Companies House

CS01(ef)

Confirmation Statement

Company Name: **GEOTHERMAL INTERNATIONAL LIMITED**
Company Number: **05397984**

X81MRMYB

Received for filing in Electronic Format on the: **20/03/2019**

Company Name: **GEOTHERMAL INTERNATIONAL LIMITED**

Company Number: **05397984**

Confirmation Statement date: **19/03/2019**

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 5**	Number allotted	**855969**
		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 6**	Number allotted	**855969**
		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 1**	Number allotted	**630570**
		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 4**	Number allotted	**12350000**
		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 3**	Number allotted	**117920**
		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 transferred on 2018-04-06** **0 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: **8400 ORDINARY shares held as at the date of this confirmation statement**
Name: **B OLDFIELD BOX**

Shareholding 17: **1553 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **ADAM BLACK SETTLEMENT**

Shareholding 18: **223069 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **CRISPIN ODEY**

Shareholding 19: **92244 ORDINARY shares held as at the date of this confirmation statement**
Name: **CRISPIN ODEY**

Shareholding 20: **630570 ORDINARY 1 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 21: **3335895 ORDINARY shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 22: **117920 ORDINARY 3 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 23: **877876 ORDINARY 2 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 24: **1927 ORDINARY shares held as at the date of this confirmation statement**
Name: **GORDON BLACK SETTLEMENT**

Shareholding 25: **11724821 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 26: **2225 ORDINARY shares held as at the date of this confirmation statement**
Name: **HYLTON MURRAY-PHILLIPSON**

Shareholding 27: **4660 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **GORDON BLACK SETTLEMENT**

Shareholding 28: **420 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES SAINSBURY**

Shareholding 29: **2000 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES PATRICK GEORGE SHERRIFF**

Shareholding 30: **1129 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARIA LUZ FERNANDEZ KOLKER CAPITAL**

Shareholding 31: **1261 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARGARET SAINSBURY**

Shareholding 32: **101726 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **MOORE GROUP EBT 2006**

Shareholding 33: **187243 ORDINARY 5 shares held as at the date of this confirmation statement**
Name: **NEIL LAWSON**

Shareholding 34: **63554 ORDINARY 4 shares held as at the date of this confirmation statement**
Name: **MICHAEL FELLOWES**

Shareholding 35: **42066 ORDINARY shares held as at the date of this confirmation statement**
Name: **MOORE GROUP EBT 2006**

Shareholding 36:	**187243 ORDINARY 6 shares held as at the date of this confirmation statement**
Name:	**NEIL SIMPSON**
Shareholding 37:	**234 ORDINARY shares held as at the date of this confirmation statement**
Name:	**RBC TRUSTEES (CI) LTD - J1377RB (MURRAY)**
Shareholding 38:	**187243 ORDINARY 6 shares held as at the date of this confirmation statement**
Name:	**NEIL LAWSON**
Shareholding 39:	**187243 ORDINARY 5 shares held as at the date of this confirmation statement**
Name:	**NEIL SIMPSON**
Shareholding 40:	**70434 ORDINARY 4 shares held as at the date of this confirmation statement**
Name:	**STEPHEN PETTYFER**
Shareholding 41:	**6500 ORDINARY shares held as at the date of this confirmation statement**
Name:	**SARAH ELIZABETH CHADWICK**
Shareholding 42:	**29126 ORDINARY shares held as at the date of this confirmation statement**
Name:	**STEPHEN PETTYFER**
Shareholding 43:	**57076 ORDINARY 4 shares held as at the date of this confirmation statement**
Name:	**THOMAS BLACK 1972 SETTLEMENT**
Shareholding 44:	**564 ORDINARY shares held as at the date of this confirmation statement**
Name:	**TOM PAKENHAM**
Shareholding 45:	**23602 ORDINARY shares held as at the date of this confirmation statement**
Name:	**THOMAS BLACK 1972 SETTLEMENT**
Shareholding 46:	**1285 ORDINARY shares held as at the date of this confirmation statement**
Name:	**DAVID MACMILLAN**
Shareholding 47:	**52168 ORDINARY shares held as at the date of this confirmation statement**
Name:	**ANTHONY JONES**

Shareholding 48: **1285 ORDINARY shares held as at the date of this confirmation statement**
Name: **ANGUS OGILVIE-GRANT**

Shareholding 49: **1000 ORDINARY shares held as at the date of this confirmation statement**
Name: **ANDREW CORNER**

Shareholding 50: **1285 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARCUS POLLEN**

Shareholding 51: **2000 ORDINARY shares held as at the date of this confirmation statement**
Name: **KARL JOHN DRAGE**

Shareholding 52: **62603 ORDINARY shares held as at the date of this confirmation statement**
Name: **HAZEL DAVIDSON**

Shareholding 53: **8947 ORDINARY shares held as at the date of this confirmation statement**
Name: **FRANK OLDFIELD**

Shareholding 54: **642 ORDINARY shares held as at the date of this confirmation statement**
Name: **NICK HEWSON**

Shareholding 55: **28313 ORDINARY shares held as at the date of this confirmation statement**
Name: **MICHAEL BERMAN**

Shareholding 56: **642 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK FANE**

Shareholding 57: **481483 transferred on 2018-04-06**
0 ORDINARY 5 shares held as at the date of this confirmation statement
Name: **STUART LAWRIE**

Shareholding 58: **481483 transferred on 2018-04-06**
0 ORDINARY 6 shares held as at the date of this confirmation statement
Name: **STUART LAWRIE**

Shareholding 59: **481483 ORDINARY 5 shares held as at the date of this confirmation statement**
Name: **ESB NOVUSMODUS LIMITED PARTNERSHIP**

Shareholding 60:	**481483 ORDINARY 6 shares held as at the date of this confirmation statement**
Name:	**ESB NOVUSMODUS LIMITED PARTNERSHIP**

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