

CS01

Confirmation statement

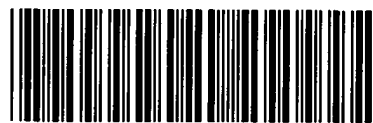


020599/67



Go online to file this information
www.gov.uk/companieshouse

A fee may be payable w
Please see 'How to pay' or



SA0VWTEA

SCT

23/03/2021

#123

COMPANIES HOUSE

TUESDAY

✓ **What this form is for**
You may use this form to confirm
that the company has filed up to
date. You must file a confirmation
statement at least once every year.

✗ **What this form is NOT for**
You cannot use this form to
of changes to the company
people with significant control
(PSC), registered office address,
or single alternative inspection
address (SAIL) information.

Before you start

You can check your company details for free on our online service:

<https://beta.companieshouse.gov.uk>

Change to your company information

If you need to make any changes to:

- **Part 1** Principal business activities or standard industrial classification (SIC)
- **Part 2** Statement of capital
- **Part 3** Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- **Part 4** Shareholder information

Use the additional parts of this form to do this.

Other changes

If you need to make any
changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments
- information about people with significant control

You must do this separately
before or at the same time as this
confirmation statement.

1 Company details

Company number S C 4 7 0 6 7 7

Company name in full NEO Energy Group Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within
14 days of this date. Please check your company records for the date of your
confirmation period.

Confirmation date ① d 2 1 m 0 2 y 2 0 y 2 1

① Check when your confirmation statement is due

To check your confirmation
statement date:

<https://beta.companieshouse.gov.uk>

You can make a statement at
any time during the confirmation
period. This will change your next
confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation
period ending on the confirmation date above either has been delivered or is
being delivered with this statement.

Signature

Signature

✗

✗

This form may be signed by:
Director ②, Secretary, Person authorised ③, Charity commission receiver and
manager, CIC manager, Judicial factor.

② Societas Europaea

If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership.

③ Person authorised

Under either section 270 or 274 of
the Companies Act 2006.

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**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

Burness Paull LLP

Address

Union Plaza (6th Floor)

1 Union Wynd

Post town

Aberdeen

County/Region

Postcode

A B 1 0 1 D Q

Country

Scotland

DX

35 Aberdeen

Telephone

01224 621621

**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 have checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate.

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House.'

**Important information**

All information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

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

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

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Part 2

Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ **This part must be sent at the same time as your confirmation statement.**

✗ **Not required for companies without share capital.**

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

You must complete both sections B1 and B2.

B1

Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
Use a statement of capital continuation page if necessary.

Currency <small>Complete a separate table for each currency</small>	Class of shares <small>E.g. Ordinary/Preference etc.</small>	Number of shares	Aggregate nominal value (£, €, \$, etc) <small>Number of shares issued multiplied by nominal value</small>	Total aggregate amount unpaid, if any (£, €, \$, etc) <small>Including both the nominal value and any share premium</small>
Currency table A				
GBP	Common	54,225,647	16,178.80	
GBP	Preference	488,030,823	15,223.71	
Totals		542,256,470	31,402.51	0.00
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		542,256,470	31,402.51	0.00

❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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B2

Prescribed particulars

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

Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- 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	Common
Prescribed particulars	<p>The rights attached to the shares are set out in the provisions of the Articles of Association:</p> <p>The Common Shares shall</p> <p>(A) have a nominal value of £0.000298360656252564 each; and</p> <p>(B) be redeemable by the Company by resolution of the shareholders. (continued)</p>
Class of share	Preference
Prescribed particulars	<p>The Preference Shares shall</p> <p>(A) have a nominal value of £0.0000311941499137615 each; and</p> <p>(B) be entitled to the Preference Dividend; and</p> <p>(C) be redeemable by the Company by resolution of the shareholder. (continued)</p>
Class of share	
Prescribed particulars	

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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 .	① Prescribed particulars of rights attached to shares
Class of share	Common	The particulars are:
Prescribed particulars ①	Voting on a show of hands and on a poll, each holder of Shares, being an individual, is present in person or by proxy or, being a corporation, is present by a duly authorised representative or by proxy shall have one (1) vote per share. Distributions subject to Article 26.4, distributions (whether by way of dividend or return of capital or on winding up or otherwise, and whether in the form of cash, shares or otherwise, or a combination thereof, as determined by the Company's shareholders' meeting) to Shareholders shall be made in the following order of priority: (A) firstly, to the Preference Shares (pro rata, based on their respective Preference Amounts and any accumulated, unpaid Preference Dividend not yet included in the Preference Amount) until they have each received distributions equal to their Preference Amount plus any accumulated, unpaid Preference Dividend not yet included in the Preference Amount; and (B) secondly, any further amounts equally among the Common Shares; provided, however that if the application of this Article 26.4 (B) would result in the Managers' aggregate Multiple of Money from the MIP Allocation exceeding the Lead Investor's Multiple of Money by a factor of five (5) times or greater then such amount of distributions which otherwise would be made to Managers that is needed to ensure that the Managers' aggregate Multiple of Money from the MIP Allocation does not at any time exceed the Lead Investor's Multiple of Money by five (5) times or greater shall instead be made to the Lead Investor, and to the Managers and Board members who may have exercised their right to invest outside of the MIP Allocation (pro rata to their respective investments)	<p>a. particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>b. particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</p> <p>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.</p> <p>A separate table must be used for each class of share.</p>

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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

Preference

Prescribed particulars

①

Voting on a show of hands and on a poll, each holder of Shares, being an individual, is present in person or by proxy or, being a corporation, is present by a duly authorised representative or by proxy shall have one (1) vote per Share. Distributions Subject to Article 26.4, distributions (whether by way of dividend or return of capital or on winding up or otherwise, and whether in the form of cash, shares or otherwise, or a combination thereof, as determined by the Company's shareholders' meeting) to Shareholders shall be made in the following order of priority: (A) firstly, to the Preference Shares (pro rata, based on their respective Preference Amounts and any accumulated, unpaid Preference Dividend not yet included in the Preference Amount) until they have each received distributions equal to their Preference Amount plus any accumulated, unpaid Preference Dividend not yet included in the Preference Amount; and(B) secondly, any further amounts equally among the Common Shares; provided, however that if the application of this Article 26.4 (B) would result in the Managers' aggregate Multiple of Money from the MIP Allocation exceeding the Lead Investor's Multiple of Money by a factor of five (5) times or greater then such amount of distributions which otherwise would be made to Managers that is needed to ensure that the Managers' aggregate Multiple of Money from the MIP Allocation does not at any time exceed the Lead Investor's Multiple of Money by five (5) times or greater shall instead be made to the Lead Investor, and to the Managers and Board members who may have exercised their right to invest outside of the MIP Allocation (pro rata to their respective investments)

① Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- 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.

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Part 4

Shareholder information change

Only use this Part to tell us of a change to shareholder information since the company last delivered this information.

☒ If completed this Part must be sent at the same time as your confirmation statement.

☒ Not required for companies without share capital or DTR5 companies.

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

D1

Shareholder information for a non-traded company

How is the list of shareholders enclosed. Please tick the appropriate box below:

☒ The list of shareholders is enclosed on paper.

☐ The list of shareholders is enclosed in another format.

Further shareholders
Please use a Shareholder information (for a non-traded company) continuation page if necessary.

Show any information that has changed for each person.

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

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Robert Stephen Adams	Common	0	253,587	10 / 08 / 20
Russell Alexander Alton	Common	0	368,344	10 / 08 / 20
Martin Bachmann	Common	0	100,150	10 / 08 / 20
Comptonia Nominees Limited	Common	54,225,647		/ /
David John Gair	Common	0	3,322	10 / 08 / 20
Robert John Gray	Common	0	151,671	10 / 08 / 20
Paul Harris	Common	0	216,673	10 / 08 / 20
Nicholas Hooke	Common	0	3,692	10 / 08 / 20

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D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

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

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Andrew Graham McIntosh	Common	0	151,671	10 / 08 / 20
NEO Energy Holding Limited	Common	0	52,976,537	23 / 07 / 20
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D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

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

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Robert Stephen Adams	Preference	0	332,228	10 / 08 / 20
Martin Bachmann	Preference	0	121,334	10 / 08 / 20
Comptonia Nominees Limited	Preference	488,030,823		/ /
David John Gair	Preference	0	29,900	10 / 08 / 20
Nicholas Hooke	Preference	0	33,222	10 / 08 / 20
NEO Energy Holding Limited	Preference	0	487,514,139	23 / 07 / 20
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /