

IN THE HIGH COURT OF JUSTICE

Claim No: CR-2019-007108

BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES

INSOLVENCY AND COMPANIES LIST (ChD)



CR-2019-007108

BEFORE: ICC JUDGE MULLEN

DATE: 1 NOVEMBER 2019

IN THE MATTER OF PROSAPIENT LIMITED (COMPANY NUMBER 10704431)

AND IN THE MATTER OF THE COMPANIES ACT 2006

B E T W E E N :

PROSAPIENT LIMITED

Claimant

-and-

THE REGISTRAR OF COMPANIES

Defendant



R8HBVQVL

RP

01/11/2019

#11

COMPANIES HOUSE

ORDER

UPON THE APPLICATION of ProSapient Limited ("the Claimant") by Part 8 Claim Form dated 25 October 2019 ("the Claim")

AND UPON READING the witness statement of Jordan Shlosberg in support of the Claim

AND UPON HEARING Miss Chantelle Staynings, Counsel for the Claimant

AND UPON the Court being satisfied that the Claimant is entitled to the relief sought and that, pursuant to section 1096(3) of the Companies Act 2006, the presence on the register maintained by the Defendant for the Claimant of (i) the SH03 Form filed on 11 March 2019 and showing the purchase for cancellation of 15,000 Ordinary £0.00001

MM
14/11/19

shares in the Claimant (“the SH03 Form”); and (ii) the SH06 Form filed on 11 March 2019 and showing the cancellation of 15,000 Ordinary £0.00001 shares in the Claimant (“the SH06 Form”), may cause damage to the Claimant and that the Claimant’s interest in removing that material outweighs any interest of any other person in the material continuing to appear on the register

IT IS DECLARED THAT:

1. The purported repurchase out of capital by the Claimant on 6 February 2019 of 15,000 ordinary shares of £0.00001 in the capital of the Claimant held by Cloud Castle Inc was invalid and/or ineffective and/or done without the authority of the Claimant.
2. The purported cancellation by the Claimant on 6 February 2019 of 15,000 ordinary shares of £0.00001 in the capital of the Claimant held by Cloud Castle Inc was invalid and/or ineffective and/or done without the authority of the Claimant.
3. Each of the SH03 Form and the SH06 Form is invalid and/or factually inaccurate.

AND IT IS ORDERED AND DIRECTED THAT:

4. Pursuant to section 1096 of the Companies Act 2006, upon delivery of an Office Copy of this Order to the Defendant, the Defendant shall remove from the register maintained by the Defendant for the Claimant the following documents in their entirety:
 - (1) The SH03 Form filed on 11 March 2019 and showing the purchase for cancellation of 15,000 ordinary shares of £0.00001 in the capital of the Claimant; and
 - (2) The SH06 Form filed on 11 March 2019 and showing the cancellation of 15,000 ordinary shares of £0.00001 in the capital of the Claimant.
5. The Claimant shall serve an Office Copy of this Order on the Defendant forthwith.

Service of this Order:

The Court has provided a sealed copy of this Order to the serving party:
Clarkslegal LLP, 5th Floor, Thames Tower, Station Road, Reading, RG1 1LX

Ref: CJT/PR768/6 Email: ctayton@clarkslegal.com

Solicitors for the Claimant