



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **UTOPIA BATHROOM GROUP LIMITED**

Company Number: **06285982**



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Company Name: **UTOPIA BATHROOM GROUP LIMITED**

Company Number: **06285982**

Confirmation **19/06/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	247500
	A	Aggregate nominal value:	247500
Currency:	GBP		

Prescribed particulars

1 VOTE PER SHARE DIVIDEND RIGHTS: THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE APPLIED (WITH INVESTOR CONSENT) IN PAYING THE BALANCE OF SUCH PROFITS AMONGST THE HOLDERS OF THE A ORDINARY SHARE, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) CAPITAL RIGHTS: 1. FIRST IN REDEEMING AT NOMINAL VALUE ALL OF THE PREFERRED ORDINARY SHARES. 2. NEXT IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY SHARES (PARI PASSU AS A CLASS) A DISTRIBUTION IN THE SUM OF £50,000. 3. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. 4. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARE. 5. NEXT IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES AND RATEABLY AMONGST THEM. 6. THE BALANCE OF SUCH ASSETS UP TO £80,000,000 SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES). 7. NEXT IN PAYING TO THE HOLDERS OF THE D ORDINARY SHARES THE SUM OF £1 PER SHARE (OR A PRO RATA AMOUNT OF £1 PER D ORDINARY SHARE IF THE BALANCE OF THE ASSETS IS GREATER THAN £80,000,000 BUT LESS THAN £96,821,277). 8. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PAR PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	ORDINARY	Number allotted	176000
	B	Aggregate nominal value:	176000
Currency:	GBP		

Prescribed particulars

1 VOTE PER SHARE DIVIDEND RIGHTS: THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE APPLIED (WITH INVESTOR CONSENT) IN PAYING THE BALANCE OF SUCH PROFITS AMONGST THE HOLDERS OF THE A ORDINARY SHARE, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) CAPITAL RIGHTS: 1. FIRST IN REDEEMING AT NOMINAL VALUE ALL OF THE PREFERRED ORDINARY SHARES. 2. NEXT IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY SHARES (PARI PASSU AS A CLASS) A DISTRIBUTION IN THE SUM OF £50,000. 3. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. 4. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARE. 5. NEXT IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES AND RATEABLY AMONGST THEM. 6. THE BALANCE OF SUCH ASSETS UP TO £80,000,000 SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES). 7. NEXT IN PAYING TO THE HOLDERS OF THE D ORDINARY SHARES THE SUM OF £1 PER SHARE (OR A PRO RATA AMOUNT OF £1 PER D ORDINARY SHARE IF THE BALANCE OF THE ASSETS IS GREATER THAN £80,000,000 BUT LESS THAN £96,821,277). 8. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PAR PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	ORDINARY	Number allotted	126500
	C	Aggregate nominal value:	1265
Currency:	GBP		

Prescribed particulars

1 VOTE PER SHARE DIVIDEND RIGHTS: THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE APPLIED (WITH INVESTOR CONSENT) IN PAYING THE BALANCE OF SUCH PROFITS AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME

CONSTITUTED ONE CLASS OF SHARES). CAPITAL RIGHTS: 1. FIRST IN REDEEMING AT NOMINAL VALUE ALL OF THE PREFERRED ORDINARY SHARES. 2. NEXT IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY SHARES (PARI PASSU AS A CLASS) A DISTRIBUTION IN THE SUM OF £50,000. 3. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. 4. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES. 5. NEXT IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES AND RATEABLY AMONGST THEM. 6. THE BALANCE OF SUCH ASSETS UP TO £80,000,000 SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES). 7. NEXT IN PAYING TO THE HOLDERS OF THE D ORDINARY SHARES THE SUM OF £1 PER SHARE (OR A PRO RATA AMOUNT OF £1 PER D ORDINARY SHARE IF THE BALANCE OF THE ASSETS IS GREATER THAT £80,000,000 BUT LESS THAN £96,821,277). 8. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	ORDINARY	Number allotted	16859777
	D	Aggregate nominal value:	16859777

Currency: GBP

Prescribed particulars

NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. NO RIGHT TO A DIVIDEND. CAPITAL RIGHTS: 1. FIRST IN REDEEMING AT NOMINAL VALUE ALL OF THE PREFERRED ORDINARY SHARES. 2. NEXT IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY SHARES (PARI PASSU AS A CLASS) A DISTRIBUTION IN THE SUM OF £50,000. 3. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATABLY AMONGST THEM) A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. 4. NEXT IN PAYING

TO THE HOLDERS OF THE A ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES. 5. NEXT IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES AND RATEABLY AMONGST THEM. 6. THE BALANCE OF SUCH ASSETS UP TO £80,000,000 SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES). 7. NEXT IN PAYING TO THE HOLDERS OF THE D ORDINARY SHARES THE SUM OF £1 PER SHARE (OR A PRO RATA AMOUNT OF £1 PER D ORDINARY SHARE IF THE BALANCE OF THE ASSETS IS GREATER THAN £80,000,000 BUT LESS THAN £96,821,277). 8. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	PREFERRED	Number allotted	7250000
	ORDINARY	Aggregate nominal value:	7250000

Currency: GBP

Prescribed particulars

NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. NO RIGHT TO A DIVIDEND. CAPITAL RIGHTS: 1. FIRST IN REDEEMING AT NOMINAL VALUE ALL OF THE PREFERRED ORDINARY SHARES. 2. NEXT IN PAYING TO THE HOLDERS OF OF THE PREFERRED ORDINARY SHARES (PARI PASSU AS A CLASS) A DISTRIBUTION IN THE SUM OF £50,000. 3. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. 4. NEXT IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES AND C ORDINARY SHARES (AND RATEABLY AMONGST THEM) A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES. 5. NEXT IN PAYING TO THE HOLDERS OF THE B ORDINARY SHARES A SUM EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH SHARES AND RATEABLY AMONGST THEM. 6. THE BALANCE OF SUCH ASSETS UP TO £80,000,000 SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES). 7. NEXT IN PAYING TO THE HOLDERS OF THE D ORDINARY SHARES THE SUM OF £1 PER SHARE (OR A PRO RATA AMOUNT OF £1 PER D ORDINARY SHARE IF THE

BALANCE OF THE ASSETS IS GREATER THAN £80,000,000 BUT LESS THAN £96,821,277).

8. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	24659777
		Total aggregate nominal value:	24534542
		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:	123750 ORDINARY A shares held as at the date of this confirmation statement
Name:	IAN WILLIAM HALL
Shareholding 2:	123750 ORDINARY A shares held as at the date of this confirmation statement
Name:	DAVID WILLIAM CONN
Shareholding 3:	16500 ORDINARY B shares held as at the date of this confirmation statement
Name:	ELIZABETH GREEN
Shareholding 4:	7250000 transferred on 2015-08-07 0 PREFERRED ORDINARY shares held as at the date of this confirmation statement
Name:	SIG 1 HOLDINGS LIMITED
Shareholding 5:	6045594 ORDINARY D shares held as at the date of this confirmation statement
Name:	IAN WILLIAM HALL
Shareholding 6:	6045594 ORDINARY D shares held as at the date of this confirmation statement
Name:	DAVID WILLIAM CONN
Shareholding 7:	1210119 ORDINARY D shares held as at the date of this confirmation statement
Name:	ELIZABETH GREEN
Shareholding 8:	38500 ORDINARY B shares held as at the date of this confirmation statement
Name:	MARK OLDHAM
Shareholding 9:	16500 ORDINARY C shares held as at the date of this confirmation statement
Name:	MARK OLDHAM
Shareholding 10:	1188064 ORDINARY D shares held as at the date of this confirmation statement
Name:	MARK OLDHAM

Shareholding 11: **19250 ORDINARY C shares held as at the date of this confirmation statement**
Name: **IAN WILLIAM HALL**

Shareholding 12: **24750 ORDINARY C shares held as at the date of this confirmation statement**
Name: **DAVID WILLIAM CONN**

Shareholding 13: **55000 ORDINARY C shares held as at the date of this confirmation statement**
Name: **SIMON RUSSELL**

Shareholding 14: **11000 ORDINARY C shares held as at the date of this confirmation statement**
Name: **ELIZABETH GREEN**

Shareholding 15: **121000 ORDINARY B shares held as at the date of this confirmation statement**
Name: **DAVID WILLIAM CONN**
IAN WILLIAM HALL

Shareholding 16: **2370406 ORDINARY D shares held as at the date of this confirmation statement**
Name: **DAVID WILLIAM CONN**
IAN WILLIAM HALL

Shareholding 17: **7250000 PREFERRED ORDINARY shares held as at the date of this confirmation statement**
Name: **DAVID WILLIAM CONN**

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