



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **PROJECT PHOENIX TOPCO LIMITED**

Company Number: **11839973**



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Company Name: **PROJECT PHOENIX TOPCO LIMITED**

Company Number: **11839973**

Confirmation **20/02/2020**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	600850
	ORDINARY	Aggregate nominal value:	600850
Currency:	GBP		

Prescribed particulars

VOTING EACH MEMBER SHALL HAVE ONE VOTE PER A SHARE SAVE THAT IN THE EVENT OF A DEFAULT, ON NOTIFICATION TO THE COMPANY FROM THE HOLDERS OF NOT LESS THAN 50% OF THE A SHARES, THE VOTING RIGHTS OF THE A SHARES SHALL BE EQUAL TO 90% OF THE TOTAL VOTING RIGHTS ATTACHING TO ALL SHARES. RETURN OF CAPITAL SURPLUS ASSETS ON A RETURN OF CAPITAL ARE TO BE DISTRIBUTED AMONGST ALL SHAREHOLDERS PRO RATA. IF AT THE TIME OF SUCH A DISTRIBUTION THERE ARE RESERVED SHARES (AS DEFINED UNDER THE COMPANY'S ARTICLES OF ASSOCIATION (ARTICLES)) NOT ISSUED, THE A AND C SHAREHOLDERS ARE ENTITLED TO RECEIVE SUCH ADDITIONAL SUM PRO RATA AND IN ACCORDANCE WITH THE TERMS OF ARTICLE 3.2 OF THE ARTICLES. DIVIDENDS THE HOLDERS OF THE A SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE LOAN NOTES (AS DEFINED IN THE ARTICLES) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THIS, ANY DIVIDENDS DECLARED IN ACCORDANCE WITH THE ARTICLES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ALL THE SHARES IN THE CAPITAL OF THE COMPANY PRO RATA, AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE A ORDINARY SHARES ARE NON-REDEEMABLE AT THE OPTION OF THE SHAREHOLDER OR THE COMPANY.

Class of Shares:	B	Number allotted	166927
	ORDINARY	Aggregate nominal value:	166927
Currency:	GBP		

Prescribed particulars

VOTING EACH MEMBER SHALL HAVE ONE VOTE PER B SHARE SAVE THAT IN THE EVENT OF A DEFAULT, ON NOTIFICATION TO THE COMPANY FROM THE HOLDERS OF NOT LESS THAN 50% OF THE A SHARES, THE VOTING RIGHTS OF THE A SHARES SHALL BE EQUAL TO 90% OF THE TOTAL VOTING RIGHTS ATTACHING TO ALL SHARES. RETURN OF CAPITAL SURPLUS ASSETS ON A RETURN OF CAPITAL ARE TO BE DISTRIBUTED AMONGST ALL SHAREHOLDERS PRO RATA. IF AT THE TIME OF SUCH A DISTRIBUTION THERE ARE RESERVED SHARES (AS DEFINED UNDER THE COMPANY'S ARTICLES OF ASSOCIATION (ARTICLES)) NOT ISSUED, THE A AND C SHAREHOLDERS ARE ENTITLED

TO RECEIVE SUCH ADDITIONAL SUM PRO RATA AND IN ACCORDANCE WITH THE TERMS OF ARTICLE 3.2 OF THE ARTICLES. DIVIDENDS THE HOLDERS OF THE B SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE LOAN NOTES (AS DEFINED IN THE ARTICLES) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THIS, ANY DIVIDENDS DECLARED IN ACCORDANCE WITH THE ARTICLES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ALL THE SHARES IN THE CAPITAL OF THE COMPANY PRO RATA, AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE B ORDINARY SHARES ARE NON-REDEEMABLE AT THE OPTION OF THE SHAREHOLDER OR THE COMPANY.

Class of Shares:	C	Number allotted	225267
	ORDINARY	Aggregate nominal value:	225267
Currency:	GBP		

Prescribed particulars

VOTING EACH MEMBER SHALL HAVE ONE VOTE PER C SHARE SAVE THAT IN THE EVENT OF A DEFAULT, ON NOTIFICATION TO THE COMPANY FROM THE HOLDERS OF NOT LESS THAN 50% OF THE A SHARES, THE VOTING RIGHTS OF THE A SHARES SHALL BE EQUAL TO 90% OF THE TOTAL VOTING RIGHTS ATTACHING TO ALL SHARES. RETURN OF CAPITAL SURPLUS ASSETS ON A RETURN OF CAPITAL ARE TO BE DISTRIBUTED AMONGST ALL SHAREHOLDERS PRO RATA. IF AT THE TIME OF SUCH A DISTRIBUTION THERE ARE RESERVED SHARES (AS DEFINED UNDER THE COMPANY'S ARTICLES OF ASSOCIATION (ARTICLES)) NOT ISSUED, THE A AND C SHAREHOLDERS ARE ENTITLED TO RECEIVE SUCH ADDITIONAL SUM PRO RATA AND IN ACCORDANCE WITH THE TERMS OF ARTICLE 3.2 OF THE ARTICLES. DIVIDENDS THE HOLDERS OF THE C SHARES SHALL NOT BE ENTITLED TO RECEIVE ANY DIVIDENDS IN RESPECT OF THOSE SHARES UNTIL SUCH TIME AS THE LOAN NOTES (AS DEFINED IN THE ARTICLES) HAVE BEEN REDEEMED IN FULL. SUBJECT TO THIS, ANY DIVIDENDS DECLARED IN ACCORDANCE WITH THE ARTICLES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ALL THE SHARES IN THE CAPITAL OF THE COMPANY PRO RATA, AS IF THEY CONSTITUTED ONE CLASS OF SHARE. THE C ORDINARY SHARES ARE NON-REDEEMABLE AT THE OPTION OF THE SHAREHOLDER OR THE COMPANY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	993044
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Total aggregate nominal	993044
value:	
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:	600850 A ORDINARY shares held as at the date of this confirmation statement
Name:	APIARY CAPITAL PARTNERS I GP LLP IN ITS CAPACITY AS GENERAL PARTNER OF APIARY CAPITAL PARTNERS I LP
Shareholding 2:	39927 B ORDINARY shares held as at the date of this confirmation statement
Name:	ANTHONY PARISH
Shareholding 3:	10000 C ORDINARY shares held as at the date of this confirmation statement
Name:	ANTHONY PARISH
Shareholding 4:	26709 B ORDINARY shares held as at the date of this confirmation statement
Name:	APIARY CAPITAL PARTNERS I GP LLP IN ITS CAPACITY AS GENERAL PARTNER OF APIARY CAPITAL PARTNERS I LP
Shareholding 5:	37445 C ORDINARY shares held as at the date of this confirmation statement
Name:	APIARY CAPITAL PARTNERS I GP LLP IN ITS CAPACITY AS GENERAL PARTNER OF APIARY CAPITAL PARTNERS I LP
Shareholding 6:	51823 B ORDINARY shares held as at the date of this confirmation statement
Name:	ADAM YOUNG
Shareholding 7:	22500 C ORDINARY shares held as at the date of this confirmation statement
Name:	ADAM YOUNG
Shareholding 8:	23374 transferred on 2019-11-05 4974 B ORDINARY shares held as at the date of this confirmation statement
Name:	JAMES ARNOLD-ROBERTS
Shareholding 9:	17504 transferred on 2019-11-05 4996 C ORDINARY shares held as at the date of this confirmation statement
Name:	JAMES ARNOLD-ROBERTS

Shareholding 10: **4891 B ORDINARY shares held as at the date of this confirmation statement**
Name: **PETER FRANCIS**

Shareholding 11: **15000 C ORDINARY shares held as at the date of this confirmation statement**
Name: **PETER FRANCIS**

Shareholding 12: **1334 transferred on 2019-08-06**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **ANTONY VIGAR**

Shareholding 13: **10000 transferred on 2019-08-06**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **ANTONY VIGAR**

Shareholding 14: **3619 B ORDINARY shares held as at the date of this confirmation statement**
Name: **SCOTT LEE**

Shareholding 15: **2500 C ORDINARY shares held as at the date of this confirmation statement**
Name: **SCOTT LEE**

Shareholding 16: **10000 C ORDINARY shares held as at the date of this confirmation statement**
Name: **DAVID BLACKBURN**

Shareholding 17: **4818 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK THOMPSON**

Shareholding 18: **17455 C ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK THOMPSON**

Shareholding 19: **26055 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MARTIN CROSS**

Shareholding 20: **33301 C ORDINARY shares held as at the date of this confirmation statement**
Name: **MARTIN CROSS**

Shareholding 21: **59644 C ORDINARY shares held as at the date of this confirmation statement**
Name: **ALEX TUPMAN**

Shareholding 22: **1897 transferred on 2019-11-19**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **AJAY SHAH**

Shareholding 23: **9941 transferred on 2019-11-19**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **AJAY SHAH**

Shareholding 24: **2382 B ORDINARY shares held as at the date of this confirmation statement**
Name: **GREG WASILEWSKI**

Shareholding 25: **1243 C ORDINARY shares held as at the date of this confirmation statement**
Name: **GREG WASILEWSKI**

Shareholding 26: **178 B ORDINARY shares held as at the date of this confirmation statement**
Name: **REX PURNELL**

Shareholding 27: **1243 C ORDINARY shares held as at the date of this confirmation statement**
Name: **REX PURNELL**

Shareholding 28: **208 B ORDINARY shares held as at the date of this confirmation statement**
Name: **NICK JAMES**

Shareholding 29: **64 B ORDINARY shares held as at the date of this confirmation statement**
Name: **SANKETH NAIK**

Shareholding 30: **2485 C ORDINARY shares held as at the date of this confirmation statement**
Name: **SANKETH NAIK**

Shareholding 31: **253 B ORDINARY shares held as at the date of this confirmation statement**
Name: **STEVE GOODWIN**

Shareholding 32: **2485 C ORDINARY shares held as at the date of this confirmation statement**
Name: **STEVE GOODWIN**

Shareholding 33: **104 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MICHAEL COLE**

Shareholding 34: **104 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BILL GLEESON**

Shareholding 35: **104 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BRANISLAV CICO**

Shareholding 36: **149 B ORDINARY shares held as at the date of this confirmation statement**
Name: **CLINTON GROOME**

Shareholding 37: **2485 C ORDINARY shares held as at the date of this confirmation statement**
Name: **CLINTON GROOME**

Shareholding 38: **208 B ORDINARY shares held as at the date of this confirmation statement**
Name: **SAURABH SEHGAL**

Shareholding 39: **104 B ORDINARY shares held as at the date of this confirmation statement**
Name: **ANTON JEYARATNAM**

Shareholding 40: **104 B ORDINARY shares held as at the date of this confirmation statement**
Name: **KARTHIK SHANKARANARAYANA**

Shareholding 41: **104 transferred on 2020-01-20**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **JENNELLE DE PEZA**

Shareholding 42: **149 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK KING**

Shareholding 43: **2485 C ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK KING**

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