



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **PANTHEON INTERNATIONAL PLC**

Company Number: **02147984**



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Company Name: **PANTHEON INTERNATIONAL PLC**

Company Number: **02147984**

Confirmation **29/11/2016**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	33062013
Currency:	GBP	Aggregate nominal value:	22151548.71

Prescribed particulars

THE ORDINARY SHARES CARRY EQUAL VOTING RIGHTS AND HAVE ONE VOTE PER SHARE IN ALL CIRCUMSTANCES. THE ORDINARY SHARES CARRY EQUAL DIVIDEND AND DISTRIBUTION RIGHTS THE ORDINARY SHARES ARE NOT REDEEMABLE

Class of Shares:	REDEEMABLE	Number allotted	30297534
Currency:	GBP	Aggregate nominal value:	302975.34

Prescribed particulars

THE HOLDERS OF REDEEMABLE SHARES HAVE THE RIGHT TO RECEIVE NOTICE OF ALL GENERAL MEETINGS OF THE COMPANY AND THE RIGHT TO ATTEND (EITHER IN PERSON OR BY PROXY) BUT NOT TO SPEAK OR VOTE AT ANY SUCH MEETINGS. AT CLASS MEETINGS WHICH MAY BE REQUIRED IN CERTAIN CIRCUMSTANCES AS SET OUT IN THE COMPANY'S CONSTITUTION, THE HOLDERS OF REDEEMABLE SHARES HAVE ONE VOTE PER REDEEMABLE SHARE. THE REDEEMABLE SHARES RANK EQUALLY IN ALL RESPECTS WITH THE ORDINARY SHARES IN RESPECT OF DIVIDENDS AND ON A RETURN OF CAPITAL ON A WINDING UP OR OTHERWISE (OTHER THAN ON A REDEMPTION OR PURCHASE OF SHARES). AT THE OPTION OF THE DIRECTORS THE COMPANY MAY, ON ANY REDEMPTION DATE (BEING A DATE, AS DETERMINED BY THE DIRECTORS AND FALLING NOT MORE THAN 60 DAYS FOLLOWING A CALCULATION DATE (31 MARCH, 30 JUNE, 30 SEPTEMBER AND 31 DECEMBER IN EACH YEAR (OR, IF SUCH DATE IS NOT A BUSINESS DAY, THE PRECEDING BUSINESS DAY) AND ANY OTHER BUSINESS DAY WHICH THE DIRECTORS DETERMINE IS TO BE A DAY AS AT WHICH THE NET ASSET VALUE PER SHARE IS TO BE CALCULATED)) REDEEM FOR CASH ANY REDEEMABLE SHARES IN ISSUE AT A PRICE PER REDEEMABLE SHARE EQUIVALENT TO THE NET ASSET VALUE PER SHARE AS AT THE MOST RECENT CALCULATION DATE. IN THE EVENT OF A CHANGE OF CONTROL IN RELATION TO THE COMPANY, EACH HOLDER OF REDEEMABLE SHARES HAS THE RIGHT TO REQUIRE THE COMPANY TO REDEEM ALL SUCH HOLDER'S REDEEMABLE SHARES AT A PRICE PER REDEEMABLE SHARE EQUIVALENT TO THE NET ASSET VALUE PER SHARE CALCULATED AS AT THE DATE OF SUCH CHANGE OF CONTROL. FOR THESE PURPOSES, A CHANGE OF CONTROL IN RELATION TO THE COMPANY WOULD OCCUR IN THE EVENT THAT, OTHERWISE THAN IN CONNECTION WITH A SCHEME FOR THE CONSOLIDATION, AMALGAMATION, MERGER,

RECONSTRUCTION OR REORGANISATION OF THE COMPANY ON TERMS PREVIOUSLY SANCTIONED BY AN EXTRAORDINARY RESOLUTION OF THE HOLDERS OF REDEEMABLE SHARES PASSED AT A SEPARATE GENERAL MEETING OF SUCH HOLDERS, AN OFFER IS MADE TO THE HOLDERS OF THE ORDINARY SHARES IN THE COMPANY (OR ALL SUCH HOLDERS OTHER THAN THE OFFEROR AND/OR ANY COMPANY CONTROLLED BY THE OFFEROR AND/OR PERSONS ACTING IN CONCERT WITH THE OFFEROR) TO ACQUIRE THE WHOLE OR ANY PART OF THE SHARE CAPITAL OF THE COMPANY (OR IF A SCHEME OF ARRANGEMENT IS PROPOSED WITH REGARD TO SUCH ACQUISITION) AS A RESULT OF WHICH THE RIGHT TO CAST A MAJORITY OF THE VOTES WHICH MAY ORDINARILY BE CAST ON A POLL AT A GENERAL MEETING OF THE COMPANY HAS OR WILL BECOME VESTED IN THE OFFEROR AND/OR ANY SUCH PERSON OR PERSONS ACTING IN CONCERT WITH THE OFFEROR.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	63359547
		Total aggregate nominal value:	22454524.05
		Total aggregate amount unpaid:	0

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