



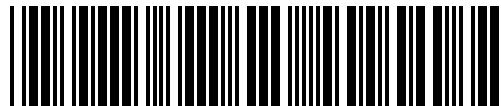
Companies House

**CS01** (ef)

**Confirmation Statement**

Company Name: **IGNIS TOPCO LIMITED**

Company Number: **10846957**



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XC7K3NL6

Company Name: **IGNIS TOPCO LIMITED**

Company Number: **10846957**

Confirmation **02/07/2023**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>13991914</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>0.139919</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: NO RIGHT TO DIVIDENDS OR DISTRIBUTIONS UNLESS THE COMPANY DETERMINES OTHERWISE UNDER THE RECOMMENDATION OF THE BOARD AND INVESTOR CONSENT, UP TO AN AMOUNT EQUAL TO THE PREFERRED AMOUNT; RETURN OF CAPITAL: IN PRIORITY TO OTHER PAYMENTS IN RESPECT OF SHAREHOLDINGS, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS PAYABLE TO EACH HOLDER IN RESPECT OF EACH SHARE, AN AMOUNT EQUAL TO: (I) 100% OF THE ISSUE PRICE; AND (II) THE PREFERRED AMOUNT PAID PRO RATA AMONGST THE HOLDERS OF EACH A PREFERRED ORDINARY SHARE; REDEMPTION: THE SHARES ARE REDEEMABLE: (I) ON THE EARLIER OF AN EXIT OR THE OCCURRENCE OF A DEFAULT EVENT; OR (II) AT THE DISCRETION OF THE COMPANY.**

<b>Class of Shares:</b>	<b>A1</b>	Number allotted	<b>578225</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>5782.25</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**VOTING: ON A SHOW OF HANDS, A POLL AND ON A WRITTEN RESOLUTION THE SHARES SHALL CONFER THE RIGHT TO 80% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME WHICH SHALL BE ALLOCATED AMONGST THE HOLDERS OF AL ORDINARY SHARES IN PROPORTION TO THE NUMBER OF AL ORDINARY SHARES HELD; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES/ A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE AL ORDINARY SHARES ARE NON-REDEEMABLE.**

<b>Class of Shares:</b>	<b>A2</b>	<b>Number allotted</b>	<b>221775</b>
	<b>ORDINARY</b>	<b>Aggregate nominal value:</b>	<b>2217.75</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

**VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS .(IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE A2 ORDINARY SHARES ARE NON- REDEEMABLE.**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>13218086</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>0.132181</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: NO RIGHT TO DIVIDENDS OR DISTRIBUTIONS UNLESS THE COMPANY DETERMINES OTHERWISE UNDER THE RECOMMENDATION OF THE BOARD AND INVESTOR CONSENT, WHICH WOULD BE UP TO AN AMOUNT EQUAL TO THE PREFERRED AMOUNT; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, INCLUDING IN RESPECT OF THE A PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS PAYABLE TO EACH HOLDER IN RESPECT OF EACH SHARE, AN AMOUNT EQUAL TO: (I) 100% OF THE ISSUE PRICE; AND (II) THE PREFERRED AMOUNT PAID PRO RATA AMONGST THE HOLDERS OF EACH B PREFERRED ORDINARY SHARE; REDEMPTION: THE SHARES ARE REDEEMABLE: (I) ON THE EARLIER OF AN EXIT OR THE OCCURRENCE OF A DEFAULT EVENT; OR (II) AT THE DISCRETION OF THE COMPANY.**

<b>Class of Shares:</b>	<b>B1</b>	Number allotted	<b>20000</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>4000</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**VOTING: ON A SHOW OF HANDS, A POLL AND ON A WRITTEN RESOLUTION THE SHARES SHALL CONFER THE RIGHT TO 20% OF THE TOTAL VOTING RIGHTS OF ALL SHARES AT ANY TIME WHICH SHALL BE ALLOCATED AMONGST THE HOLDERS OF THE BL ORDINARY SHARES IN PROPORTION TO THE NUMBER OF BL ORDINARY SHARES HELD; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS TO: (I) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE BL ORDINARY SHARES ARE NON-REDEEMABLE.**

<b>Class of Shares:</b>	<b>B2</b>	Number allotted	<b>172500</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>1725</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS; DISTRIBUTIONS: EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS ACCORDING TO THE NUMBER OF SHARES HELD, PARI TACSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS INCLUDING IN RESPECT OF THE A AND B PREFERRED ORDINARY SHARES, EACH HOLDER IS ENTITLED IN RESPECT OF EACH SHARE ON LIQUIDATION OF THE COMPANY OR OTHERWISE TO THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND ALL OTHER SUMS PAYABLE TO: II) A SUM EQUAL TO THE ISSUE PRICE; AND (II) THE BALANCE OF SUCH ASSETS (IF ANY) AFTER ALL PAYMENTS TO BE MADE IN PRIORITY SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE AL ORDINARY SHARES, A2 ORDINARY SHARES, BL ORDINARY SHARES AND B2 ORDINARY SHARES CONSTITUTED ONE CLASS; REDEMPTION: THE B2 ORDINARY SHARES ARE NON- REDEEMABLE.**

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## Statement of Capital (Totals)

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Currency: **GBP**

Total number of shares: **28202500**

Total aggregate nominal value: **13725.2721**

Total aggregate amount **0**

unpaid:

## **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