



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **COGNISCIENCE LIMITED**

Company Number: **03983185**



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X66ZHFIF

Company Name: **COGNISCIENCE LIMITED**

Company Number: **03983185**

Confirmation **28/04/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	84000
	A	Aggregate nominal value:	840
Currency:	GBP		

Prescribed particulars

AS REGARDS INCOME THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE USED TO PAY DIVIDENDS AS FOLLOWS: IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND B PREFERRED SHARES (PARI PASSU AS IF THEY WERE ONE CLASS OF SHARE) A DIVIDEND OF SUCH AMOUNT AS THE DIRECTORS MAY DETERMINE; DIVIDENDS SHALL BE PAID PRO RATA ACCORDING TO THE NOMINAL VALUE OF THE A ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES; DIVIDENDS SHALL BE PAID TOGETHER WITH (AND NOT INCLUSIVE OF) THE IMPUTED TAX CREDIT (IF ANY) AT THE RATE FROM TIME TO TIME PREVAILING. AS REGARDS CAPITAL ON A RETURN OF ASSETS WHETHER IN A WINDING-UP OR REDUCTION OF CAPITAL OR OTHERWISE (EXCEPT IN THE CASE OF THE REDEMPTION OF SHARES OF ANY CLASS OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES) THE ASSETS AND RETAINED PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED AS FOLLOWS: FIRST IN PAYING TO THE HOLDERS OF B PREFERRED ORDINARY SHARES THE AMOUNTS CREDITED AS PAID UP TOGETHER WITH ANY DIVIDENDS IN ARREARS. SECONDLY IN DISTRIBUTING THE BALANCE OF SUCH ASSETS OR RETAINED PROFITS AMONGST THE HOLDERS OF THE B PREFERRED ORDINARY SHARES AND A ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ON CLASS OF SHARE) IN PROPORTION TO THE AMOUNTS CREDITED AS PAID UP ON THE B PREFERRED ORDINARY SHARES AND A ORDINARY SHARES HELD BY THEM RESPECTIVELY) PROCEED OF A SALE IN THE EVENT OF A SALE, THEN NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS OF SUCH A SALE (UNLESS ALL THE SHAREHOLDERS IMMEDIATELY PRIOR TO THE SALE HAVE AGREED IN WRITING TO THE CONTRARY EXPRESSLY FOR THE PURPOSES OF THIS PROVISION, WHETHER IN AGREEMENT WITH FOR THE SALE OR OTHERWISE) THE SHAREHOLDERS IMMEDIATELY PRIOR TO SUCH SALE SHALL PROCURE THAT THE PURCHASE CONSIDERATION WHENEVER RECEIVED IS PAID INTO A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AS FOLLOWS: FIRST IN PAYING TO THE HOLDERS OF THE B PREFERRED ORDINARY SHARES THE AMOUNTS CREDITED AS PAID UP TOGETHER WITH ANY DIVIDENDS IN ARREARS; AND THEREAFTER AMONGST

THOSE SHAREHOLDERS WHO SOLD SHARES PRO RATA TO THE NUMBER OF SHARES HELD BY THEM.

Class of Shares:	B	Number allotted	108000
	PREFERRED	Aggregate nominal value:	1080
	ORDINARY		

Currency: GBP

Prescribed particulars

AS REGARDS INCOME THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE USED TO PAY DIVIDENDS AS FOLLOWS: IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND B PREFERRED SHARES (PARI PASSU AS IF THEY WERE ONE CLASS OF SHARE) A DIVIDEND OF SUCH AMOUNT AS THE DIRECTORS MAY DETERMINE; DIVIDENDS SHALL BE PAID PRO RATA ACCORDING TO THE NOMINAL VALUE OF THE A ORDINARY SHARES AND THE B PREFERRED ORDINARY SHARES; DIVIDENDS SHALL BE PAID TOGETHER WITH (AND NOT INCLUSIVE OF) THE IMPUTED TAX CREDIT (IF ANY) AT THE RATE FROM TIME TO TIME PREVAILING. AS REGARDS CAPITAL ON A RETURN OF ASSETS WHETHER IN A WINDING-UP OR REDUCTION OF CAPITAL OR OTHERWISE (EXCEPT IN THE CASE OF THE REDEMPTION OF SHARES OF ANY CLASS OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES) THE ASSETS AND RETAINED PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED AS FOLLOWS: FIRST IN PAYING TO THE HOLDERS OF B PREFERRED ORDINARY SHARES THE AMOUNTS CREDITED AS PAID UP TOGETHER WITH ANY DIVIDENDS IN ARREARS. SECONDLY IN DISTRIBUTING THE BALANCE OF SUCH ASSETS OR RETAINED PROFITS AMONGST THE HOLDERS OF THE B PREFERRED ORDINARY SHARES AND A ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ON CLASS OF SHARE) IN PROPORTION TO THE AMOUNTS CREDITED AS PAID UP ON THE B PREFERRED ORDINARY SHARES AND A ORDINARY SHARES HELD BY THEM RESPECTIVELY) PROCEED OF A SALE IN THE EVENT OF A SALE, THEN NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS OF SUCH A SALE (UNLESS ALL THE SHAREHOLDERS IMMEDIATELY PRIOR TO THE SALE HAVE AGREED IN WRITING TO THE CONTRARY EXPRESSLY FOR THE PURPOSES OF THIS PROVISION, WHETHER IN AGREEMENT WITH FOR THE SALE OR OTHERWISE) THE SHAREHOLDERS IMMEDIATELY PRIOR TO SUCH SALE SHALL PROCURE THAT THE PURCHASE CONSIDERATION WHENEVER RECEIVED IS PAID INTO A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AS FOLLOWS: FIRST IN PAYING TO THE HOLDERS OF THE B PREFERRED ORDINARY SHARES THE AMOUNTS CREDITED AS

PAID UP TOGETHER WITH ANY DIVIDENDS IN ARREARS; AND THEREAFTER AMONGST THOSE SHAREHOLDERS WHO SOLD SHARES PRO RATA TO THE NUMBER OF SHARES HELD BY THEM.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	192000
		Total aggregate nominal value:	1920
		Total aggregate amount unpaid:	0

Persons with Significant Control (PSC)

PSC Statements

The company knows or has reasonable cause to believe that there is no registrable person or registrable relevant legal entity in relation to 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