTRIBUTIONS (WHETHER A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLD) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO THE THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	GROWTH SHARES	Number allotted	8499773
	(SECOND ISSUE)	Aggregate nominal value:	84997.73

Currency: **GBP**

Prescribed particulars

THE GROWTH SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES, ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO THE THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	GROWTH	Number allotted	21173183
	SHARES	Aggregate nominal value:	211731.83
	(FIRST		
	ISSUE)		

Currency: **GBP**

Prescribed particulars

THE GROWTH SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF C NON-VOTING SHARES AND D NON-VOTING SHARES, ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	A	Number allotted	156000
	ORDINARY	Aggregate nominal value:	1560
Currency:	GBP		
Prescribed particulars			

EACH A ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES SAVE WHERE THE HOLDER OF THE A ORDINARY SHARE IS A LEAVER, IN WHICH CASE THEY ARE NOT ENTITLED TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF C NON-VOTING SHARES AND/OR D NON-VOTING SHARES, ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	E NON-VOTING	Number allotted	100
		Aggregate nominal value:	1
Currency:	GBP		
Prescribed particulars			

THE E NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF C NON-VOTING SHARES, AND D NON-VOTING SHARES, ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	D NON-VOTING	Number allotted	1
		Aggregate nominal value:	1
Currency:	GBP		
Prescribed particulars			

THE D NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH D NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AS FOLLOWS; AT A MONTHLY RATE OF £18,649.32 (GROSS), WHICH SHALL BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2017; AT A MONTHLY RATE OF £12,194.32 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM 1 MARCH 2017 TO AND INCLUDING 31 JANUARY 2024; AND AT A RATE OF £12,194.24 (GROSS), TO BE PAID ON 27 FEBRUARY 2024. ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	C NON-VOTING	Number allotted	1
		Aggregate nominal value:	1
Currency:	GBP		
Prescribed particulars			

THE C NON-VOTING SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. EACH C NON-VOTING SHARE (SAVE FOR ANY SHARES HELD BY THE COMPANY IN TREASURY) IS ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A MONTHLY RATE OF £11,404 (GROSS), TO BE PAID ON THE LAST DAY OF EACH CALENDAR MONTH FROM AND INCLUDING 31 MAY 2016 TO AND INCLUDING 27 FEBRUARY 2024. ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES") : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Class of Shares:	B	Number allotted	3941
	ORDINARY	Aggregate nominal value:	3.941
Currency:	GBP		
Prescribed particulars			

THE B ORDINARY SHARES CARRY NO RIGHT TO VOTE AT, ATTEND OR RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. SUBJECT TO THE PAYMENT OF ALL UNPAID ARREARS OF ANY FIXED DIVIDENDS PAYABLE TO THE HOLDERS OF C NON-VOTING SHARES, AND/OR D NON-VOTING SHARES, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EACH CLASS AS IF SUCH DISTRIBUTION AS A DISTRIBUTION OF CAPITAL. ANY DISTRIBUTIONS (ON A RETURN OF CAPITAL, DIVIDEND OR OTHERWISE) SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY (IN EACH CASE, IN THE SPECIFIED PROPORTIONS UNTIL THE HOLDERS OF THE RELEVANT CLASS OF SHARES HAVE RECEIVED AGGREGATE DISTRIBUTIONS EQUAL TO A DEFINED THRESHOLDS DETERMINED BY ARTICLE 41 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES")) : FIRST, TO THE HOLDERS OF THE GROWTH SHARES (FIRST ISSUE) ; SECOND, TO THE HOLDERS OF A NON-VOTING SHARES AND TO THE HOLDERS OF THE GROWTH SHARES (SECOND ISSUE) IN THE FOLLOWING PROPORTIONS GROWTH SHARES (SECOND ISSUE) : A NON-VOTING SHARES, THIRD, TO THE HOLDERS OF C NON-VOTING SHARES, D NON-VOTING SHARES AND E NON-VOTING SHARES IN THE PROPORTIONS SPECIFIED IN ARTICLE 41.4.3 OF THE ARTICLES, FOURTH, TO THE HOLDERS OF THE A ORDINARY SHARES; THEREAFTER, 98% OF THE BALANCE SHALL BE PAID TO THE A ORDINARY SHAREHOLDERS IN THEIR PRO RATA PROPORTIONS AND 2% TO THE HOLDERS OF THE B ORDINARY SHARES (TO THE EXTENT THAT THESE SHARES ARE VESTED) IN THEIR PRO RATA PROPORTIONS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	45006935
		Total aggregate nominal value:	450035.861
		Total aggregate amount	0
		unpaid:	

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:	15173936 A NON-VOTING shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 2:	8499773 GROWTH SHARES (SECOND ISSUE) shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 3:	21173183 GROWTH SHARES (FIRST ISSUE) shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 4:	156000 A ORDINARY shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 5:	100 E NON-VOTING shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 6:	1 D NON-VOTING shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 7:	1 C NON-VOTING shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED
Shareholding 8:	3941 B ORDINARY shares held as at the date of this confirmation statement
Name:	TANDEM MONEY LIMITED

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