

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

000230/40

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return.
You must file an Annual Return at
least once every year

☐ **What this form is NOT for**
You cannot use this form to give
notice of changes to
officers, registered
company type or
relating to the company

For further information, please
refer to our guidance at
www.gov.uk



A25LRMD5

A22

04/04/2013

#112

COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies.

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 0 3 9 5 7 6 7 9

Company name in full
Verticalband Limited

1 Company name change

If your company has recently
changed its name, please provide
the company name as at the date of
this return.

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates.

Date of this return 2 3 0 3 2 0 1 3

2 Date of this return

Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date.

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities. 3

Classification code 1 6 1 9 0 0

Classification code 2 7 2 1 9 0

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

3 Principal business activity

You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section.

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

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A4**Company type ^①**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☐ Public limited company
☒ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website:
www.companieshouse.gov.uk

A5**Registered office address ^②**

Building name/number	201
Street	Bishopsgate Level 9 c/o Henderson Equity Partners
Post town	London
County/Region	
Postcode	E C 2 M 3 A E

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return.

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return.

A6**Single alternative inspection location (SAIL) of the company records (if applicable) ^③**

Building name/number	
Street	
Post town	
County/Region	
Postcode	

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return.

If the address has changed, you should complete form AD02 and submit it together with this annual return.

A7**Location of company records ^④**Please tick the appropriate box to indicate which records are kept at the SAIL address in **Section A6**

- ☐ Register of members
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries
☐ Records of resolutions etc.
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☐ Register of debenture holders
☐ Report to members of outcome of investigation by public company into interests in its shares
☐ Register of interests in shares disclosed to public company
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section.

Certain records must be kept by every company while other records are only kept by certain company types where appropriate.

If the records are not kept at the SAIL address, they must be available at the registered office.

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return.

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(For returns made up to a date on or *after 1 October 2011*)**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary**B1****Secretary's details ^①**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4.

Title*

Full forename(s)

Surname

Former name(s)^②**① Secretary appointments**

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return

Corporate details

Please use Section C1-C4 to enter corporate secretary details

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

E2**Secretary's service address ^③**

Building name/number

Street

Post town

County/Region

Postcode

Country

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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Corporate secretary**C1 Corporate secretary's details ^①**

Please use this section to list all the corporate secretaries of the company

Corporate body/firm name

Henderson Secretarial Services Limited

Building name/number

201

Street

Bishopsgate

Post town

London

County/Region

Postcode

E C 2 M 3 A E

Country

United Kingdom

① Corporate secretary appointments

You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.

Corporate secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.

This information will appear on the public record.

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3 EEA companies ^②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/firm is registered ^②

United Kingdom

Registration number

1471624

② EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ^④

If applicable, the registration number

④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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Director

D1	Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.		
Title*		① Director appointments You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return. Corporate details Please use Section E1-E4 to enter corporate director details. Director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01. ② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.
Full forename(s)	Ian	
Surname	Barrass	
Former name(s)②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d ₁ d ₄ m ₀ m ₂ y ₁ y ₉ y ₆ y ₂	
Business occupation (if any)	Fund Manager	

D2	Director's service address ^③	
Building name/number	201	③ Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address. This information will appear on the public record.
Street	Bishopsgate	
Post town	London	
County/Region		
Postcode	E C 2 M 3 A E	
Country	United Kingdom	

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Director

D1**Director's details ^①**

Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.																	
Title*																	
Full forename(s)	Eilon																
Surname	Riess																
Former name(s) ^②																	
Country/State of residence	Israel																
Nationality	Israeli																
Date of birth	<table><tr><td>d</td><td>2</td><td>d</td><td>4</td><td>m</td><td>0</td><td>m</td><td>7</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>6</td><td>y</td><td>8</td></tr></table>	d	2	d	4	m	0	m	7	y	1	y	9	y	6	y	8
d	2	d	4	m	0	m	7	y	1	y	9	y	6	y	8		
Business occupation (if any)	Company Director																

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address ^③**

Building name/number	Moshav								
Street									
Post town	Bet Shaarim								
County/Region									
Postcode	<table><tr><td>4</td><td>0</td><td>0</td><td>4</td><td>6</td><td></td><td></td><td></td></tr></table>	4	0	0	4	6			
4	0	0	4	6					
Country	Israel								

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Corporate director

E1

Corporate director's details ^①

Please use this section to list all the corporate director's of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

① Corporate director appointments
You cannot use this form to appoint a corporate director. To do this, please complete form **AP02** and submit it together with this annual return.

Corporate director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH02**.

This information will appear on the public record.

E2

Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**

→ No Complete **Section E4 only**

E3

EEA companies ^②

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered ^③

Registration number

② EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4

Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registered ^④

If applicable, the
registration number

④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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Part 3**Statement of capital**

Does your company have share capital?

→ Yes Complete the sections below and the following Part 4

→ No Go to Part 5 (Signature).

① This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
A Preference Shares	0 0001	0 00	250,000	£ 25 00
Ordinary	0 0001	0 00	1,000,000	£ 100 00
				£
				£
Totals			1,250,000	£ 125 00

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	
Total aggregate nominal value ⑤	

⑤ Total aggregate nominal value
Please list total aggregate values in
different currencies separately. For
example, £100 + €100 + \$10 etc.

② Including both the nominal value and any share premium.

③ Number of shares issued multiplied by nominal value of each share

Continuation Pages

Please use a Statement of Capital continuation page if necessary

④ Total number of issued shares in this class

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F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2.

Class of share	£0 0001 A Preference Shares
----------------	-----------------------------

Voting rights	See attached schedule
---------------	-----------------------

Class of share	£0 0001 Ordinary
----------------	------------------

Voting rights	Subject to the rights attaching to the A preference shares, the ordinary shares have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption
---------------	--

Class of share	
----------------	--

Voting rights	
---------------	--

Class of share	
----------------	--

Voting rights	
---------------	--

AR01 - continuation page

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F4

Statement of capital (Voting rights)

Class of share	£0 0001 A Preference Shares
Voting rights	<p>The holders of the A shares shall be entitled to participate on a dividend paid to the ordinary shares by reference to a record date prior to the Conversion Date (as defined in article 7 3 4) on a pari passu basis as if the A shares and the ordinary shares constituted a single class of share Any A shares remaining after the conversion date shall entitle the holders thereof to a fixed cumulative dividend of 0 01p per share in each year which shall be payable if and only if to the extent that the distributable profits of the Company in that year exceed £50,000,000 The A shares shall carry a preferential return on a return of capital in accordance with the Articles On a Sale prior to the conversion date, in circumstances other than those set out in article 7 2 3, the assets of the Company available for distribution among the members shall be distributed and on such distribution applied strictly in the following order of priority (i) first, in paying to the holders of each A share, the Original Issue price on that A share (ii) second, in paying to the holders of each A share all declared but unpaid dividends on that A share (iii) third, in paying to the holders of each ordinary share paid up otherwise than by way of capitalisation of the Company's premium account or part thereof the nominal amount together with any premium at which each ordinary share was issued on that ordinary share Thereafter the remaining assets of the Company available for distribution shall be distributed to the holders of the ordinary shares and the holders of the A shares pro rata to each holder's respective holding pari passu as if they constituted a single class of share On a poll taken at a general meeting each member shall have one vote for each ordinary share of which he is the holder, or in the case of holders of A shares prior to the conversion date 1 x 0 7 vote per A share See articles of association for more information</p>

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Part 4

Shareholders

Does your company have share capital?

- Yes go to **Section G1** 'Companies with share capital'
- No Go to **Part 5 (Signature)**

G1

Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ①

- ☒ No go to **Section G2** 'Past and present shareholders'
- ☐ Yes go to **Question 2**

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies?(3) Please tick the appropriate box below ②

- ☐ No go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'
- ☐ Yes go to **Part 5 (Signature)**

① A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

② DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2

List of past and present shareholders ③

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

- ☐ There were no shareholder changes in this period. Go to **Part 5 (Signature)**
- ☒ A full list of shareholders is enclosed
- ☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed. Please tick the appropriate box below

- ☒ The list of shareholders is enclosed on paper. Go to **Section G3** 'List of past and present shareholders'
- ☐ The list of shareholders is enclosed in another format. Go to **Part 5 (Signature)**

③ This section only applies to companies answering 'No' in Section G1

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G3

List of past and present shareholders ¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
HPC Nominees Limited	£0 0001 A Preference Shares	250,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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G3

List of past and present shareholders

1

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

1 Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Ira Bing	£0 0001 Ordinary	250,000		/ /
Elisha Flax	£0 0001 Ordinary	125,000		/ /
HPC Nominees Limited	£0 0001 Ordinary	60,000		/ /
Imperial College Innovations Ltd	£0 0001 Ordinary	100,000		/ /
Eilon Riess	£0 0001 Ordinary	390,000		/ /
Professor Stuart Schwartz	£0 0001 Ordinary	50,000		/ /
Verticalband Limited	£0 0001 Ordinary	25,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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G4

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

This section should show only the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return

It should only be completed by companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank.

→ Go to Part 5 (Signature)

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

Shares or stock currently held

Shareholder's name	Shareholder's address	Class of share	Number of shares or amount of stock

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Part 5

Signature

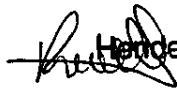
This must be completed by all companies.

I am signing this form on behalf of the company

Signature

Signature

X



For and on behalf of
Henderson Secretarial Services Limited

X

This form may be signed by
Director ¹, Secretary, Person authorised ², Charitable commission receiver and
manager, CIC manager, Judicial factor

1 Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

2 Person authorised

Under either section 270 or 274 of the Companies Act 2006

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record

Contact name	Matthew Purkis
Company name	Henderson Secretarial Services Limited
Address	201 Bishopsgate
Post town	London
County/Region	
Postcode	E C 2 M 3 A E
Country	England
DX	
Telephone	



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales.
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 NR. Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk