



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **TORTOISE MEDIA LTD**

Company Number: **11100473**



Received for filing in Electronic Format on the: **29/11/2021**

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Company Name: **TORTOISE MEDIA LTD**

Company Number: **11100473**

Confirmation **29/11/2021**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	100000
	ORDINARY	Aggregate nominal value:	1

Currency: **GBP**

Prescribed particulars

THE B ORDINARY SHARES CARRY FULL VOTING RIGHTS. THE PARTICIPATING EQUITY SHARES (THE ORDINARY SHARES, B ORDINARY SHARES AND SERIES SEED SHARES) RANK PARI PASSU ON A DISTRIBUTION OF DIVIDENDS ON A PRO RATA BASIS. ON A LIQUIDATION OR A RETURN OF CAPITAL WHERE THE SURPLUS ASSETS OF THE COMPANY ARE LESS THAN THE HURDLE AMOUNT, SUCH SURPLUS ASSETS ARE TO BE DISTRIBUTED FIRST IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT, SECOND IN PAYING THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS, THIRD IN PAYING TO THE HOLDERS OF THE GROWTH SHARES, IF ANY, AN AMOUNT PER GROWTH SHARE HELD EQUAL TO THE PRICE CREDITED AS PAID UP ON THAT GROWTH SHARE AND, FINALLY THE BALANCE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY CONSTITUTED A SINGLE CLASS) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ON A LIQUIDATION OR A RETURN OF CAPITAL WHERE THE SURPLUS ASSETS OF THE COMPANY ARE EQUAL TO OR GREATER THAN THE HURDLE AMOUNT, ANY SURPLUS ASSETS ARE TO BE DISTRIBUTED FIRST IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT, SECOND IN PAYING THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS, THIRD IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF B ORDINARY SHARES AND, ANY THE BALANCE OF SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND GROWTH SHARES (AS IF THEY CONSTITUTED A SINGLE CLASS) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND GROWTH SHARES HELD. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	GROWTH	Number allotted	100000
	SHARES	Aggregate nominal value:	1

Currency: **GBP**

Prescribed particulars

THE B ORDINARY SHARES CARRY FULL VOTING RIGHTS. THE PARTICIPATING EQUITY SHARES (THE ORDINARY SHARES, B ORDINARY SHARES AND SERIES SEED SHARES) RANK PARI PASSU ON A DISTRIBUTION OF DIVIDENDS ON A PRO RATA BASIS. ON A LIQUIDATION OR A RETURN OF CAPITAL WHERE THE SURPLUS ASSETS OF THE COMPANY ARE LESS THAN THE HURDLE AMOUNT, SUCH SURPLUS ASSETS ARE TO BE DISTRIBUTED FIRST IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT, SECOND IN PAYING THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS, THIRD IN PAYING TO THE HOLDERS OF THE GROWTH SHARES, IF ANY, AN AMOUNT PER GROWTH SHARE HELD EQUAL TO THE PRICE CREDITED AS PAID UP ON THAT GROWTH SHARE AND, FINALLY THE BALANCE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY CONSTITUTED A SINGLE CLASS) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ON A LIQUIDATION OR A RETURN OF CAPITAL WHERE THE SURPLUS ASSETS OF THE COMPANY ARE EQUAL TO OR GREATER THAN THE HURDLE AMOUNT, ANY SURPLUS ASSETS ARE TO BE DISTRIBUTED FIRST IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT, SECOND IN PAYING THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS, THIRD IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF B ORDINARY SHARES AND, ANY THE BALANCE OF SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND GROWTH SHARES (AS IF THEY CONSTITUTED A SINGLE CLASS) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND GROWTH SHARES HELD. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	1042759
Currency:	GBP	Aggregate nominal value:	10.42759
Prescribed particulars			

DIVIDENDS - THE HOLDERS OF ORDINARY SHARES SHALL BE ENTITLED TO FULL DIVIDEND RIGHTS. DISTRIBUTION - ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OF A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) A) FIRST, IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES SEED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES SEED SHARES; B) SECOND, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND C) THE BALANCE OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. VOTING - THE HOLDERS OF ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY. REDEMPTION - ORDINARY SHARES ARE NOT REDEEMABLE

Class of Shares:	SERIES	Number allotted	694561
	SEED	Aggregate nominal value:	6.94561
Currency:	GBP		
Prescribed particulars			

DIVIDENDS - THE HOLDERS OF SERIES SEED SHARES SHALL BE ENTITLED TO FULL DIVIDEND RIGHTS. DISTRIBUTION - ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OF A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): A) FIRST, IN PAYING TO EACH OF THE SERIES SEED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES SEED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES SEED SHARES; VOTING - THE HOLDERS OF SERIES SEED SHARES SHALL BE ENTITLED TO RECEIVE NOTICE AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY. REDEMPTION - ORDINARY SHARES ARE NOT REDEEMABLE

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1937320
		Total aggregate nominal value:	19.3732
		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: **29904 SERIES SEED shares held as at the date of this confirmation statement**

Name: **BROOKE BROWN BARZUN**

Shareholding 2: **67000 B ORDINARY shares held as at the date of this confirmation statement**

Name: **MATTHEW WINTHROP BARZUN**

Shareholding 3: **33000 ORDINARY shares held as at the date of this confirmation statement**

Name: **MATTHEW WINTHROP BARZUN**

Shareholding 4: **29904 SERIES SEED shares held as at the date of this confirmation statement**

Name: **MATTHEW WINTHROP BARZUN**

Shareholding 5: **59809 ORDINARY shares held as at the date of this confirmation statement**

Name: **ALEXANDER FITZGIBBONS**

Shareholding 6: **19936 SERIES SEED shares held as at the date of this confirmation statement**

Name: **ISABELLE GEORGEAUX**

Shareholding 7: **19936 ORDINARY shares held as at the date of this confirmation statement**

Name: **FRASER HARDIE**

Shareholding 8: **33000 B ORDINARY shares held as at the date of this confirmation statement**

Name: **JAMES PAUL HARDING**

Shareholding 9: **24619 transferred on 2021-06-25
842381 ORDINARY shares held as at the date of this confirmation statement**

Name: **JAMES PAUL HARDING**

Shareholding 10: **39872 SERIES SEED shares held as at the date of this confirmation statement**

Name: **PATRICK HEALY**

Shareholding 11: **19936 transferred on 2021-03-31**
19936 transferred on 2021-03-31
0 SERIES SEED shares held as at the date of this confirmation statement
Name: **HEALY-GEORGEAUX 2002 TRUST**

Shareholding 12: **39873 SERIES SEED shares held as at the date of this confirmation statement**
Name: **LOCAL GLOBE VIII LP**

Shareholding 13: **59808 ORDINARY shares held as at the date of this confirmation statement**
Name: **BERNARD MENSAH**

Shareholding 14: **26555 SERIES SEED shares held as at the date of this confirmation statement**
Name: **NORTH HATLEY TRUST**

Shareholding 15: **3206 ORDINARY shares held as at the date of this confirmation statement**
Name: **DANNY RIMER**

Shareholding 16: **6250 SERIES SEED shares held as at the date of this confirmation statement**
Name: **DANNY RIMER**

Shareholding 17: **99681 SERIES SEED shares held as at the date of this confirmation statement**
Name: **JOSEPH SCHULL**

Shareholding 18: **100000 GROWTH SHARES shares held as at the date of this confirmation statement**
Name: **CATHERINE SARAH ELIZABETH VANNECK-SMITH**

Shareholding 19: **24619 ORDINARY shares held as at the date of this confirmation statement**
Name: **WOODBIDGE INVESTMENTS CORPORATION**

Shareholding 20: **274424 SERIES SEED shares held as at the date of this confirmation statement**
Name: **WOODBIDGE INVESTMENTS CORPORATION**

Shareholding 21: **128162 SERIES SEED shares held as at the date of this confirmation statement**
Name: **YELLOWWOODS ASSOCIATES UK 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



Companies House

COMPANY NAME: TORTOISE MEDIA LTD

COMPANY NUMBER: 11100473

A second filed CS01 (Statement of Capital and Shareholder Information) was registered on 30/11/2021.