



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **LIBERATA LIMITED**

Company Number: **03987802**

Date of this return: **08/05/2011**

SIC codes: **7415**

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

Situation of Registered Office: **4TH FLOOR 125 WOOD STREET
LONDON
UNITED KINGDOM
EC2V 7AN**

Officers of the company

Company Secretary 1

Type: **Person**

Full forename(s): **MARTIN JOHN**

Surname: **TRAINER**

Former names:

Service Address recorded as Company's registered office

Company Director 1

Type: **Person**
Full forename(s): **MR DERMOT JAMES**

Surname: **JOYCE**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **29/09/1965** Nationality: **IRISH**

Occupation: **CHIEF EXECUTIVE**

Company Director 2

Type: **Person**
Full forename(s): **MR MARTIN JOHN**

Surname: **TRAINER**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **30/10/1962** Nationality: **BRITISH**

Occupation: **CFO**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	719351
		<i>Aggregate nominal value</i>	719.351
<i>Currency</i>	GBP	<i>Amount paid per share</i>	83.31
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER ORDINARY SHARE. ON LIQUIDATION, CHANGE OF CONTROL OR AN IPO, THE HOLDERS OF ANY ORDINARY SHARES SHARE, WITH SERIES B SHAREHOLDERS, THE REMAINING BALANCE OF CAPITAL (AFTER PRIOR DISTRIBUTION OF CAPITAL (IN THE FOLLOWING ORDER) TO (I) SERIES C SHAREHOLDERS, (II) VESTED INCENTIVE SHAREHOLDERS, (III) SERIES A SHAREHOLDERS; AND (IV) SERIES B SHAREHOLDERS.

Class of shares	SERIES A CONVERTIBLE PREFERENCE	<i>Number allotted</i>	148996974
		<i>Aggregate nominal value</i>	148996.974
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE FOR EVERY SERIES A SHARE HELD; AND AN ADDITIONAL VOTE FOR EVERY SERIES B SHARE HELD; AND AN ADDITIONAL NUMBER OF VOTES EQUAL TO THE NUMBER OF ORDINARY SHARES THAT COULD BE PURCHASED AT THE SERIES B ISSUE PRICE. ON LIQUIDATION, CHANGE OF CONTROL ON AN IPO THE HOLDERS OF SERIES A SHARES RECEIVE AN AMOUNT EQUIVALENT TO THE VALUE OF THEIR SHARES AND THE ACCRUED ARREARS AND UNPAID DIVIDENDS PAYABLE ON THE SHARES.

Class of shares	SERIES B CONVERTIBLE PREFERRED	<i>Number allotted</i>	11217173
		<i>Aggregate nominal value</i>	11217.173
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.9381
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE FOR EVERY SERIES B SHARE HELD AND AN ADDITIONAL NUMBER OF VOTES EQUAL TO THE NUMBER OF ORDINARY SHARES THAT COULD BE PURCHASED AT THE SERIES B SHARE PRICE. AT ANY TIME PRIOR TO 22 DECEMBER 2010, A HOLDER OF SERIES B SHARES CAN ELECT FOR EACH SERIES B SHARE TO BE CONVERTED INTO AND REDESIGNATED AS ONE ORDINARY SHARE. IMMEDIATELY PRIOR TO AN IPO, EACH SERIES B SHARE SHALL BE CONVERTED INTO, OR REDESIGNATED AS, ONE ORDINARY SHARE ON LIQUIDATION, CHANGE OF CONTROL OR AN IPO. THE HOLDERS OF ANY SERIES B SHARES RECEIVE AN AMOUNT EQUIVALENT TO THREE TIMES THE ISSUE PRICE OF THE SHARES AND THE ACCRUED ARREARS AND UNPAID DIVIDEND ON THE SHARES.

Class of shares	SERIES C CONVERTIBLE	<i>Number allotted</i>	21555700
	PREF	<i>Aggregate nominal value</i>	21555700
<i>Currency</i>	USD	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE FOR EVERY SERIES C SHARE HELD PLUS THE SERIES C CONVERSION NUMBER. VOTES ARE ALLOCATED AMONGST THE HOLDERS OF SERIES C SHARES ON A PRO-RATE BASIS AND ANY FRACTION OF VOTES ARE ROUNDED DOWN IN RESPECT OF EACH HOLDER. ON LIQUIDATION, CHANGE OF CONTROL OR AN IPO, THE HOLDERS OF SERIES C SHARES RECEIVE AN AMOUNT EQUIVALENT TO THE VALUE OF THEIR SHARES PLUS ALL UNPAID ARREARS AND ACCRUALS OF ANY DIVIDEND PAYABLE ON THOSE SHARES.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	160933498
		<i>Total aggregate nominal value</i>	160933.498
<i>Currency</i>	USD	<i>Total number of shares</i>	21555700
		<i>Total aggregate nominal value</i>	21555700

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 08/05/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

<i>Shareholding 1</i>	: 0 SERIES B COVERTIBLE PREFERRED shares held as at 2011-05-08
	9298 shares transferred on 2010-12-23
<i>Name:</i>	RICHARD HALL TURPIN
<i>Shareholding 2</i>	: 0 SERIES B COVERTIBLE PREFERRED shares held as at 2011-05-08
	236185 shares transferred on 2010-12-23
<i>Name:</i>	ERIC GEOFFREY UNWIN
<i>Shareholding 3</i>	: 0 ORDINARY shares held as at 2011-05-08
	451930 shares transferred on 2010-12-23

Name: CENTURY LIFE PLC

Shareholding 4 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
250962 shares transferred on 2010-12-23

Name: AZURNOM LIMITED

Shareholding 5 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
7000 shares transferred on 2010-12-23

Name: MARTIN DONALD STOTT

Shareholding 6 : 0 SERIES B COVERTIBLE PREFERRED shares held as at 2011-05-08
18534 shares transferred on 2010-12-23

Name: AZURNOM LIMITED

Shareholding 7 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
800000 shares transferred on 2010-12-23

Name: ERIC GEOFFREY UNWIN

Shareholding 8 : 0 SERIES B COVERTIBLE PREFERRED shares held as at 2011-05-08
31806 shares transferred on 2010-12-23

Name: MICHAEL JAFFRAY DU HAUTEVILLE BELL

Shareholding 9 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
37037710 shares transferred on 2010-12-23

Name: GAP-W INTERNATIONAL LLC

Shareholding 10 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
110165320 shares transferred on 2010-12-23

Name: GENERAL ATLANTIC PARTNERS LBTA L P

Shareholding 11 : 0 SERIES B COVERTIBLE PREFERRED shares held as at 2011-05-08
2734696 shares transferred on 2010-12-23

Name: GAP-W INTERNATIONAL LLC

Shareholding 12 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
135580 shares transferred on 2010-12-23

Name: DERECK EDWARD HUMPHREY

Shareholding 13 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
250966 shares transferred on 2010-12-23

Name: CHRISTOPHER GUTHRIE LITTLE

Shareholding 14 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
125885 shares transferred on 2010-12-23

Name: RICHARD HALL TURPIN

Shareholding 15 : 0 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08
8134105 shares transferred on 2010-12-23

Name: GENERAL ATLANTIC PARTNERS (LBTA) LP

Shareholding 16 : 0 ORDINARY shares held as at 2011-05-08
135580 shares transferred on 2010-12-23

Name: PAUL BERNARD AGGETT

Shareholding 17 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
80000 shares transferred on 2010-12-23

Name: GREGORY HUGH LOCK

Shareholding 18 : 0 ORDINARY shares held as at 2011-05-08
131841 shares transferred on 2010-12-23

Name: AZURNOM LTD

Shareholding 19 : 0 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08
143551 shares transferred on 2010-12-23

Name: MICHAEL JAFFRAY DE HAUTEVILLE BELL

Shareholding 20 : 0 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08
10013 shares transferred on 2010-12-23

Name: DERECK EDWARD HUMPHREY

Shareholding 21 : 0 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08
18534 shares transferred on 2010-12-23

Name: CHRISTOPHER GUTHRIE LITTLE

Shareholding 22 : 0 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08
23485 shares transferred on 2010-12-23

Name: GREGORY HUGH LOCK

Shareholding 23 : 0 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08
517 shares transferred on 2010-12-23

Name: MARTIN DONALD STOTT

Shareholding 24 : 0 SERIES C CONVERTIBLE PREF shares held as at 2011-05-08
6072241 shares transferred on 2010-12-23

Name: GAP W INTERNATIONAL LLC

Shareholding 25 : 0 SERIES C CONVERTIBLE PREF shares held as at 2011-05-08
15483459 shares transferred on 2010-12-23

Name: GENERAL ATLANTIC PARTNERS (LBTA) LP

Shareholding 26 : 148996974 SERIES A CONVERTIBLE PREFERENCE shares held as at 2011-05-08

Name: ARDBID LIMITED

Shareholding 27 : 11217173 SERIES B CONVERTIBLE PREFERRED shares held as at 2011-05-08

Name: ARDBID LIMITED

Shareholding 28 : 21555700 SERIES C CONVERTIBLE PREF shares held as at 2011-05-08

Name: ARDBID LIMITED

Shareholding 29 : 719351 ORDINARY shares held as at 2011-05-08

Name: ARDBID LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

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