



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **GEOHERMAL INTERNATIONAL LIMITED**

Company Number: **05397984**



Received for filing in Electronic Format on the: **31/03/2017**

X63CPTNV

Company Name: **GEOHERMAL INTERNATIONAL LIMITED**

Company Number: **05397984**

Confirmation **18/03/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	877876
	2	Aggregate nominal value:	0.122903
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS

OF THE EQUITY SHARES (PARI PASU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES).

Class of Shares:	ORDINARY	Number allotted	855969
	5	Aggregate nominal value:	85596.9
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ORDINARY 5 & ORDINARY 6 SHARE TYPES HAVE THE RIGHT TO THE RETURN ON CAPITAL BUT EACH HAVE A BARRIER VALUE FOR THE SURPLUS OF ASSETS PER SHARE TO ACHIEVE BEFORE THEY ARE ENTITLED TO A RIGHT

TO RETURN ON CAPITAL. THE BARRIERS ARE SET AT £0.10 PER SHARE FOR ORDINARY '5' SHARES AND £0.25 PER SHARE FOR ORDINARY '6' SHARES. BOTH SHARE TYPES ARE REDEEMABLE UP TO THE FIRST ANNIVERSARY OF THEIR ISSUE BY HOLDERS WHO HAVE NOT LEFT EMPLOYMENT OF THE COMPANY. THE DIRECTORS CONSIDER THE POSSIBILITY OF THESE SHARES BEING REDEEMED TO BE REMOTE AND THEREFORE THE SHARES HAVE BEEN CLASSIFIED AS EQUITY INSTRUMENTS OPPOSED TO DEBT INSTRUMENTS.

Class of Shares:	ORDINARY	Number allotted	855969
	6	Aggregate nominal value:	213992.25
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES)

SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ORDINARY 5 & ORDINARY 6 SHARE TYPES HAVE THE RIGHT TO THE RETURN ON CAPITAL BUT EACH HAVE A BARRIER VALUE FOR THE SURPLUS OF ASSETS PER SHARE TO ACHIEVE BEFORE THEY ARE ENTITLED TO A RIGHT TO RETURN ON CAPITAL. THE BARRIERS ARE SET AT £0.10 PER SHARE FOR ORDINARY '5' SHARES AND £0.25 PER SHARE FOR ORDINARY '6' SHARES. BOTH SHARE TYPES ARE REDEEMABLE UP TO THE FIRST ANNIVERSARY OF THEIR ISSUE BY HOLDERS WHO HAVE NOT LEFT EMPLOYMENT OF THE COMPANY. THE DIRECTORS CONSIDER THE POSSIBILITY OF THESE SHARES BEING REDEEMED TO BE REMOTE AND THEREFORE THE SHARES HAVE BEEN CLASSIFIED AS EQUITY INSTRUMENTS OPPOSED TO DEBT INSTRUMENTS.

Class of Shares:	ORDINARY	Number allotted	630570
	1	Aggregate nominal value:	5000.4201
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING

PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (PARI PASU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES).

Class of Shares:	ORDINARY	Number allotted	3780493
Currency:	GBP	Aggregate nominal value:	472561.625

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS

SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES (PARI PASU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES).

Class of Shares:	ORDINARY	Number allotted	12350000
	4	Aggregate nominal value:	1235000
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS

OF THE EQUITY SHARES (PARI PASU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES).

Class of Shares:	ORDINARY	Number allotted	117920
	3	Aggregate nominal value:	0.124995
Currency:	GBP		

Prescribed particulars

A) SUBJECT TO ARTICLE 5.2, THE VOTING RIGHTS ATTACHING TO EACH CLASS OF SHARE SHALL BE: (A) - ON A WRITTEN RESOLUTION, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES) ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED SHALL (SAVE AS OTHERWISE PROVIDED IN THE COMPANIES ACTS) HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM; (B) AT A GENERAL MEETING OF THE COMPANY, EVERY MEMBER HOLDING ONE OR MORE EQUITY SHARES (OTHER THAN B ORDINARY SHARES(WHO BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVES OR BY PROXY SHALL: (I) ON A SHOW ON HANDS HAVE ONE VOTE; AND (II) ON A POLL HAVE ONE VOTE FOR EACH EQUITY SHARES HELD BY HIM. ON A RESOLUTION UNDER S.168 OF THE COMPANIES ACTS FOR THE REMOVAL OF ANY OF THE NM INVESTOR DIRECTOR(S), FOR AS LONG AS THE NM INVESTORS HOLD, IN AGGREGATE AT LEAST 2% BY NUMBER OF THE ISSUED EQUITY SHARES, THE EQUITY SHARES HELD BY THE NM INVESTORS SHALL HAVE IN AGGREGATE TWICE THE NUMBER OF VOTES CARRIED BY ALL THE OTHER SHARES, APPORTIONED PRO RATA AS NEARLY AS PRACTICABLE AMONG THE EQUITY SHARES HELD BY THE NM INVESTORS. THE B ORDINARY SHARES WILL NOT CONFER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO VOTE OF ANY WRITTEN RESOLUTION OF THE COMPANY. B) SUBJECT TO THE BOARD RECOMMENDING PAYMENT, NM INVESTOR CONSENT, AND ARTICLE 6.2, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, THE B ORDINARY SHARES, THE ORDINARY 1 SHARES, THE ORDINARY 2 SHARES, THE ORDINARY 3 SHARES, THE ORDINARY 4 SHARES (PARI PASSU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES) SUBJECT TO ARTICLE 6.2, THE ORDINARY 5 SHARES AND THE ORDINARY 6 SHARES SHALL CONFER NO RIGHT TO PARTICIPATE IN RELATION TO ANY DISTRIBUTION OF THE PROFITS OF THE COMPANY. C) ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AMONGST THE HOLDERS

OF THE EQUITY SHARES (PARI PASU AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	19468797
		Total aggregate nominal value:	2012151.442998
		Total aggregate amount unpaid:	0

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:	29318 ORDINARY shares held as at the date of this confirmation statement
Name:	PETER CLAY
Shareholding 2:	642 ORDINARY shares held as at the date of this confirmation statement
Name:	JONATHAN BLACK
Shareholding 3:	4570 ORDINARY shares held as at the date of this confirmation statement
Name:	ANTHONY MURRAY
Shareholding 4:	1285 ORDINARY shares held as at the date of this confirmation statement
Name:	ROBBIE FAIRBURN
Shareholding 5:	2000 ORDINARY shares held as at the date of this confirmation statement
Name:	CHRISTOPHER DAVIDSON
Shareholding 6:	10000 ORDINARY shares held as at the date of this confirmation statement
Name:	THERESA CATRIONA SHERRIFF
Shareholding 7:	54 ORDINARY shares held as at the date of this confirmation statement
Name:	ROY NOMINEES 22607
Shareholding 8:	18573 ORDINARY shares held as at the date of this confirmation statement
Name:	RICHARD JONES
Shareholding 9:	5605 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL FELLOWES
Shareholding 10:	41 ORDINARY shares held as at the date of this confirmation statement
Name:	SMITH & WILLIAMSON NOMINEES LIMITED
Shareholding 11:	200000 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	STUART LAWRIE

Shareholding 12:	50000 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	NEIL SIMPSON
Shareholding 13:	50000 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	NEIL LAWSON
Shareholding 14:	3107 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	DAVID MACMILLAN
Shareholding 15:	642 ORDINARY shares held as at the date of this confirmation statement
Name:	ADAM BLACK SETTLEMENT
Shareholding 16:	1553 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	ADAM BLACK SETTLEMENT
Shareholding 17:	8400 ORDINARY shares held as at the date of this confirmation statement
Name:	B OLDFIELD BOX
Shareholding 18:	92244 ORDINARY shares held as at the date of this confirmation statement
Name:	CRISPIN ODEY
Shareholding 19:	223069 ORDINARY 4 shares held as at the date of this confirmation statement
Name:	CRISPIN ODEY
Shareholding 20:	3335895 ORDINARY shares held as at the date of this confirmation statement
Name:	ESB NOVUSMODUS LIMITED PARTNERSHIP
Shareholding 21:	630570 ORDINARY 1 shares held as at the date of this confirmation statement
Name:	ESB NOVUSMODUS LIMITED PARTNERSHIP
Shareholding 22:	877876 ORDINARY 2 shares held as at the date of this confirmation statement
Name:	ESB NOVUSMODUS LIMITED PARTNERSHIP
Shareholding 23:	117920 ORDINARY 3 shares held as at the date of this confirmation statement
Name:	ESB NOVUSMODUS LIMITED PARTNERSHIP

Shareholding 24: **11524821 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 25: **1927 ORDINARY shares held as at the date of this confirmation statement**
Name: **GORDON BLACK SETTLEMENT**

Shareholding 26: **4660 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **GORDON BLACK SETTLEMENT**

Shareholding 27: **2225 ORDINARY shares held as at the date of this confirmation statement**
Name: **HYLTON MURRAY-PHILLIPSON**

Shareholding 28: **2000 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES PATRICK GEORGE SHERRIFF**

Shareholding 29: **420 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES SAINSBURY**

Shareholding 30: **1261 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARGARET SAINSBURY**

Shareholding 31: **1129 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARIA LUZ FERNANDEZ KOLKER CAPITAL**

Shareholding 32: **63554 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **MICHAEL FELLOWES**

Shareholding 33: **42066 ORDINARY shares held as at the date of this confirmation statement**
Name: **MOORE GROUP EBT 2006**

Shareholding 34: **101726 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **MOORE GROUP EBT 2006**

Shareholding 35: **187243 ORDINARY 5 shares held as at the date of this confirmation statement**
Name: **NEIL LAWSON**

Shareholding 36: **187243 ORDINARY 6 shares held as at the date of this confirmation statement**
Name: **NEIL LAWSON**

Shareholding 37: **187243 ORDINARY 5 shares held as at the date of this confirmation statement**
Name: **NEIL SIMPSON**

Shareholding 38: **187243 ORDINARY 6 shares held as at the date of this confirmation statement**
Name: **NEIL SIMPSON**

Shareholding 39: **234 ORDINARY shares held as at the date of this confirmation statement**
Name: **RBC TRUSTEES (CI) LTD - J1377RB (MURRAY)**

Shareholding 40: **6500 ORDINARY shares held as at the date of this confirmation statement**
Name: **SARAH ELIZABETH CHADWICK**

Shareholding 41: **29126 ORDINARY shares held as at the date of this confirmation statement**
Name: **STEPHEN PETTYFER**

Shareholding 42: **70434 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **STEPHEN PETTYFER**

Shareholding 43: **481483 ORDINARY 5 shares held as at the date of this confirmation statement**
Name: **STUART LAWRIE**

Shareholding 44: **481483 ORDINARY 6 shares held as at the date of this confirmation statement**
Name: **STUART LAWRIE**

Shareholding 45: **23602 ORDINARY shares held as at the date of this confirmation statement**
Name: **THOMAS BLACK 1972 SETTLEMENT**

Shareholding 46: **57076 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **THOMAS BLACK 1972 SETTLEMENT**

Shareholding 47: **564 ORDINARY shares held as at the date of this confirmation statement**
Name: **TOM PAKENHAM**

Shareholding 48:	1000 ORDINARY shares held as at the date of this confirmation statement
Name:	ANDREW CORNER
Shareholding 49:	1285 ORDINARY shares held as at the date of this confirmation statement
Name:	ANGUS OGILVIE-GRANT
Shareholding 50:	52168 ORDINARY shares held as at the date of this confirmation statement
Name:	ANTHONY JONES
Shareholding 51:	1285 ORDINARY shares held as at the date of this confirmation statement
Name:	DAVID MACMILLAN
Shareholding 52:	8947 ORDINARY shares held as at the date of this confirmation statement
Name:	FRANK OLDFIELD
Shareholding 53:	62603 ORDINARY shares held as at the date of this confirmation statement
Name:	HAZEL DAVIDSON
Shareholding 54:	2000 ORDINARY shares held as at the date of this confirmation statement
Name:	KARL JOHN DRAGE
Shareholding 55:	1285 ORDINARY shares held as at the date of this confirmation statement
Name:	MARCUS POLLEN
Shareholding 56:	642 ORDINARY shares held as at the date of this confirmation statement
Name:	MARK FANE
Shareholding 57:	28313 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL BERMAN
Shareholding 58:	642 ORDINARY shares held as at the date of this confirmation statement
Name:	NICK HEWSON

Persons with Significant Control (PSC)

PSC notifications

Notification Details

Date of becoming a registrable RLE: **06/04/2016**

Name: **THE GOVERNMENT OF IRELAND**

Registered or Principal Office Address: **GOVERNMENTS BUILDINGS
UPPER MERRION STREET, DUBLIN 2
DUBLIN
IRELAND**

Legal Form: **A GOVERNMENT GOVERNED BY IRISH LAW**

Governing Law: **A GOVERNMENT GOVERNED BY IRISH LAW.**

Register: **NOT APPLICABLE**

Country/state of register: **IRELAND**

Registration Number: **NOT APPLICABLE**

Nature of control

The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.

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