



Companies House

AR01 (ef)

Annual Return



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X51WTRYG

Company Name: **MODE DIAGNOSTICS LIMITED**

Company Number: **SC297009**

Date of this return: **10/02/2016**

SIC codes: **86220**

Company Type: **Private company limited by shares**

Situation of Registered Office: **CMS CAMERON MCKENNA 191 WEST GEORGE STREET
GLASGOW
SCOTLAND
G2 2LD**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR GRAHAM**

Surname: **PATERSON**

Former names:

Service Address: **2 ACER CRESCENT
AULD BALGONIE
PAISLEY
RENFREWSHIRE
PA2 9LR**

Company Director 1

Type: **Person**
Full forename(s): **DR JOHN**

Surname: **BROWN**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/03/1955** *Nationality:* **BRITISH**

Occupation: **NONE**

Company Director 2

Type: **Person**
Full forename(s): **MR GRAHAM**

Surname: **PATERSON**

Former names:

Service Address: **2 ACER CRESCENT
AULD BALGONIE
PAISLEY
RENFREWSHIRE
PA2 9LR**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/06/1951** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Company Director **3**

Type: **Person**

Full forename(s): **DR HELEN MARGARET**

Surname: **SHAW**

Former names:

Service Address: **95B BROOK STREET
WYMESWOLD
LOUGHBOROUGH
LEICESTERSHIRE
LE12 6TT**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/05/1962**

Nationality: **BRITISH**

Occupation: **NONE**

Company Director 4

Type: **Corporate**
Name: **IP2IPO SERVICES LIMITED**

*Registered or
principal address:* **24 CORNHILL
LONDON
GREAT BRITAIN
EC3V 3ND**

European Economic Area (EEA) Company

Register Location: **UK COMPANIES HOUSE**
Registration Number: **05325867**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	328290
		<i>Aggregate nominal value</i>	328.29
<i>Currency</i>	GBP	<i>Amount paid</i>	2.97
		<i>Amount unpaid</i>	0

Prescribed particulars

1. THE RIGHT TO RECEIVE ANY DIVIDEND DECLARED PAYABLE ON THOSE SHARES. 2. THE RIGHT TO VOTE AT A GENERAL MEETING. 3. ONE VOTE PER SHARE. 4. NON-REDEEMABLE. 5. THE RIGHT TO RECEIVE INCOME ON THE SAME BASIS OF ALL OTHER SHARES CLASSES ON A PRO-RATA BASIS TO THE NUMBER OF SHARES HELD IN EACH CLASS. 6. THE RIGHT TO RECEIVE A RETURN OF CAPITAL PRORATE AMONGST ALL SHARE CLASSES SUBJECT TO THE FOLLOWING: SHARE SALE IF THE PROCEEDS ARE EQUAL TO OR LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT, THE PROCEEDS SHALL BE DISTRIBUTED PRO RATA AMONGST THE HOLDERS OF THE A PREFERRED SHARES AND THE A ORDINARY SHARES ACCORDING TO THE TOTAL SUBSCRIPTION AMOUNT PAID BY SUCH A PREFERRED SHAREHOLDERS AND/OR A ORDINARY SHAREHOLDERS AND THE HOLDERS OF THE ORDINARY SHARES WILL NOT RECEIVE A DISTRIBUTION OF ANY PROCEEDS. IN THE EVENT THAT THE PROCEEDS ARE GREATER THAN THE AGGREGATE SUBSCRIPTION AMOUNT BUT DISTRIBUTION ON A PRO RATA BASIS AMONGST ALL SHAREHOLDERS WOULD RESULT IN ANY HOLDERS OF A PREFERRED SHARES AND/OR A ORDINARY SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT PAID BY THEM IN RESPECT OF ALL OR SOME OF THE A PREFERRED SHARES AND/OR A ORDINARY SHARES HELD BY THEM, THEN THE PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THOSE HOLDERS OF A PREFERRED SHARES AND A ORDINARY SHARES WHO WOULD OTHERWISE RECEIVE LESS THAN THE AGGREGATE OF THE SUBSCRIPTION AMOUNT PAID ON SUCH SHARES, AN AMOUNT EQUAL TO THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES; AND (B) SECOND ANY REMAINING PROCEEDS, SHALL BE DISTRIBUTED PRO RATA AMONGST ALL REMAINING SHAREHOLDERS (INCLUDING, IF APPLICABLE, WHERE A PREFERRED SHARES AND/OR A ORDINARY SHARES HAVE BEEN SUBSCRIBED FOR AT DIFFERENT PRICE(S), ANY HOLDERS OF A PREFERRED SHARES AND/OR A ORDINARY SHARES WHO DID NOT RECEIVE A DISTRIBUTION OF PROCEEDS BECAUSE SOME OR ALL OF THEIR A PREFERRED SHARES AND/OR A ORDINARY SHARES WERE SUBSCRIBED FOR AT A LOWER PRICE OR PRICES ("LOWER PRICED PREFERRED SHARES")), PROVIDED THAT, IF THE PAYMENT WOULD RESULT IN ANY HOLDERS OF LOWER PRICED PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES, THEN THEY WILL ALSO BE PAID THEIR AGGREGATE SUBSCRIPTION AMOUNT FOR SUCH LOWER PRICED PREFERRED SHARES AND THE AMOUNT PAYABLE TO OTHER SHAREHOLDERS SHALL BE RECALCULATED AND REDUCED ACCORDINGLY. DISPOSAL OR RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("SURPLUS ASSETS"), SHALL, SUBJECT TO THE BELOW, BE DISTRIBUTED PRO RATA AMONGST ALL SHAREHOLDERS UNLESS: (A) IN THE EVENT THAT THE SURPLUS ASSETS ARE EQUAL TO OR LESS THAN THE AGGREGATE A PREFERRED SUBSCRIPTION AMOUNT, THE SURPLUS ASSETS SHALL BE DISTRIBUTED PRO RATA AMONGST THE HOLDERS OF THE A PREFERRED SHARES ACCORDING TO THE TOTAL SUBSCRIPTION AMOUNT PAID BY SUCH A PREFERRED SHAREHOLDERS, AND THE HOLDERS OF THE ORDINARY SHARES AND THE A ORDINARY SHARES WILL NOT RECEIVE A DISTRIBUTION OF ANY SURPLUS ASSETS.

Class of shares	ORDINARY	<i>Number allotted</i>	293298
		<i>Aggregate nominal value</i>	293.298
<i>Currency</i>	GBP	<i>Amount paid</i>	2.27
		<i>Amount unpaid</i>	0

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Class of shares	ORDINARY	<i>Number allotted</i>	100000
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid</i>	0.001
		<i>Amount unpaid</i>	0

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Class of shares	ORDINARY	<i>Number allotted</i>	53334
		<i>Aggregate nominal value</i>	53.334
<i>Currency</i>	GBP	<i>Amount paid</i>	7.5
		<i>Amount unpaid</i>	0

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Class of shares	A ORDINARY	<i>Number allotted</i>	44296
		<i>Aggregate nominal value</i>	44.296
<i>Currency</i>	GBP	<i>Amount paid per share</i>	3.6
		<i>Amount unpaid per share</i>	0

Prescribed particulars

IN THE EVENT THAT THE SURPLUS ASSETS ARE GREATER THAN THE AGGREGATE A PREFERRED SUBSCRIPTION AMOUNT BUT DISTRIBUTION ON A PRO RATA BASIS AMONGST ALL SHAREHOLDERS WOULD RESULT IN ANY HOLDERS OF A PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT PAID BY THEM IN RESPECT OF ALL OR SOME OF THE A PREFERRED SHARES HELD BY THEM, THEN THE SURPLUS ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THOSE HOLDERS OF A PREFERRED SHARES WHO WOULD OTHERWISE RECEIVE LESS THAN THE AGGREGATE OF THE SUBSCRIPTION AMOUNT PAID ON SUCH SHARES AN AMOUNT EQUAL TO THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES; AND (B) SECOND ANY REMAINING SURPLUS ASSETS, SHALL BE DISTRIBUTED PRO RATA AMONGST ALL REMAINING SHAREHOLDERS (INCLUDING, IF APPLICABLE, WHERE A PREFERRED SHARES HAVE BEEN SUBSCRIBED FOR AT DIFFERENT PRICE(S), ANY HOLDERS OF A PREFERRED SHARES WHO DID NOT RECEIVE A DISTRIBUTION OF SURPLUS ASSETS FOR ALL SUCH SHARES BECAUSE SOME OR ALL OF THEIR A PREFERRED SHARES WERE SUBSCRIBED FOR AT A LOWER PRICE OR PRICES ("LOWER PRICED A PREFERRED SHARES")), PROVIDED THAT, IF THE PAYMENT WOULD RESULT IN ANY HOLDERS OF LOWER PRICED A PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES, THEN THEY WILL ALSO BE PAID THEIR AGGREGATE SUBSCRIPTION AMOUNT FOR SUCH LOWER PRICED A PREFERRED SHARES AND THE AMOUNT PAYABLE TO OTHER SHAREHOLDERS SHALL BE RECALCULATED AND REDUCED ACCORDINGLY.

Class of shares	A ORDINARY	<i>Number allotted</i>	34338
		<i>Aggregate nominal value</i>	34.338
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2
		<i>Amount unpaid per share</i>	0

Prescribed particulars

IN THE EVENT THAT THE SURPLUS ASSETS ARE GREATER THAN THE AGGREGATE A PREFERRED SUBSCRIPTION AMOUNT BUT DISTRIBUTION ON A PRO RATA BASIS AMONGST ALL SHAREHOLDERS WOULD RESULT IN ANY HOLDERS OF A PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT PAID BY THEM IN RESPECT OF ALL OR SOME OF THE A PREFERRED SHARES HELD BY THEM, THEN THE SURPLUS ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THOSE HOLDERS OF A PREFERRED SHARES WHO WOULD OTHERWISE RECEIVE LESS THAN THE AGGREGATE OF THE SUBSCRIPTION AMOUNT PAID ON SUCH SHARES AN AMOUNT EQUAL TO THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES; AND (B) SECOND ANY REMAINING SURPLUS ASSETS, SHALL BE DISTRIBUTED PRO RATA AMONGST ALL REMAINING SHAREHOLDERS (INCLUDING, IF APPLICABLE, WHERE A PREFERRED SHARES HAVE BEEN SUBSCRIBED FOR AT DIFFERENT PRICE(S), ANY HOLDERS OF A PREFERRED SHARES WHO DID NOT RECEIVE A DISTRIBUTION OF SURPLUS ASSETS FOR ALL SUCH SHARES BECAUSE SOME OR ALL OF THEIR A PREFERRED SHARES WERE SUBSCRIBED FOR AT A LOWER PRICE OR PRICES ("LOWER PRICED A PREFERRED SHARES")), PROVIDED THAT, IF THE PAYMENT WOULD RESULT IN ANY HOLDERS OF LOWER PRICED A PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES, THEN THEY WILL ALSO BE PAID THEIR AGGREGATE SUBSCRIPTION AMOUNT FOR SUCH LOWER PRICED A PREFERRED SHARES AND THE AMOUNT PAYABLE TO OTHER SHAREHOLDERS SHALL BE RECALCULATED AND REDUCED ACCORDINGLY.

Class of shares	A PREFERRED	<i>Number allotted</i>	206006
		<i>Aggregate nominal value</i>	206.006
<i>Currency</i>	GBP	<i>Amount paid</i>	3.6
		<i>Amount unpaid</i>	0

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Class of shares	A PREFERRED	<i>Number allotted</i>	346562
		<i>Aggregate nominal value</i>	346.562
<i>Currency</i>	GBP	<i>Amount paid</i>	2
		<i>Amount unpaid</i>	0

Prescribed particulars

1. THE RIGHT TO RECEIVE ANY DIVIDEND DECLARED PAYABLE ON THOSE SHARES. 2. THE RIGHT TO VOTE AT A GENERAL MEETING. 3. ONE VOTE PER SHARE. 4. NON-REDEEMABLE. 5. THE RIGHT TO RECEIVE INCOME ON THE SAME BASIS OF ALL OTHER SHARES CLASSES ON A PRO-RATA BASIS TO THE NUMBER OF SHARES HELD IN EACH CLASS. 6. THE RIGHT TO RECEIVE A RETURN OF CAPITAL PRORATE AMONGST ALL SHARE CLASSES SUBJECT TO THE FOLLOWING: SHARE SALE IF THE PROCEEDS ARE EQUAL TO OR LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT, THE PROCEEDS SHALL BE DISTRIBUTED PRO RATA AMONGST THE HOLDERS OF THE A PREFERRED SHARES AND THE A ORDINARY SHARES ACCORDING TO THE TOTAL SUBSCRIPTION AMOUNT PAID BY SUCH A PREFERRED SHAREHOLDERS AND/OR A ORDINARY SHAREHOLDERS AND THE HOLDERS OF THE ORDINARY SHARES WILL NOT RECEIVE A DISTRIBUTION OF ANY PROCEEDS. IN THE EVENT THAT THE PROCEEDS ARE GREATER THAN THE AGGREGATE SUBSCRIPTION AMOUNT BUT DISTRIBUTION ON A PRO RATA BASIS AMONGST ALL SHAREHOLDERS WOULD RESULT IN ANY HOLDERS OF A PREFERRED SHARES AND/OR A ORDINARY SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT PAID BY THEM IN RESPECT OF ALL OR SOME OF THE A PREFERRED SHARES AND/OR A ORDINARY SHARES HELD BY THEM, THEN THE PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THOSE HOLDERS OF A PREFERRED SHARES AND A ORDINARY SHARES WHO WOULD OTHERWISE RECEIVE LESS THAN THE AGGREGATE OF THE SUBSCRIPTION AMOUNT PAID ON SUCH SHARES, AN AMOUNT EQUAL TO THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES; AND (B) SECOND ANY REMAINING PROCEEDS, SHALL BE DISTRIBUTED PRO RATA AMONGST ALL REMAINING SHAREHOLDERS (INCLUDING, IF APPLICABLE, WHERE A PREFERRED SHARES AND/OR A ORDINARY SHARES HAVE BEEN SUBSCRIBED FOR AT DIFFERENT PRICE(S), ANY HOLDERS OF A PREFERRED SHARES AND/OR A ORDINARY SHARES WHO DID NOT RECEIVE A DISTRIBUTION OF PROCEEDS BECAUSE SOME OR ALL OF THEIR A PREFERRED SHARES AND/OR A ORDINARY SHARES WERE SUBSCRIBED FOR AT A LOWER PRICE OR PRICES ("LOWER PRICED PREFERRED SHARES")), PROVIDED THAT, IF THE PAYMENT WOULD RESULT IN ANY HOLDERS OF LOWER PRICED PREFERRED SHARES RECEIVING LESS THAN THE AGGREGATE SUBSCRIPTION AMOUNT IN RESPECT OF THOSE SHARES, THEN THEY WILL ALSO BE PAID THEIR AGGREGATE SUBSCRIPTION AMOUNT FOR SUCH LOWER PRICED PREFERRED SHARES AND THE AMOUNT PAYABLE TO OTHER SHAREHOLDERS SHALL BE RECALCULATED AND REDUCED ACCORDINGLY. DISPOSAL OR RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("SURPLUS ASSETS"), SHALL, SUBJECT TO THE BELOW, BE DISTRIBUTED PRO RATA AMONGST ALL SHAREHOLDERS UNLESS: (A) IN THE EVENT THAT THE SURPLUS ASSETS ARE EQUAL TO OR LESS THAN THE AGGREGATE A PREFERRED SUBSCRIPTION AMOUNT, THE SURPLUS ASSETS SHALL BE DISTRIBUTED PRO RATA AMONGST THE HOLDERS OF THE A PREFERRED SHARES ACCORDING TO THE TOTAL SUBSCRIPTION AMOUNT PAID BY SUCH A PREFERRED SHAREHOLDERS, AND THE HOLDERS OF THE ORDINARY SHARES AND THE A ORDINARY SHARES WILL NOT RECEIVE A DISTRIBUTION OF ANY SURPLUS ASSETS.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1406124
		<i>Total aggregate nominal value</i>	1406.124

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 10/02/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

Shareholding 1 : **21660 ORDINARY shares held as at the date of this return**
Name: **DAVID CUMMINGS**

Shareholding 2 : **15000 ORDINARY shares held as at the date of this return**
Name: **NICK WOOD**

Shareholding 3 : **22165 ORDINARY shares held as at the date of this return**
Name: **JONATHAN COOPER**

Shareholding 4 : **38098 ORDINARY shares held as at the date of this return**
Name: **GU HOLDINGS LTD**

Shareholding 5 : **353756 ORDINARY shares held as at the date of this return**
Name: **IP2IPO LIMITED**

Shareholding 6 : **9742 ORDINARY shares held as at the date of this return**
Name: **IP2IPO NOMINEES LIMITED**

Shareholding 7 : **58872 A PREFERRED shares held as at the date of this return**
Name: **SCOTTISH ENTERPRISE**

Shareholding 8 : **54 A ORDINARY shares held as at the date of this return**
Name: **DAVID CUMMING**

Shareholding 9 : **209506 A PREFERRED shares held as at the date of this return**
Name: **IP2IPO LIMITED**

Shareholding 10 : **500 A PREFERRED shares held as at the date of this return**
Name: **IP2IPO NOMINEES LIMITED**

Shareholding 11 : **55556 ORDINARY shares held as at the date of this return**
Name: **PARKWALK FUND**

Shareholding 12 : **75308 A ORDINARY shares held as at the date of this return**

Name: PARKWALK FUND

Shareholding 13 : 3367 ORDINARY shares held as at the date of this return
Name: DAVINCI VENTURES

Shareholding 14 : 157000 A PREFERRED shares held as at the date of this return
Name: LONGWALL VENTURES

Shareholding 15 : 360 A PREFERRED shares held as at the date of this return
Name: LI CHEN

Shareholding 16 : 200 A PREFERRED shares held as at the date of this return
Name: JOHN DILEEN

Shareholding 17 : 144 A PREFERRED shares held as at the date of this return
Name: OSIAN MEREDITH

Shareholding 18 : 108 A PREFERRED shares held as at the date of this return
Name: LOUISE GRAY

Shareholding 19 : 108 A PREFERRED shares held as at the date of this return
Name: HANNAH OWEN

Shareholding 20 : 177 ORDINARY shares held as at the date of this return
Name: CHARLES WINWARD

Shareholding 21 : 46 A ORDINARY shares held as at the date of this return
Name: CHARLES WINWARD

Shareholding 22 : 1363 ORDINARY shares held as at the date of this return
Name: ALAN AUBREY

Shareholding 23 : 229 A ORDINARY shares held as at the date of this return
Name: ALAN AUBREY

Shareholding 24 : 222407 ORDINARY shares held as at the date of this return
Name: SCOTTISH CO INVESTMENT FUND

Shareholding 25 : 125000 A PREFERRED shares held as at the date of this return
Name: SCOTTISH CO INVESTMENT FUND

Shareholding 26 : 842 ORDINARY shares held as at the date of this return
Name: JOHN MCNICHOL

Shareholding 27 : 202 ORDINARY shares held as at the date of this return

Name: **GRAHAM PATERSON**

Shareholding 28 : **10101 ORDINARY shares held as at the date of this return**
Name: **JOHN BROWN**

Shareholding 29 : **1700 A ORDINARY shares held as at the date of this return**
Name: **JOHN BROWN**

Shareholding 30 : **606 ORDINARY shares held as at the date of this return**
Name: **ANGELA LEACH**

Shareholding 31 : **251 A ORDINARY shares held as at the date of this return**
Name: **ANGELA LEACH**

Shareholding 32 : **93 ORDINARY shares held as at the date of this return**
Name: **ELIZABETH VAUGHAN-ADAMS**

Shareholding 33 : **280 A ORDINARY shares held as at the date of this return**
Name: **ELIZABETH VAUGHAN-ADAMS**

Shareholding 34 : **842 ORDINARY shares held as at the date of this return**
Name: **JIM HALL**

Shareholding 35 : **6313 ORDINARY shares held as at the date of this return**
Name: **HECTOR CAMERON**

Shareholding 36 : **169 ORDINARY shares held as at the date of this return**
Name: **GREG SMITH**

Shareholding 37 : **528 A ORDINARY shares held as at the date of this return**
Name: **GREG SMITH**

Shareholding 38 : **224 ORDINARY shares held as at the date of this return**
Name: **STUART THOMPSON**

Shareholding 39 : **38 A ORDINARY shares held as at the date of this return**
Name: **STUART THOMPSON**

Shareholding 40 : **337 ORDINARY shares held as at the date of this return**
Name: **PAUL HEANEY**

Shareholding 41 : **1178 ORDINARY shares held as at the date of this return**
Name: **BRIAN HORSBURGH**

Shareholding 42 : **770 A PREFERRED shares held as at the date of this return**

Name: BRIAN HORSBURGH

Shareholding 43 : 202 ORDINARY shares held as at the date of this return

Name: HELEN SHAW

Shareholding 44 : 200 A ORDINARY shares held as at the date of this return

Name: HELEN SHAW

Shareholding 45 : 10522 ORDINARY shares held as at the date of this return

Name: RICHARD CAMERON

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.