



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **CARE UK HEALTH & SOCIAL CARE HOLDINGS LIMITED**

Company Number: **07158142**



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Company Name: **CARE UK HEALTH & SOCIAL CARE HOLDINGS LIMITED**

Company Number: **07158142**

Confirmation **16/02/2020**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	3893985
	ORDINARY	Aggregate nominal value:	38939.85
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS: B ORDINARY SHARES CARRY THE RIGHT TO VOTE ON A WRITTEN RESOLUTION OR RESOLUTION TO BE PASSED AT GENERAL MEETING. AT A GENERAL MEETING, EVERY QUALIFYING PERSON HAS ONE VOTE AND ON A POLL EVERY HOLDER OF B ORDINARY SHARE HAS ONE VOTE FOR EACH SHARE OF WHICH HE IS THE HOLDER. DIVIDEND RIGHTS: ANY AVAILABLE PROFITS DETERMINED FOR DISTRIBUTION BY THE COMPANY SHALL BE DISTRIBUTED AS TO 1% IN AGGREGATE TO THE HOLDERS OF PREFERRED B ORDINARY SHARES AND 99% IN AGGREGATE TO THE HOLDERS OF B ORDINARY SHARES. RETURN OF CAPITAL: ON A RETURN OF CAPITAL OR AN EXIT, THE PREFERRED A ORDINARY SHARES AND PREFERRED B ORDINARY SHARES IN ISSUE WILL RANK IN PRIORITY TO THE B ORDINARY SHARES. ONCE AMOUNTS DUE TO BE PAID ON THOSE SHARES HAVE BEEN PAID, THE BALANCE WILL BE DISTRIBUTED AS TO 20% TO HOLDERS OF A ORDINARY SHARES IN ISSUE AND 80% TO THE HOLDERS OF B ORDINARY SHARES IN ISSUE, SUBJECT TO THE PROVISIONS OF ARTICLE 18, PROVIDED THAT THE HOLDERS OF B ORDINARY SHARES IN ISSUE, SUBJECT TO THE PROVISIONS OF ARTICLE 18, PROVIDED THAT THE HOLDERS OF DEFERRED SHARES WILL RECEIVE 0.01P PER DEFERRED SHARE IF THE AMOUNT DISTRIBUTED EXCEEDS £1,000, 000, 000. REDEMPTION: REDEEMABLE.

Class of Shares:	DEFERRED	Number allotted	925000
Currency:	GBP	Aggregate nominal value:	9250

Prescribed particulars

(1) NO VOTING RIGHTS, (2) NO DIVIDEND RIGHTS, (3) THE RIGHT TO RECEIVE AS, A CLASS, 0.01P PER DEFERRED SHARE ON A RETURN OF CAPITAL OF MORE THAN £1,000,000,000 IN AGGREGATE AND (4) REDEMPTION RIGHTS:NON-REDEEMABLE. THE COMPANY SHALL BE ENTITLED AT ANY TIME AND WITHOUT REQUIRING THE CONSENT OF A DEFERRED SHAREHOLDER TO REPURCHASE ALL DEFERRED SHARES IN ISSUE AT SUCH DATE FOR AN AGGREGATE SUM OF £1 TO BE PAID PRO RATA TO ALL DEFERRED SHAREHOLDERS.

Class of Shares:	A1	Number allotted	1000000
	ORDINARY	Aggregate nominal value:	20000

Currency: **GBP**

Prescribed particulars

RIGHT TO VOTE AND ATTEND ANNUAL GENERAL MEETINGS. NO RIGHT TO DIVIDENDS. RETURN OF CAPITAL RIGHTS SET OUT IN THE ARTICLES OF ASSOCIATION. SHARES ARE NON-REDEEMABLE. THE A1 ORDINARY SHARES ARE SUBJECT TO LEAVER, DRAG AND TAG PROVISIONS.

Class of Shares:	C	Number allotted	9998
	ORDINARY	Aggregate nominal value:	9.998

Currency: **GBP**

Prescribed particulars

NO VOTING RIGHTS. NO DIVIDEND RIGHTS. RETURN OF CAPITAL RIGHTS ARE SET OUT IN THE ARTICLES OF ASSOCIATION. C ORDINARY SHARES ARE NON-REDEEMABLE. THE C ORDINARY SHARES ARE SUBJECT TO LEAVER, DRAG AND TAG PROVISIONS.

Class of Shares:	D	Number allotted	10000
	ORDINARY	Aggregate nominal value:	10

Currency: **GBP**

Prescribed particulars

NO VOTING RIGHTS. NO DIVIDEND RIGHTS. RETURN OF CAPITAL RIGHTS ARE SET OUT IN THE ARTICLES OF ASSOCIATION. D ORDINARY SHARES ARE NON-REDEEMABLE. THE D ORDINARY SHARES ARE SUBJECT TO LEAVER, DRAG AND TAG PROVISIONS.

Class of Shares:	PREFERRED	Number allotted	126258568
	A	Aggregate nominal value:	1262585.68
	ORDINARY		

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS: ON A SHOW OF HANDS EVERY QUALIFYING PERSON HAS ONE VOTE SAVE THAT A MEMBER WHO ONLY HOLDS PREFERRED ORDINARY SHARES SHALL NOT COUNT AS A QUALIFYING PERSON. IF A DEFAULT EVENT OCCURS, THE A ORDINARY SHARES WILL NOT ENTITLE THE HOLDERS THEREOF TO ATTEND AND VOTE AT ANY GENERAL MEETING AND THE PREFERRED A ORDINARY SHARES WILL ENTITLE EACH HOLDER THEREOF TO ATTEND AND VOTE AT ANY GENERAL MEEETING AND VOTE ON

ANY WRITTEN RESOLUTION, POLL OR SHOW OF HANDS (ON THE BASIS OF ONE VOTE FOR EACH PREFERRED A ORDINARY SHARE OF WHICH HE IS THE HOLDER) ALONGSIDE THE HOLDERS OF B ORDINARY SHARES FOR SO LONG AS THE DEFAULT EVENT CONTINUES. DIVIDEND RIGHTS: THE HOLDERS OF PREFERRED A ORDINARY SHARES ARE ENTITLED TO A FIXED CUMULATIVE NON-COMPOUNDING OF PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 16% OF THE ISSUE PRICE PER SHARE. THERE IS NO FURTHER RIGHT TO PARTICIPATE IN DISTRIBUTIONS OF AVAILABLE PROFITS. RETURN OF CAPITAL RIGHTS: ON A RETURN OF CAPITAL OR AN EXIT THE PREFERRED A ORDINARY SHARES SHALL BE ENTITLED (IF NOT REDEEMED INSTEAD), ONCE THE PREFERRED B ORDINARY SHARES HAVE RECEIVED 100% OF THEIR ISSUE PRICE AND ANY ACCRUED BUT UNPAID PREFERRED B DIVIDENDS (IF NOT REDEMED INSTEAD), TO 100% OF THE ISSUE PRICE OF THE PREFERRED A ORDINARY SHARES AND ANY ACCRUED BUT UNPAID PREFERRED A ORDINARY DIVIDENDS IN PRIORITY TO ANY RETURN OF CAPITAL ON THE ORDINARY SHARES AND DEFERRED SHARES IN ISSUE IN THE CAPITAL OF THE COMPANY. REDEMPTION RIGHTS: THE COMPANY SHALL (UNLESS DIRECTED TO THE CONTRARY BY INVESTOR DIRECTION) REDEEM ALL PREFERRED A ORDINARY SHARES THEN IN ISSUE UPON AN EXIT OR PRIOR TO A REDEMPTION DEFAULT EVENT AS SET OUT IN THE ARTICLES AND IF ALL PREFERRED B ORDINARY SHARES HAVE FIRST BEEN REDEEMED IN ACCORDANCE WITH THE PROVISIONS OF THE ARTTCLLES THE COMPANY WITH INVESTOR CONSENT MAY ON NO LESS THAN 25 BUSINESS DAYS WRITTEN NOTICE REDEEM SUCH NUMBER OF PREFERRED A ORDINARY SHARES AS IS SET OUT IN THE NOTICE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	132097551
		Total aggregate nominal value:	1330795.528
		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:	300000 DEFERRED shares held as at the date of this confirmation statement
Name:	MICHAEL ROBERT PARISH
Shareholding 2:	12297 B ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL ROBERT PARISH
Shareholding 3:	398703 PREFERRED A ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL ROBERT PARISH
Shareholding 4:	3826117 B ORDINARY shares held as at the date of this confirmation statement
Name:	BRIDGEPOINT EUROPE IV (NOMINEES) LTD
Shareholding 5:	124058002 PREFERRED A ORDINARY shares held as at the date of this confirmation statement
Name:	BRIDGEPOINT EUROPE IV (NOMINEES) LTD
Shareholding 6:	380256 PREFERRED A ORDINARY shares held as at the date of this confirmation statement
Name:	ZEDRA TRUST COMPANY (GUERNSEY) LTD
Shareholding 7:	485000 DEFERRED shares held as at the date of this confirmation statement
Name:	ZEDRA TRUST COMPANY (GUERNSEY) LTD
Shareholding 8:	7500 DEFERRED shares held as at the date of this confirmation statement
Name:	JONATHAN CALOW
Shareholding 9:	10000 DEFERRED shares held as at the date of this confirmation statement
Name:	SUZANNE LAWRENCE
Shareholding 10:	10000 DEFERRED shares held as at the date of this confirmation statement
Name:	JOHN O'BRIEN
Shareholding 11:	10000 DEFERRED shares held as at the date of this confirmation statement
Name:	RICHARD PEARMAN

Shareholding 12:	15000 DEFERRED shares held as at the date of this confirmation statement
Name:	ANDREW PROSSER
Shareholding 13:	7500 DEFERRED shares held as at the date of this confirmation statement
Name:	JASON RILEY
Shareholding 14:	10000 DEFERRED shares held as at the date of this confirmation statement
Name:	TONY WEEDON
Shareholding 15:	11727 B ORDINARY shares held as at the date of this confirmation statement
Name:	ZEDRA TRUST COMPANY (GUERNSEY) LIMITED
Shareholding 16:	1421607 transferred on 2019-05-02 0 PREFERRED A ORDINARY shares held as at the date of this confirmation statement
Name:	GILBERT CHALK JOHN PUTT
Shareholding 17:	43844 transferred on 2019-05-02 0 ORDINARY B shares held as at the date of this confirmation statement
Name:	GILBERT CHALK JOHN PUTT
Shareholding 18:	7500 DEFERRED shares held as at the date of this confirmation statement
Name:	NICOLA GRIMES
Shareholding 19:	50000 DEFERRED shares held as at the date of this confirmation statement
Name:	JAMES EASTON
Shareholding 20:	30303 A1 ORDINARY shares held as at the date of this confirmation statement
Name:	JONATHAN CALOW
Shareholding 21:	12500 DEFERRED shares held as at the date of this confirmation statement
Name:	BARRY NEE
Shareholding 22:	666667 A1 ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL PARISH

Shareholding 23:	50505 A1 ORDINARY shares held as at the date of this confirmation statement
Name:	NICOLA GRIMES
Shareholding 24:	502 C ORDINARY shares held as at the date of this confirmation statement
Name:	ROSS DOWSETT
Shareholding 25:	252525 A1 ORDINARY shares held as at the date of this confirmation statement
Name:	PHILIP WHITECROSS
Shareholding 26:	4563 C ORDINARY shares held as at the date of this confirmation statement
Name:	JAMES EASTON
Shareholding 27:	1325 C ORDINARY shares held as at the date of this confirmation statement
Name:	SUZANNE LAWRENCE
Shareholding 28:	502 C ORDINARY shares held as at the date of this confirmation statement
Name:	MIKE LALLEY
Shareholding 29:	502 C ORDINARY shares held as at the date of this confirmation statement
Name:	JOHN O'BRIEN
Shareholding 30:	777 C ORDINARY shares held as at the date of this confirmation statement
Name:	BARRY NEE
Shareholding 31:	675 D ORDINARY shares held as at the date of this confirmation statement
Name:	RACHEL GILBERT
Shareholding 32:	675 D ORDINARY shares held as at the date of this confirmation statement
Name:	CHRIS HOPKINSON
Shareholding 33:	1325 C ORDINARY shares held as at the date of this confirmation statement
Name:	ANDREW PROSSER
Shareholding 34:	675 D ORDINARY shares held as at the date of this confirmation statement
Name:	GEOFF EDWARDS

Shareholding 35:	673 D ORDINARY shares held as at the date of this confirmation statement
Name:	LEAH QUERPEL
Shareholding 36:	1310 D ORDINARY shares held as at the date of this confirmation statement
Name:	MATTHEW ROSENBERG
Shareholding 37:	3937 D ORDINARY shares held as at the date of this confirmation statement
Name:	ANDREW KNIGHT
Shareholding 38:	690 D ORDINARY shares held as at the date of this confirmation statement
Name:	RICHARD PEARMAN
Shareholding 39:	0 B ORDINARY shares held as at the date of this confirmation statement
Name:	BRIDGEPOINT EUROPE IV (NOMINEES) LTD
Shareholding 40:	792609 transferred on 2019-05-02 0 PREFERRED B ORDINARY shares held as at the date of this confirmation statement
Name:	GILBERT CHALK & JOHN PUTT
Shareholding 41:	690 D ORDINARY shares held as at the date of this confirmation statement
Name:	TONY WEEDON
Shareholding 42:	0 B ORDINARY shares held as at the date of this confirmation statement
Name:	ZEDRA TRUST COMPANY (GUERNSEY) LTD
Shareholding 43:	0 B ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL PARISH
Shareholding 44:	675 D ORDINARY shares held as at the date of this confirmation statement
Name:	JACQUI WHITE
Shareholding 45:	502 C ORDINARY shares held as at the date of this confirmation statement
Name:	ZEDRA TRUST COMPANY (GUERNSEY) LTD
Shareholding 46:	1421607 PREFERRED A ORDINARY shares held as at the date of this confirmation statement
Name:	JOHN ALFRED STODDART NASH

Shareholding 47: **43844 B ORDINARY shares held as at the date of this confirmation statement**

Name: **JOHN ALFRED STODDART NASH**

Shareholding 48: **0 PREFERRED B ORDINARY shares held as at the date of this confirmation statement**

Name: **JOHN ALFRED STODDART NASH**

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