### RP04

### Second filing of a document previously delivered



#### What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that contained trivial inaccuracies. A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but trivial inaccuracies still appear on the register.

#### ★ What this form is NOT for

You cannot use this form to file a second filing of a document delivered

under the Companies A the Companies (Northe Order 1986 regardless delivered.

A second filing of a do cannot be filed where information that was c properly delivered. For used in these circumstances.

For further information, please refer to our guidance at: gov.uk/companieshouse



A06 09/03/2024 COMPANIES HOUSE

#206

1	Company details	
Company number Company name in ful	1	→ Filling in this form Please complete in typescript or in bold black capitals.  All fields are mandatory unless specified or indicated by *
2	Description of the original document	
Document type •	CS01	Description of the original document  Please enter the document

Date of registration of  $\begin{bmatrix} ^{d}3 \\ \end{bmatrix}$   $\begin{bmatrix} ^{d}1 \\ \end{bmatrix}$   $\begin{bmatrix} ^{m}0 \\ \end{bmatrix}$   $\begin{bmatrix} ^{m}5 \\ \end{bmatrix}$   $\begin{bmatrix} ^{y}2 \\ \end{bmatrix}$   $\begin{bmatrix} ^{y}0 \\ \end{bmatrix}$   $\begin{bmatrix} ^{y}2 \\ \end{bmatrix}$   $\begin{bmatrix} ^{y}3 \\ \end{bmatrix}$  the original document

Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.

3

#### Section 243 or 790ZF Exemption 9

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

#### RP04

Second filing of a document previously delivered

Presenter information
You do not have to give any contact information, but if
you do it will help Companies House if there is a query
on the form. The contact information you give will be
visible to searchers of the public record.
Contact name
Company name Shoosmiths LLP
Address
Audiess
100 Avebury Boulevard
Post town Milton Keynes
County/Region
Postcode
Country
DX
Telephone
✓ Checklist
We may return forms completed incorrectly or with information missing.
Please make sure you have remembered the
following:
☐ The company name and number match the
information held on the public Register.  You can only use this form to file a second filing of
a document delivered to the Registrar of Companies
under the Companies Act 2006 on or after
1 October 2009 which contained trivial inaccuracies.
☐ If you are updating a document where you have
previously paid a fee, do not send a fee along with
this form.
<ul><li>☐ You have enclosed the second filed document(s).</li><li>☐ If the company to which this document relates has</li></ul>
signed up to the PROOF (PROtected Online Filing)
scheme, you must also deliver with this form, and
the second filed document(s), a PR03 form 'Consent
for paper filing.'

#### Important information

Please note that all information on this form will appear on the public record.

#### How to send your form

You can upload certain forms to Companies House instead of sending them by post.

If you need to post your form, you must send it to the correct address.

For more information on where to send the form visit:

#### gov.uk/companies-house/offices

#### Further information

For further information, please see the guidance notes on the website at gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on our website: **gov.uk/companieshouse** 

## CS01- continuation page Confirmation statement

#### Statement of capital

Complete the table below to show the issued share capital. Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	unpaid, if any (£, €, \$, etc) Including both the nominal
GBP	A Ordinary	710,843	£710,843.00	
GBP	A Preference	21,075,000	£21,075,000.00	
GBP	B Ordinary	89,159	£89,159.00	
GBP	B Preference	52,438,034	£52,438,034.00	
GBP	C1 Ordinary	150,000	£150,000.00	
GBP	C2 Ordinary	50,001	£50,001.00	
- 10 00				
	Total	<b>s</b> 74,513,037	£74,513,037.00	£0.00

In a	iccor	rdance	with
Sec	tion	853D	of the
Car	npar	nies Ac	t 2006.

### CS01- additional information page

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Part 2	Statement of capital ch	ange			
	Complete this part in full if there has l prescribed particulars since the last st		•	-	
,		required for compan hout share capital.		refer to ou	r information, please ir guidance at uk/companieshouse
	You must complete both sections B1 and B2.				
B1	Share capital				
	Complete the table(s) below to show the issu	ued share capital.			tion pages
	Complete a separate table for each curradd pound sterling in 'Currency table A' and				ement of capital on page if necessary.
Currency	Class of shares	Number of shares		minal value	Total aggregate amount
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		(£, €, S, etc) Number of shar		unpaid, if any $(\mathcal{L}, \leq, 5, \text{ etc})$ Including both the nominal
Currency table A			multiplied by no	minal value	value and any share premium
GBP	See attached schedule			<u> </u>	
		<u></u> _			
	Totals				
Currency table B					
			_		
	Totals			<del></del>	
Currency table C		<del></del>			
<u> </u>					
	Totals				
	Table 1 a Charles	Total number of shares	Total aggr nominal v	egate alue <b>0</b>	Total aggregate amount unpaid •
	Totals (including continuation pages)	74,513,0	37 £74,513	,037.00	£0.00
		• Please list total a For example: £100 -			t currencies separately.

# CS01- additional information page Confirmation statement

B2	Prescribed particulars				
	Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in <b>Section B1</b> .	Prescribed particulars of rights attached to shares The particulars are:			
Class of share	A Ordinary	a. particulars of any voting rights, including rights that arise only in			
Prescribed particulars	See attached schedule	certain circumstances; b. particulars of any rights, as respect dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.			
		A separate table must be used for each class of share.			
		Please use a prescribed particulars continuation page if necessary.			
Class of share	A Preference				
Prescribed particulars	See attached schedule				
Class of share	B Ordinary	•			
Prescribed particulars	See attached schedule				

#### B2 Prescribed particulars Please give the prescribed particulars of rights attached to shares for each class OPrescribed particulars of rights of share shown in the statement of capital share tables in Section B1. attached to shares The particulars are: Class of share A Ordinary a. particulars of any voting rights, including rights that arise only in VOTING: ON A WRITTEN RESOLUTION, EACH HOLDER SHALL Prescribed particulars certain circumstances; HAVE ONE VOTE FOR EACH A ORDINARY SHARE HELD BY b. particulars of any rights, as HIM. DISTRIBUTIONS: SUBJECT TO: (I) THE BOARD respects dividends, to participate RECOMMENDING PAYMENT OF THE SAME; (II) HORIZON in a distribution; INVESTOR CONSENT; AND (III) PRIORITY PAYMENTS OF c. particulars of any rights, as ANY DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE respects capital, to participate in a SHARES, EACH HOLDER IS ENTITLED TO PARTICIPATE IN distribution (including on winding ALL DIVIDENDS AND DISTRIBUTIONS AMONGST THE up); and d. whether the shares are to be HOLDERS OF THE A ORDINARY SHARES, B ORDINARY redeemed or are liable to be SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE redeemed at the option of the SAME CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO company or the shareholder. THE NUMBER OF SHARES HELD BY HIM. RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, A separate table must be used for INCLUDING WITH RESPECT TO THE A PREFERENCE SHARES each class of share. AND B PREFERENCE SHARES, ON A LIQUIDATION ALL PAYMENTS SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A ORDINARY SHARES, B ORDINARY SHARES AND THE C ORDINARY SHARES CONSTITUTED ONE CLASS. REDEMPTION: THE SHARES ARE NON-REDEEMABLE.

#### Prescribed particulars **B2** Please give the prescribed particulars of rights attached to shares for each class Prescribed particulars of rights of share shown in the statement of capital share tables in **Section B1**. attached to shares The particulars are: Class of share A Preference a. particulars of any voting rights, including rights that arise only in VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS. Prescribed particulars certain circumstances; DISTRIBUTIONS: THE COMPANY SHALL ACCRUE FOR EACH b. particulars of any rights, as PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL respects dividends, to participate DIVIDEND AT THE ANNUAL RATE OF 10% OF THE ISSUE in a distribution: PRICE PER A PREFERENCE SHARE COMPOUNDED ANNUALLY c. particulars of any rights, as ON 31 DECEMBER EACH YEAR WHICH SHALL ACCRUE DAILY respects capital, to participate in a AND BE CALCULATED IN RESPECT OF THE PERIOD TO SUCH distribution (including on winding DATE ASSUMING A 365-DAY YEAR. RETURN OF CAPITAL: up); and d. whether the shares are to be IN PRIORITY TO OTHER PAYMENTS IN RESPECT OF redeemed or are liable to be SHAREHOLDINGS, EACH HOLDER ON A LIQUIDATION IS redeemed at the option of the ENTITLED IN RESPECT OF EACH A PREFERENCE SHARE TO company or the shareholder. AN AMOUNT EQUAL TO THE A PREFERENCE RETURN. REDEMPTION: THE COMPANY SHALL REDEEM THE SHARES: A separate table must be used for I) IMMEDIATELY PRIOR TO AN EXIT; II) ON THE each class of share. OCCURRENCE OF A MATERIAL DEFAULT EVENT; III) IF EARLIER, THE FINAL REDEMPTION DATE; OR IV) ON NOT LESS THAN 25 BUSINESS DAYS' NOTICE IN WRITING TO THE HOLDERS OF THE A PREFERENCE SHARES.

#### B2 Prescribed particulars Please give the prescribed particulars of rights attached to shares for each class • Prescribed particulars of rights of share shown in the statement of capital share tables in Section B1. attached to shares The particulars are: Class of share B Ordinary a. particulars of any voting rights, including rights that arise only in VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS. Prescribed particulars certain circumstances; DISTRIBUTIONS: SUBJECT TO: (I) THE BOARD b. particulars of any rights, as RECOMMENDING PAYMENT OF THE SAME; (II) HORIZON respects dividends, to participate INVESTOR CONSENT; AND (III) PRIORITY PAYMENTS OF in a distribution; ANY DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE c. particulars of any rights, as SHARES, EACH HOLDER IS ENTITLED TO PARTICIPATE IN respects capital, to participate in a ALL DIVIDENDS AND DISTRIBUTIONS AMONGST THE distribution (including on winding HOLDERS OF THE A ORDINARY SHARES, B ORDINARY up); and SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE d. whether the shares are to be SAME CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO redeemed or are liable to be redeemed at the option of the THE NUMBER OF SHARES HELD BY HIM. RETURN OF company or the shareholder. CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, INCLUDING WITH RESPECT TO THE A PREFERENCE SHARES A separate table must be used for AND B PREFERENCE SHARES, ON A LIQUIDATION ALL each class of share. PAYMENTS SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A ORDINARY SHARES, B ORDINARY SHARES AND THE C ORDINARY SHARES CONSTITUTED ONE CLASS. REDEMPTION: THE SHARES ARE NON-REDEEMABLE.

#### B2 Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

#### Class of share

#### B Preference

#### Prescribed particulars

VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS. DISTRIBUTIONS: THE COMPANY SHALL ACCRUE FOR EACH B PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 10% OF THE ISSUE PRICE PER B PREFERENCE SHARE COMPOUNDED ANNUALLY ON 31 DECEMBER IN EACH YEAR WHICH SHALL ACCRUE DAILY AND BE CALCULATED IN RESPECT OF THE PERIOD TO SUCH DATE ASSUMING A 365-DAY YEAR. RETURN OF CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, INCLUDING IN RESPECT OF THE A PREFERENCE SHARES, EACH HOLDER ON A LIQUIDATION IS ENTITLED IN RESPECT OF EACH B PREFERENCE SHARE TO AN AMOUNT EQUAL TO THE B PREFERENCE RETURN. REDEMPTION: THE COMPANY SHALL REDEEM THE SHARES: I) IMMEDIATELY PRIOR TO AN EXIT; II) ON THE OCCURRENCE OF A MATERIAL DEFAULT EVENT; ITI) IF EARLIER, THE FINAL REDEMPTION DATE; OR IV) ON NOT LESS THAN 25 BUSINESS DAYS' NOTICE IN WRITING TO THE HOLDERS OF B PREFERENCE SHARES.

### Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

B2	Prescribed particulars	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Section B1</b> .	•Prescribed particulars of rights attached to shares
Class of share	C1 Ordinary	The particulars are:  a. particulars of any voting rights,
Prescribed particulars   O	VOTING: ON A WRITTEN RESOLUTION, EACH HOLDER SHALL HAVE SUCH NUMBER OF VOTES AS ARE EQUAL TO HIS CI VOTING PARTICIPATION. DISTRIBUTIONS: SUBJECT TO: (1) THE BOARD RECOMMENDING PAYMENT OF THE SAME; (II) HORIZON INVESTOR CONSENT; AND (III) PRIORITY PAYMENTS OF ANY DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE SHARES, EACH HOLDER IS ENTITLED TO PARTICIPATE IN ALL DIVIDENDS AND DISTRIBUTIONS AMONGST THE HOLDERS OF THE A ORDINARY SHARES, BO ORDINARY SHARES AND CORDINARY SHARES AND A CORDINARY SHARES AND THE NUMBER OF SHARES HELD BY HIM. RETURN OF CAPITAL: SUBJECT TO THE A PREFERENCE SHARES AND B PREFERENCE SHARES, ON A LIQUIDATION ALL PAYMENTS SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A ORDINARY SHARES, B ORDINARY SHARES AND THE C ORDINARY SHARES CONSTITUTED ONE CLASS. REDEMPTION: THE SHARES ARE NON-REDEEMABLE.	a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.  A separate table must be used for each class of share.

#### Prescribed particulars **B2** Please give the prescribed particulars of rights attached to shares for each class • Prescribed particulars of rights of share shown in the statement of capital share tables in Section B1. attached to shares The particulars are: Class of share C2 Ordinary a. particulars of any voting rights, including rights that arise only in VOTING: THE SHARES DO NOT CARRY ANY VOTING RIGHTS. Prescribed particulars certain circumstances; DISTRIBUTIONS: SUBJECT TO: (I) THE BOARD b. particulars of any rights, as RECOMMENDING PAYMENT OF THE SAME; (II) HORIZON respects dividends, to participate INVESTOR CONSENT; AND (III) PRIORITY PAYMENTS OF in a distribution: ANY DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE c. particulars of any rights, as SHARES, EACH HOLDER IS ENTITLED TO PARTICIPATE IN respects capital, to participate in a ALL DIVIDENDS AND DISTRIBUTIONS AMONGST THE distribution (including on winding HOLDERS OF THE A ORDINARY SHARES, B ORDINARY up); and d. whether the shares are to be SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO redeemed or are liable to be redeemed at the option of the THE NUMBER OF SHARES HELD BY HIM. RETURN OF company or the shareholder. CAPITAL: SUBJECT TO ANY PRIORITY PAYMENTS, INCLUDING WITH RESPECT TO THE A PREFERENCE SHARES A separate table must be used for AND B PREFERENCE SHARES, ON A LIQUIDATION ALL each class of share. PAYMENTS SHALL BE DISTRIBUTED ACCORDING TO THE NUMBER OF SHARES HELD, PARI PASSU AS IF THE A ORDINARY SHARES, B ORDINARY SHARES AND THE C ORDINARY SHARES CONSTITUTED ONE CLASS. REDEMPTION: THE SHARES ARE NON-REDEEMABLE.

Mills Co-Investment LP

Wizard Bidco Limited

(Hermes)

Gehan Talwatte

A Ordinary

A Ordinary

A Ordinary

## CS01- additional information page Confirmation statement

Part 4	Sharehol	der inforr	nation	change							
		Only use this Part to tell us of a change to shareholder information since the company last delivered this information.									
	✓ If completed the sent at the sam confirmation st	e time as your without share capital or DTR5				raici to car	For further information, please refer to our guidance at www.gov.uk/companieshouse				
D1	Shareholder How is the list of			-traded comp	an	Please use	a Shareholder				
	appropriate box  The list of shall enclosed on page	reholders is The list of shareholders is			company) o necessary.	information (for a non-traded company) continuation page if necessary.					
	Show any inform	ation that has char	nged for each	person.							
	Please list the col should be listed of		rs in alphabet	cal order. Joint shar	eho	lders					
	I			Shares held at confirmation date		Shares transferred (if appro	opriate)				
Shareholder's Name (Address not required)		Class of share		Number of shares	j	Number of shares	Date of registration of transfer				
Bison Investm	ment S.A R.L.	A Ordinary			0	286,785	18 / 01 / 2023				
Horizon Capital Fund 2013 A Limited Partnership Horizon Capital Fund 2013 B Limited Partnership		A Ordinary			0	137,403	18 / 01 / 2023				
		A Ordinary			0	1,779	18 / 01 / 2023				
Horizon Capit Briefing Medi Co-Investment	.a	A Ordinary			0	34,277	18 / 01 / 2023				
Horizon Capit Friends and F Limited Partr	amily	A Ordinary			0	989	18 / 01 / 2023				

248,410

1,200

18 / 01 / 2023

18 / 01 / 2023

0

710,843

		Shares held at confirmation date	Shares transferred (if appro	opriate)
Shareholder's Name (Address not required)	Class of share	Number of shares	Number of shares	Date of registration of transfer
Bison Investment S.A R.L.	A Preference	0	21,075,000	18 / 01 / 2023
Wizard Bidco Limited	A Preference	21,075,000		1 1
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				I I

D1	Shareholde	r information for a n	on-traded compa	ny	
	Show any infor	mation that has changed for ea	ach person.		
	Please list the c should be listed	ompany shareholders in alpha I consecutively.	betical order. Joint shareh	olders	
			Shares held at confirmation date	Shares transferred (if appro	priate)
Shareholder's Name (Address not required)		Class of share	Number of shares	Number of shares	Date of registration of transfer
William Rory E	Brown	B Ordinary	0	51,686	18 / 01 / 2023
Rupert James I	Levy	B Ordinary	0	37,473	18 / 01 / 2023
Wizard Bidco I	Limited	B Ordinary	89,159		1 1
					1 1
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	<u> </u>				1 1
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			}		1 1
				<u> </u>	1 1

## CS01- continuation page Confirmation statement

)1 S	hareholder information for a non-traded	company
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Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

ľ		Shares held at confirmation date	Shares transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares	Number of shares	Date of registration of transfer
Bison Investment S.A R.L.	B Preference	0	18,785,304	18 / 01 / 2023
William Rory Brown	B Preference	0	3,389,522	18 / 01 / 2023
Horizon Capital Fund 2013 A Limited Partnership	B Preference	0	8,880,490	18 / 01 / 2023
Horizon Capital Fund 2013 B Limited Partnership	B Preference	0	114,973	18 / 01 / 2023
Horizon Capital Fund 2013 Briefing Media Co-Investment LP	B Preference	0	2,221,461	18 / 01 / 2023
Horizon Capital Fund 2013 Friends and Family Limited Partnership	B Preference	0	63,935	18 / 01 / 2023
Rupert James Levy	B Preference	0	2,457,431	18 / 01 / 2023
Mills Co-Investment LP (Hermes)	B Preference	0	16,436,271	18 / 01 / 2023
Gehan Talwatte	B Preference	0	88,647	18 / 01 / 2023
Wizard Bidco Limited	B Preference	52,438,034		1 1
				1 1
				1 1
<u> </u>				

D1	Shareholder information for a non-traded company	<del></del>
	Show any information that has changed for each person.	
	Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.	

'		Shares held at confirmation date	Shares transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares	Number of shares	Date of registration of transfer
William Rory Brown	C1 Ordinary	0	96,000	18 / 01 / 2023
Rupert James Levy	C1 Ordinary	0	54,000	18 / 01 / 2023
Wizard Bidco Limited	C1 Ordinary	150,000		l I
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## CS01- continuation page Confirmation statement

Shareholder information for a no	n-traded company
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Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

l		Shares held at confirmation date	Shares transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares	Number of shares	Date of registration of transfer
William Rory Brown	C2 Ordinary	0	2,599	18 / 01 / 2023
Julien Hardwick	C2 Ordinary	0	10,176	18 / 01 / 2023
Jim Kenny	C2 Ordinary	0	5,088	18 / 01 / 2023
Rupert James Levy	C2 Ordinary	0	1,610	18 / 01 / 2023
Emma Luetchford	C2 Ordinary	0	5,088	18 / 01 / 2023
Elisabeth Mork-Eidem	C2 Ordinary	0	5,088	18 / 01 / 2023
Joe Muldowney	C2 Ordinary	0	10,176	18 / 01 / 2023
Gehan Talwatte	C2 Ordinary	0	10,176	18 / 01 / 2023
Wizard Bidco Limited	C2 Ordinary	50,001		1 1
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				1 1
				1 1
				<u></u>