



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **MOBILITY GROUP TOPCO LIMITED**

Company Number: **10238788**



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Company Name: **MOBILITY GROUP TOPCO LIMITED**

Company Number: **10238788**

Confirmation **16/06/2017**

Statement date:

Sic Codes: **64209**

Principal activity **Activities of other holding companies n.e.c.**
description:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	4448468
	ORDINARY	Aggregate nominal value:	444.8468
	SHARES		

Currency: GBP

Prescribed particulars

VOTING RIGHTS: THE A SHARES SHALL NOT CONFER ON THE HOLDERS THEREOF ANY RIGHT TO VOTE AND THE HOLDER OF THE A SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. RIGHTS TO DIVIDENDS: ANY PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES AND THE B SHARES PRO RATA ACCORDING TO THE NUMBER OF FULLY PAID UP A SHARES AND B SHARES HELD BY THEM RESPECTIVELY AND SHALL ACCRUE ON A DAILY BASIS. NO DIVIDEND SHALL BE PAID ON ANY PARTLY PAID SHARE. RETURN OF CAPITAL: ON ANY REALISATION, THE PROCEEDS SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER: (1) FIRST, IN PAYING TO THE INVESTORS (AND TO ANY INVESTOR ASSOCIATE OR PERMITTED TRANSFEREE OF AN INVESTOR HOLDING A SHARES (OR, IF RELEVANT B SHARES)) (TOGETHER THE INVESTOR PARTIES), IN PROPORTION TO THE NUMBER OF A SHARES AND/OR B SHARES HELD BY THEM (PAN PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE), THE PROCEEDS UNTIL THE CUMULATIVE DISTRIBUTIONS OF INVESTMENT RETURNS TO THE INVESTOR PARTIES REPRESENTS AN IRR OF 10% RETURNED TO THE INVESTOR PARTIES; (2) SECOND, IN PAYING TO THE INDIVIDUAL SHAREHOLDERS (AND TO ANY PERMITTED TRANSFEREE OF AN INDIVIDUAL SHAREHOLDER HOLDING B SHARES) (TOGETHER THE INDIVIDUAL SHAREHOLDER PARTIES), IN PROPORTION TO THE NUMBER OF B SHARES HELD BY THEM, THE REMAINING PROCEEDS UNTIL THE CUMULATIVE DISTRIBUTIONS OF INVESTMENT RETURNS TO THE INDIVIDUAL SHAREHOLDER PARTIES REPRESENTS AN IRR OF 10% RETURNED TO THE INDIVIDUAL SHAREHOLDER PARTIES; (3) THIRD, IN PAYING TO EACH HOLDER OF ORDINARY 3A SHARES AND EACH HOLDER OF ORDINARY 3B SHARES (PAN PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) THE PAID UP AMOUNT OF EACH OF THE ORDINARY 3A SHARES AND ORDINARY 38 SHARES HELD BY HIM; AND (4) FOURTH, ANY REMAINING PROCEEDS SHALL BE PAID OR DISTRIBUTED TO THE HOLDERS OF THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3A SHARES AND THE ORDINARY 38 SHARES (PAN PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) IN PROPORTION TO THE NUMBER OF ORDINARY 1 SHARES,

ORDINARY 2 SHARES, ORDINARY 3A SHARES AND ORDINARY 3B SHARES HELD BY THEM RESPECTIVELY. RIGHTS OF REDEMPTION: THE A SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	1424808
	ORDINARY	Aggregate nominal value:	142.4808
	SHARES		

Currency: GBP

Prescribed particulars

VOTING RIGHTS: THE B SHARES SHALL NOT CONFER ON THE HOLDERS THEREOF ANY RIGHT TO VOTE AND THE HOLDER OF THE B SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF GENERAL MEETINGS OF THE COMPANY. RIGHTS TO DIVIDENDS: ANY PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR DISTRIBUTION SHALL (IF AND TO THE EXTENT DISTRIBUTED) BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES AND THE B SHARES PRO RATA ACCORDING TO THE NUMBER OF FULLY PAID UP A SHARES AND B SHARES HELD BY THEM RESPECTIVELY AND SHALL ACCRUE ON A DAILY BASIS. NO DIVIDEND SHALL BE PAID ON ANY PARTLY PAID SHARE. RETURN OF CAPITAL: ON ANY REALISATION, THE PROCEEDS SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER: (1) FIRST, IN PAYING TO THE INVESTORS (AND TO ANY INVESTOR ASSOCIATE OR PERMITTED TRANSFEREE OF AN INVESTOR HOLDING A SHARES (OR, IF RELEVANT B SHARES)) (TOGETHER THE INVESTOR PARTIES), IN PROPORTION TO THE NUMBER OF A SHARES AND/OR B SHARES HELD BY THEM (PAN PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE), THE PROCEEDS UNTIL THE CUMULATIVE DISTRIBUTIONS OF INVESTMENT RETURNS TO THE INVESTOR PARTIES REPRESENTS AN IRR OF 10% RETURNED TO THE INVESTOR PARTIES; (2) SECOND, IN PAYING TO THE INDIVIDUAL SHAREHOLDERS (AND TO ANY PERMITTED TRANSFEREE OF AN INDIVIDUAL SHAREHOLDER HOLDING B SHARES) (TOGETHER THE INDIVIDUAL SHAREHOLDER PARTIES), IN PROPORTION TO THE NUMBER OF B SHARES HELD BY THEM, THE REMAINING PROCEEDS UNTIL THE CUMULATIVE DISTRIBUTIONS OF INVESTMENT RETURNS TO THE INDIVIDUAL SHAREHOLDER PARTIES REPRESENTS AN IRR OF 10% RETURNED TO THE INDIVIDUAL SHAREHOLDER PARTIES; (3) THIRD, IN PAYING TO EACH HOLDER OF ORDINARY 3A SHARES AND EACH HOLDER OF ORDINARY 3B SHARES (PAN PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) THE PAID UP AMOUNT OF EACH OF THE ORDINARY 3A SHARES AND ORDINARY 3B SHARES HELD BY HIM; AND (4) FOURTH, ANY REMAINING PROCEEDS SHALL BE PAID OR DISTRIBUTED TO THE HOLDERS OF THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3A SHARES AND THE ORDINARY 3B SHARES (PAN PASSU AS IF THEY CONSTITUTED

ONE CLASS OF SHARE) IN PROPORTION TO THE NUMBER OF ORDINARY 1 SHARES, ORDINARY 2 SHARES, ORDINARY 3A SHARES AND ORDINARY 3B SHARES HELD BY THEM RESPECTIVELY. RIGHTS OF REDEMPTION: THE B SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	33700
	1	Aggregate nominal value:	337
	SHARES		

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS: (1) THE HOLDERS OF THE ORDINARY 1 SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND AND TO SPEAK AND TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ALL WRITTEN RESOLUTIONS OF THE COMPANY. (2) SUBJECT TO (3) AND (4) BELOW, THE HOLDERS OF EACH OF THE ORDINARY 1 SHARES, WHO (BEING INDIVIDUALS) ARE PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) ARE PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL OR A WRITTEN RESOLUTION, HAVE ONE VOTE EACH FOR EVERY ORDINARY 1 SHARE HELD. (3) SUBJECT TO (4) BELOW, FOR SO LONG AS THEY OR THEIR PERMITTED TRANSFEREES (IN TERMS OF ARTICLE 7) HOLD ORDINARY 1 SHARES, THE INVESTORS WHO ARE PRESENT IN PERSON OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL: (I) ON A RESOLUTION FOR THE REMOVAL OF AN INVESTOR DIRECTOR OR ANY DIRECTOR APPOINTED BY THE INVESTORS PURSUANT TO THE ARTICLES, HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA (AS NEARLY AS PRACTICABLE) AMONG THE ORDINARY 1 SHARES HELD BY THE INVESTORS; AND (II) ON ANY OTHER RESOLUTION, HAVE ONE VOTE EACH FOR EVERY ORDINARY 1 SHARE HELD. (4) IN THE EVENT THAT: (A) AN EVENT OF DEFAULT OR POTENTIAL EVENT OF DEFAULT HAS OCCURRED UNDER THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER OR ANY DEBENTURE OF THE COMPANY OR ANY OTHER GROUP COMPANY, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED;

Class of Shares:	ORDINARY	Number allotted	11300
	2	Aggregate nominal value:	113
	SHARES		

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS: (1) THE HOLDERS OF THE ORDINARY 2 SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND AND TO SPEAK AND TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ALL WRITTEN RESOLUTIONS OF THE COMPANY. (2) SUBJECT TO (3) AND (4) BELOW, THE HOLDERS OF EACH OF THE ORDINARY 2 SHARES, WHO (BEING INDIVIDUALS) ARE PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) ARE PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL OR A WRITTEN RESOLUTION, HAVE ONE VOTE EACH FOR EVERY ORDINARY 2 SHARE HELD. (3) SUBJECT TO (4) BELOW, FOR SO LONG AS THEY OR THEIR PERMITTED TRANSFEREES ARE THE REGISTERED HOLDERS OR BENEFICIAL OWNERS OF SHARES REPRESENTING, IN AGGREGATE, 5% OR MORE OF THE VOTING RIGHTS ATTACHED TO THE COMPANYS VOTING SHARE CAPITAL FOR THE TIME BEING, THE INDIVIDUAL SHAREHOLDERS WHO ARE PRESENT IN PERSON OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL: (I) ON A RESOLUTION FOR THE REMOVAL OF A HANNAH DIRECTOR HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA (AS NEARLY AS PRACTICABLE) AMONG THE ORDINARY 2 SHARES HELD BY THE INDIVIDUAL SHAREHOLDERS; AND (II) ON ANY OTHER RESOLUTION, HAVE ONE VOTE EACH FOR EVERY ORDINARY 2 SHARE HELD. (4) IN THE EVENT THAT: (A) AN EVENT OF DEFAULT OR POTENTIAL EVENT OF DEFAULT HAS OCCURRED UNDER THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER OR ANY DEBENTURE OF THE COMPANY OR ANY OTHER GROUP COMPANY, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED;

Class of Shares:	ORDINARY	Number allotted	6368
	3A	Aggregate nominal value:	127.36
	SHARES		

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS: (1) THE HOLDERS OF THE ORDINARY 3A SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND AND TO SPEAK AND TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ALL WRITTEN RESOLUTIONS OF THE

COMPANY. (2) SUBJECT TO (3) BELOW, THE HOLDERS OF EACH OF THE ORDINARY 3A SHARES, WHO (BEING INDIVIDUALS) ARE PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) ARE PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL OR A WRITTEN RESOLUTION, HAVE ONE VOTE EACH FOR EVERY ORDINARY 3A SHARE HELD. (3) IN THE EVENT THAT: (A) AN EVENT OF DEFAULT OR POTENTIAL EVENT OF DEFAULT HAS OCCURRED UNDER THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER OR ANY DEBENTURE OF THE COMPANY OR ANY OTHER GROUP COMPANY, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED; (B) (IN THE OPINION OF AN INVESTOR MAJORITY ACTING REASONABLY) EITHER: (I) THE WORKING CAPITAL OF THE GROUP IS PREJUDICED TO SUCH AN EXTENT THAT EITHER (A) THE GROUP IS LIKELY TO REQUIRE ADDITIONAL FUNDING SO AS TO PRESERVE A REASONABLE AND PRUDENT WORKING CAPITAL POSITION OR (B) THERE IS A PROBABILITY THAT THE GROUP WILL COMMIT A BREACH OF ANY CASH-RELATED COVENANT ARISING PURSUANT TO ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER; OR (II) THERE IS A PROBABILITY THAT THE GROUP WILL COMMIT A BREACH OF ANY OF THE OTHER FINANCIAL COVENANTS IN THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER; (C) A MATERIAL BREACH HAS OCCURRED OF THE INVESTMENT AGREEMENT OR THE ARTICLES OTHER THAN BY A HOLDER OF ORDINARY 1 SHARES, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED; OR (D) THE ANNUAL AUDITED CONSOLIDATED ACCOUNTS OF THE COMPANY, AS DELIVERED TO THE INVESTORS IN ACCORDANCE WITH THE INVESTMENT AGREEMENT, CONTAIN A QUALIFIED OR ADVERSE OPINION OF ANY NATURE FROM THE AUDITORS OR THE AUDITORS EXPRESS RESERVATIONS OR DOUBTS IN SUCH ACCOUNTS AS TO THE ABILITY OF THE COMPANY (OR ANY GROUP COMPANY) TO CONTINUE AS A GOING CONCERN THEN, EACH HOLDER OF ORDINARY 1 SHARES SHALL (AFTER BECOMING AWARE OF THE CIRCUMSTANCES GIVING RISE TO THE RIGHTS SET OUT IN THIS PARAGRAPH (4) AND AN INVESTOR MAJORITY HAVING SERVED NOTICE UPON THE COMPANY THAT ADDITIONAL VOTES ARE TO BE EXERCISED) BE ENTITLED, IN THAT CAPACITY, TO EXERCISE ON A POLL VOTE AT A GENERAL MEETING, OR ON A VOTE ON A WRITTEN RESOLUTION SUCH NUMBER OF VOTES FOR EVERY ORDINARY 1 SHARE OF

WHICH IT IS THE HOLDER AS SHALL CONFER UPON THE ORDINARY 1 SHARES 95% OF THE TOTAL VOTING RIGHTS OF ALL SHARES IN ISSUE AT THE RELEVANT TIME. RIGHTS TO DIVIDENDS: EACH OF THE ORDINARY 3A SHARES SHALL ENTITLE THE HOLDER THEREOF TO RECEIVE 0.01% OF ANY DIVIDEND OR DISTRIBUTION PAID ON ANY A SHARE OR 8 SHARE, BUT OTHERWISE THE ORDINARY 3A SHARES SHALL NOT BE ENTITLED TO ANY DIVIDEND OR INCOME DISTRIBUTION, WHETHER PURSUANT TO THE ARTICLES OR OTHERWISE. RETURN OF CAPITAL: ON ANY REALISATION, THE PROCEEDS SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER: (1) FIRST, IN PAYING TO THE INVESTORS (AND TO ANY INVESTOR ASSOCIATE OR PERMITTED TRANSFEREE OF AN INVESTOR HOLDING A SHARES (OR, IF RELEVANT 8 SHARES)) (TOGETHER THE INVESTOR PARTIES), IN PROPORTION TO THE NUMBER OF A SHARES AND/OR 8 SHARES HELD BY THEM (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE), THE PROCEEDS UNTIL THE CUMULATIVE DISTRIBUTIONS OF INVESTMENT RETURNS TO THE INVESTOR PARTIES REPRESENTS AN IRR OF 1 0% RETURNED TO THE INVESTOR PARTIES; (2) SECOND, IN PAYING TO THE INDIVIDUAL SHAREHOLDERS (AND TO ANY PERMITTED TRANSFEREE OF AN INDIVIDUAL SHAREHOLDER HOLDING 8 SHARES)

Class of Shares:	ORDINARY	Number allotted	1263
	3B	Aggregate nominal value:	126.3
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS: (1) THE HOLDERS OF THE ORDINARY 3B SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND AND TO SPEAK AND TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO VOTE ON ALL WRITTEN RESOLUTIONS OF THE COMPANY. V (2) SUBJECT TO (3) BELOW, THE HOLDERS OF EACH OF THE ORDINARY 3B SHARES, WHO (BEING INDIVIDUALS) ARE PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) ARE PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (A) ON A SHOW OF HANDS, HAVE ONE VOTE EACH; AND (B) ON A POLL OR A WRITTEN RESOLUTION, HAVE THREE VOTES EACH FOR EVERY ORDINARY 3B SHARE HELD. (3) IN THE EVENT THAT: V (A) AN EVENT OF DEFAULT OR POTENTIAL EVENT OF DEFAULT HAS OCCURRED UNDER THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER OR ANY DEBENTURE OF THE COMPANY OR ANY OTHER GROUP COMPANY, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED; (B) (IN THE OPINION OF AN INVESTOR

MAJORITY ACTING REASONABLY) EITHER: (I) THE WORKING CAPITAL OF THE GROUP IS PREJUDICED TO SUCH AN EXTENT THAT EITHER (A) THE GROUP IS LIKELY TO REQUIRE ADDITIONAL FUNDING SO AS TO PRESERVE A REASONABLE AND PRUDENT WORKING CAPITAL POSITION OR (B) THERE IS A PROBABILITY THAT THE GROUP WILL COMMIT A BREACH OF ANY CASH-RELATED COVENANT ARISING PURSUANT TO ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER; OR (II) THERE IS A PROBABILITY THAT THE GROUP WILL COMMIT A BREACH OF ANY OF THE OTHER FINANCIAL COVENANTS IN THE SENIOR LOAN NOTE DEEDS OR ANY FACILITY AGREEMENT ENTERED INTO BY A GROUP COMPANY WITH A SENIOR THIRD PARTY LENDER; (C) A MATERIAL BREACH HAS OCCURRED OF THE INVESTMENT AGREEMENT OR THE ARTICLES OTHER THAN BY A HOLDER OF ORDINARY 1 SHARES, WHICH BREACH (IF CAPABLE OF REMEDY) HAS NOT BEEN REMEDIED WITHIN SEVEN DAYS OF NOTICE TO THE COMPANY FROM AN INVESTOR MAJORITY REQUIRING IT TO BE REMEDIED; OR (D) THE ANNUAL AUDITED CONSOLIDATED ACCOUNTS OF THE COMPANY, AS DELIVERED TO THE INVESTORS IN ACCORDANCE WITH THE INVESTMENT AGREEMENT, CONTAIN A QUALIFIED OR ADVERSE OPINION OF ANY NATURE FROM THE AUDITORS OR THE AUDITORS EXPRESS RESERVATIONS OR DOUBTS IN SUCH ACCOUNTS AS TO THE ABILITY OF THE COMPANY (OR ANY GROUP COMPANY) TO CONTINUE AS A GOING CONCERN

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	5925907
		Total aggregate nominal value:	1290.9876
		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: **3861271 A ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **LONSDALE CAPITAL PARTNERS L.P.**

Shareholding 2: **29252 ORDINARY 1 SHARES shares held as at the date of this confirmation statement**

Name: **LONSDALE CAPITAL PARTNERS L.P.**

Shareholding 3: **587197 A ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **LONSDALE CAPITAL PARTNERS (FRIENDS AND FAMILY) L.P.**

Shareholding 4: **4448 ORDINARY 1 SHARES shares held as at the date of this confirmation statement**

Name: **LONSDALE CAPITAL PARTNERS (FRIENDS AND FAMILY) L.P.**

Shareholding 5: **712404 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **SIMON HANNAH**

Shareholding 6: **5650 ORDINARY 2 SHARES shares held as at the date of this confirmation statement**

Name: **SIMON HANNAH**

Shareholding 7: **712404 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **YVONNE HANNAH**

Shareholding 8: **5650 ORDINARY 2 SHARES shares held as at the date of this confirmation statement**

Name: **YVONNE HANNAH**

Shareholding 9: **4000 ORDINARY 3A SHARES shares held as at the date of this confirmation statement**

Name: **LAWRENCE WARRINER**

Shareholding 10: **1000 ORDINARY 3B shares held as at the date of this confirmation statement**

Name: **KEVIN BAGE**

Shareholding 11: **2368 ORDINARY 3A SHARES shares held as at the date of this confirmation statement**

Name: **GORDON FARMIOE**

Shareholding 12: **263 ORDINARY 3B shares held as at the date of this confirmation statement**

Name: **GORDON FARMILOE**

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