



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **IGNIS TOPCO LIMITED**

Company Number: **10846957**



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XA92QRE8

Company Name: **IGNIS TOPCO LIMITED**

Company Number: **10846957**

Confirmation **02/07/2021**

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>0.13991</b>

Currency: **GBP**

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: **GBP**

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>0.13218</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: **13725.27209**

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:	<b>33717 A2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>SIMON BURNS</b>
Shareholding 2:	<b>2297 transferred on 2021-03-01 539789 A1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>HORIZON CAPITAL 2013 GENERAL PARTNER LIMITED</b>
Shareholding 3:	<b>10000 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>STEPHEN RILEY</b>
Shareholding 4:	<b>36139 transferred on 2021-04-15 0 A1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>PAUL TOPLEY</b>
Shareholding 5:	<b>11283 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>SIMON BURNS</b>
Shareholding 6:	<b>5000 B1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>SIMON BURNS</b>
Shareholding 7:	<b>5000 B1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>LORNA HAYES</b>
Shareholding 8:	<b>33717 A2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>LORNA HAYES</b>
Shareholding 9:	<b>154341 transferred on 2021-04-15 0 A2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>PAUL TOPLEY</b>
Shareholding 10:	<b>11283 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>LORNA HAYES</b>

Shareholding 11: **9762086 transferred on 2021-04-15**  
**0 B PREFERRED shares held as at the date of this confirmation statement**  
Name: **PAUL TOPLEY**

Shareholding 12: **27434 transferred on 2020-11-20**  
**20000 transferred on 2021-04-15**  
**0 B2 ORDINARY shares held as at the date of this confirmation statement**  
Name: **PAUL TOPLEY**

Shareholding 13: **15000 B2 ORDINARY shares held as at the date of this confirmation statement**  
Name: **ADRIAN RINGROSE**

Shareholding 14: **5000 B1 ORDINARY shares held as at the date of this confirmation statement**  
Name: **ADRIAN RINGROSE**

Shareholding 15: **52434 transferred on 2021-03-01**  
**0 B2 ORDINARY shares held as at the date of this confirmation statement**  
Name: **CHURCHESFIRE GROUP EMPLOYEE BENEFIT TRUST**

Shareholding 16: **10000 B2 ORDINARY shares held as at the date of this confirmation statement**  
Name: **SUE JONES**

Shareholding 17: **1728000 B PREFERRED shares held as at the date of this confirmation statement**  
Name: **LORNA HAYES**

Shareholding 18: **1728000 B PREFERRED shares held as at the date of this confirmation statement**  
Name: **SIMON BURNS**

Shareholding 19: **13901489 A PREFERRED shares held as at the date of this confirmation statement**  
Name: **HORIZON CAPITAL 2013 GENERAL PARTNER LIMITED**

Shareholding 20: **1914 A1 ORDINARY shares held as at the date of this confirmation statement**  
Name: **ADRIAN RINGROSE**

Shareholding 21: **77644 A PREFERRED shares held as at the date of this confirmation statement**  
Name: **ADRIAN RINGROSE**



Shareholding 22:	<b>383 A1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>CHARLIE HAYNES</b>
Shareholding 23:	<b>5000 B1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>CHARLIE HAYNES</b>
Shareholding 24:	<b>35000 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>CHARLIE HAYNES</b>
Shareholding 25:	<b>12781 A PREFERRED shares held as at the date of this confirmation statement</b>
Name:	<b>CHARLIE HAYNES</b>
Shareholding 26:	<b>20000 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>DAVID CHENNEL</b>
Shareholding 27:	<b>10000 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>MARK TABONE</b>
Shareholding 28:	<b>2500 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>IAN SYKES</b>
Shareholding 29:	<b>27434 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>CHURCHESFIRE GROUP EMPLOYEE BENEFIT TRUST</b>
Shareholding 30:	<b>36139 A1 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>OTTERSHOOT LIMITED</b>
Shareholding 31:	<b>154341 A2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>OTTERSHOOT LIMITED</b>
Shareholding 32:	<b>20000 B2 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>OTTERSHOOT LIMITED</b>
Shareholding 33:	<b>9762086 B PREFERRED shares held as at the date of this confirmation statement</b>
Name:	<b>OTTERSHOOT LIMITED</b>

## **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