



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **Thrust Carbon Ltd**

Company Number: **12465350**



XCXH1XVL

Received for filing in Electronic Format on the: **23/02/2024**

Company Name: **Thrust Carbon Ltd**

Company Number: **12465350**

Confirmation **14/02/2024**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	77778
Currency:	GBP	Aggregate nominal value:	7.7778

Prescribed particulars

THE DEFERRED SHARES DO NOT CONFER ANY VOTING RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF OR PROVISIONING FOR ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) THEREAFTER, IN DISTRIBUTING TO EACH OF THE SEED PREFERRED SHAREHOLDERS, IN PRIORITY TO THE ORDINARY SHARES AND B ORDINARY SHARES, AN AMOUNT PER SEED PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE SEED PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION; AND (C) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THE ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES, AND THE HOLDERS OF EQUITY SHARES, SO THAT THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES RECEIVE A TOTAL OF ONE PENNY IN AGGREGATE (AS IF THE DEFERRED SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES), PAYMENT OF WHICH MAY BE MADE TO ANY HOLDER OF DEFERRED SHARES OR B ORDINARY SHARES ON BEHALF OF THE CLASS, AND THE REMAINDER OF THE AVAILABLE PROFITS SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES, SUBJECT TO ARTICLE 4.4 (PARI PASSU AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. THE DEFERRED SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	ORDINARY	Number allotted	2144444
Currency:	GBP	Aggregate nominal value:	214.4444

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF OR PROVISIONING FOR ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) THEREAFTER, IN DISTRIBUTING TO EACH OF THE SEED PREFERRED SHAREHOLDERS, IN PRIORITY TO THE ORDINARY SHARES AND B ORDINARY SHARES, AN AMOUNT PER SEED PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE SEED PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION; AND (C) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THE ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES, AND THE HOLDERS OF EQUITY SHARES, SO THAT THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES RECEIVE A TOTAL OF ONE PENNY IN AGGREGATE (AS IF THE DEFERRED SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES), PAYMENT OF WHICH MAY BE MADE TO ANY HOLDER OF DEFERRED SHARES OR B ORDINARY SHARES ON BEHALF OF THE CLASS, AND THE REMAINDER OF THE AVAILABLE PROFITS SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES, SUBJECT TO ARTICLE 4.4 (PARI PASSU AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	SEED 1	Number allotted	715372
	PREFERRED	Aggregate nominal value:	71.5372

Currency: **GBP**

Prescribed particulars

THE SEED 1 PREFERRED SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF OR PROVISIONING FOR ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) THEREAFTER, IN DISTRIBUTING TO EACH OF THE SEED PREFERRED SHAREHOLDERS, IN PRIORITY TO THE ORDINARY SHARES AND B ORDINARY SHARES, AN AMOUNT PER SEED PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE SEED PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION; AND (C) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THE ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES, AND THE HOLDERS OF EQUITY SHARES, SO THAT THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES RECEIVE A TOTAL OF ONE PENNY IN AGGREGATE (AS IF THE DEFERRED SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES), PAYMENT OF WHICH MAY BE MADE TO ANY HOLDER OF DEFERRED SHARES OR B ORDINARY SHARES ON BEHALF OF THE CLASS, AND THE REMAINDER OF THE AVAILABLE PROFITS SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES, SUBJECT TO ARTICLE 4.4 (PARI PASSU AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. THE SEED 1 PREFERRED SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	SEED 2	Number allotted	101545
	PREFERRED	Aggregate nominal value:	10.1545

Currency: **GBP**

THE SEED 2 PREFERRED SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF OR PROVISIONING FOR ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) THEREAFTER, IN DISTRIBUTING TO EACH OF THE SEED PREFERRED SHAREHOLDERS, IN PRIORITY TO THE ORDINARY SHARES AND B ORDINARY SHARES, AN AMOUNT PER SEED PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE SEED PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION; AND (C) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (AS IF THE ORDINARY SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES, AND THE HOLDERS OF EQUITY SHARES, SO THAT THE HOLDERS OF DEFERRED SHARES AND B ORDINARY SHARES RECEIVE A TOTAL OF ONE PENNY IN AGGREGATE (AS IF THE DEFERRED SHARES AND B ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARES), PAYMENT OF WHICH MAY BE MADE TO ANY HOLDER OF DEFERRED SHARES OR B ORDINARY SHARES ON BEHALF OF THE CLASS, AND THE REMAINDER OF THE AVAILABLE PROFITS SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES, SUBJECT TO ARTICLE 4.4 (PARI PASSU AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARES) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. THE SEED 2 PREFERRED SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	3039139
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Total aggregate nominal value: **303.9139**

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: **77778 DEFERRED shares held as at the date of this confirmation statement**

Name: **GLENN THORSEN**

Shareholding 2: **1000000 ORDINARY shares held as at the date of this confirmation statement**

Name: **KIT ASPEN**

Shareholding 3: **1000000 ORDINARY shares held as at the date of this confirmation statement**

Name: **MARK WILLIAM CORBETT**

Shareholding 4: **100000 ORDINARY shares held as at the date of this confirmation statement**

Name: **GLENN THORSEN**

Shareholding 5: **44444 ORDINARY shares held as at the date of this confirmation statement**

Name: **JOHNNY THORSEN**

Shareholding 6: **204392 SEED 1 PREFERRED shares held as at the date of this confirmation statement**

Name: **B.C. BEGIN CAPITAL LIMITED**

Shareholding 7: **488498 SEED 1 PREFERRED shares held as at the date of this confirmation statement**

Name: **FRONTLINE EUROPE EARLY STAGE FUND III (GP) LIMITED**

Shareholding 8: **2043 SEED 1 PREFERRED shares held as at the date of this confirmation statement**

Name: **JULIA C. LAM**

Shareholding 9: **20439 SEED 1 PREFERRED shares held as at the date of this confirmation statement**

Name: **PLUG & PLAY EMEA VENTURES GMBH**

Shareholding 10: **33214 SEED 2 PREFERRED shares held as at the date of this confirmation statement**

Name: **OLIVER BRENNAN**

Shareholding 11: **8303 SEED 2 PREFERRED shares held as at the date of this confirmation statement**

Name: **KATE DUTTON MITCHELL**

Shareholding 12: **25944 SEED 2 PREFERRED shares held as at the date of this confirmation statement**
Name: **JEFFERY M JACKSON**

Shareholding 13: **7121 SEED 2 PREFERRED shares held as at the date of this confirmation statement**
Name: **ELLEN KESZLER**

Shareholding 14: **14950 SEED 2 PREFERRED shares held as at the date of this confirmation statement**
Name: **VIPUL NAKUM**

Shareholding 15: **8711 SEED 2 PREFERRED shares held as at the date of this confirmation statement**
Name: **NISHUL SAPERIA**

Shareholding 16: **3302 SEED 2 PREFERRED shares held as at the date of this confirmation statement**
Name: **CARA WHITEHILL**

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