



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **PASSIVSYSTEMS LIMITED**

Company Number: **06692246**



Received for filing in Electronic Format on the: **13/09/2018**

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Company Name: **PASSIVSYSTEMS LIMITED**

Company Number: **06692246**

Confirmation **09/09/2018**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	23675538
Currency:	GBP	Aggregate nominal value:	23675.538

Prescribed particulars

VOTING RIGHTS THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE ALL ALL GENERAL MEETINGS OF THE COMPANY. WHERE SHARES CONFER A RIGHT TO VOTE, ON A SHOW OF HANDS EACH HOLDER OF SUCH SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE AND ON A POLL EACH SUCH HOLDER SO PRESENT SHALL HAVE ONE VOTE FOR EACH SHARE HELD BY HIM. DIVIDENDS DIVIDENDS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES PRO RATA (AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD. LIQUIDATION AND EXIT PREFERENCE THE PREFERENCE SHAREHOLDERS HAVE PRIORITY IN DISTRIBUTIONS (INCLUDING ON A WINDING UP) AS SPECIFIED IN THE ARTICLES OF ASSOCIATION. REDEMPTION THE ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	3752416
Currency:	GBP	Aggregate nominal value:	3752.416

Prescribed particulars

VOTING RIGHTS THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE ALL ALL GENERAL MEETINGS OF THE COMPANY. WHERE SHARES CONFER A RIGHT TO VOTE, ON A SHOW OF HANDS EACH HOLDER OF SUCH SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE AND ON A POLL EACH SUCH HOLDER SO PRESENT SHALL HAVE ONE VOTE FOR EACH SHARE HELD BY HIM. DIVIDENDS DIVIDENDS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES PRO RATA (AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD. LIQUIDATION AND EXIT PREFERENCE THE PREFERENCE SHAREHOLDERS HAVE PRIORITY IN DISTRIBUTIONS (INCLUDING ON A WINDING UP) AS SPECIFIED IN THE ARTICLES OF ASSOCIATION. REDEMPTION THE ORDINARY SHARES ARE NON-REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	27427954
		Total aggregate nominal value:	27427.954
		Total aggregate amount unpaid:	217.95

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:	12966704 ORDINARY shares held as at the date of this confirmation statement
Name:	PASSIVLIFE LIMITED
Shareholding 2:	217950 ORDINARY shares held as at the date of this confirmation statement
Name:	PASSIVSYSTEMS NOMINEES LTD
Shareholding 3:	2530882 ORDINARY shares held as at the date of this confirmation statement
Name:	VICTORIA CALDER
Shareholding 4:	250000 ORDINARY shares held as at the date of this confirmation statement
Name:	TRASKEL HOLDINGS LTD
Shareholding 5:	100000 ORDINARY shares held as at the date of this confirmation statement
Name:	PONTIUS ALDELL
Shareholding 6:	100000 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL LIEBREICH
Shareholding 7:	477500 ORDINARY shares held as at the date of this confirmation statement
Name:	MAX BURGER
Shareholding 8:	80000 ORDINARY shares held as at the date of this confirmation statement
Name:	CAROLINE MARRIAGE MARRIAGE PAUL
Shareholding 9:	50000 ORDINARY shares held as at the date of this confirmation statement
Name:	DAVID SIMPSON DIANNE SIMPSON
Shareholding 10:	250000 ORDINARY shares held as at the date of this confirmation statement
Name:	ANNA EVA ROSEMAIRE MORATELLI

Shareholding 11: **605000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **VICTORIA CALDER**

Shareholding 12: **1597500 ORDINARY shares held as at the date of this confirmation statement**
Name: **MJAS GENERAL TRADING COMPANY**

Shareholding 13: **402500 PREFERENCE shares held as at the date of this confirmation statement**
Name: **MJAS GENERAL TRADING COMPANY**

Shareholding 14: **750000 ORDINARY shares held as at the date of this confirmation statement**
Name: **HARVEY JACKSON**

Shareholding 15: **1500000 ORDINARY shares held as at the date of this confirmation statement**
Name: **SCI PLAYIT**

Shareholding 16: **50000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **HARVEY JACKSON**

Shareholding 17: **333333 ORDINARY shares held as at the date of this confirmation statement**
Name: **JUSTIN ORCHARD-LISLE**

Shareholding 18: **833333 ORDINARY shares held as at the date of this confirmation statement**
Name: **GEORGE PINTO**

Shareholding 19: **100000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **TRASKEL HOLDINGS LIMITED**

Shareholding 20: **50000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **JUSTIN ORCHARD-LISLE**

Shareholding 21: **250000 ORDINARY shares held as at the date of this confirmation statement**
Name: **GREENCROFT INTERNATIONAL LIMITED**

Shareholding 22: **250000 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK LAMBERT**

Shareholding 23:	66667 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL PATTERSON
Shareholding 24:	116667 ORDINARY shares held as at the date of this confirmation statement
Name:	JOLYON ORCHARD-LISLE
Shareholding 25:	66667 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL WINDSOR
Shareholding 26:	16667 ORDINARY shares held as at the date of this confirmation statement
Name:	DIANE PATTERSON
Shareholding 27:	1000000 PREFERENCE shares held as at the date of this confirmation statement
Name:	MADA INVESTMENT COMPANY B.S.C
Shareholding 28:	16667 ORDINARY shares held as at the date of this confirmation statement
Name:	HAZEL PRESTON-BARNES
Shareholding 29:	10000 PREFERENCE shares held as at the date of this confirmation statement
Name:	JAMES CROOKS
Shareholding 30:	166667 ORDINARY shares held as at the date of this confirmation statement
Name:	KRISTINA RIDLEY
Shareholding 31:	125000 PREFERENCE shares held as at the date of this confirmation statement
Name:	JONES DAY LLP
Shareholding 32:	20000 PREFERENCE shares held as at the date of this confirmation statement
Name:	FRASER HARDING
Shareholding 33:	750 PREFERENCE shares held as at the date of this confirmation statement
Name:	DIANNE SIMPSON DAVID SIMPSON
Shareholding 34:	9336471 transferred on 2017-09-25 0 ORDINARY shares held as at the date of this confirmation statement
Name:	WHEB VENTURES 2 (SCOT GP) LP

Shareholding 35: **675000 ORDINARY shares held as at the date of this confirmation statement**
Name: **CASTLE TRUST & MANAGEMENT SERVICES LTD ATO EQUUS RETIREMENT ANNUITY TRUST SCHEME RE HARVEY JACKSON**

Shareholding 36: **122500 PREFERENCE shares held as at the date of this confirmation statement**
Name: **MAX BURGER**

Shareholding 37: **1260000 transferred on 2017-09-25**
0 PREFERENCE shares held as at the date of this confirmation statement
Name: **WHEB VENTURES 2 (SCOT GP) LP**

Shareholding 38: **1260000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **PASSIVLIFE LIMITED**

Shareholding 39: **13334 ORDINARY shares held as at the date of this confirmation statement**
Name: **PETER ROBERTS**

Shareholding 40: **6666 PREFERENCE shares held as at the date of this confirmation statement**
Name: **PETER ROBERTS**

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