



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **INVESCO SOFTWARE HOLDINGS LIMITED**

Company Number: **08583925**



Received for filing in Electronic Format on the: **04/05/2021**

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Company Name: **INVESCO SOFTWARE HOLDINGS LIMITED**

Company Number: **08583925**

Confirmation **30/04/2021**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	63000
	PREFERENCE	Aggregate nominal value:	63000
Currency:	GBP		

Prescribed particulars

THE B PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE B PREFERENCE SHARES DO NOT CONFER ANY VOTING RIGHTS. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 10% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH B PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF B PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH B PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH B PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101 PER CENT. OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD. (4) REDEMPTION: THE B PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	A	Number allotted	27000
	ORDINARY	Aggregate nominal value:	27000

Currency: **GBP**

Prescribed particulars

IS ENTITLED ON AN EQUAL BASIS TO ONE VOTE IN ANY CIRCUMSTANCES; - IS ENTITLED ON AN EQUAL BASIS TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION (OTHER THAN PURSUANT TO ARTICLE 22(7) BELOW); - IS ENTITLED ON AN EQUAL BASIS TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY; - IS NOT LIABLE TO REDEMPTION.

Class of Shares:	B	Number allotted	7000
	PREFERENCE	Aggregate nominal value:	70

Currency: **GBP**

Prescribed particulars

THE B PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE B PREFERENCE SHARES DO NOT CONFER ANY VOTING RIGHTS. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 10% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH B PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF B PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH B PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH B PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101 PER CENT. OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD. (4) REDEMPTION: THE B PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	C	Number allotted	3000
	PREFERENCE	Aggregate nominal value:	3000
Currency:	GBP		
Prescribed particulars			

THE C PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE C PREFERENCE SHARES AS A CLASS CONFER VOTING RIGHTS EQUAL TO 10% OF THE TOTAL VOTING RIGHTS IN THE COMPANY, ALLOCATED AMONGST THE HOLDERS OF THE C PREFERENCE SHARES PRO RATA TO THE NUMBER OF C PREFERENCE SHARES HELD BY THEM. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES (OTHER THAN THE B PREFERENCE SHARES) AND SUBJECT TO THE CONSENT OF THE HOLDERS OF NOT LESS THAN 75% OF THE B PREFERENCE SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 12.5% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH C PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF C PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH C PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH C PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101% OF THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD. (4) REDEMPTION: THE C PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	E	Number allotted	6327
	ORDINARY	Aggregate nominal value:	63.27

Currency: **GBP**

Prescribed particulars

- IS NOT ENTITLED TO RECEIVE NOTICES OF OR ATTEND OR VOTE AT ANY GENERAL OR ANY OTHER MEETINGS OF THE COMPANY; - IS NOT ENTITLED TO RECEIVE DIVIDENDS; - IS ENTITLED TO CAPITAL PROCEEDS FROM ANY DISTRIBUTION AS SET OUT IN ARTICLE 22 (7) BELOW; - IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY AS SET OUT IN ARTICLE 22(7) BELOW; - IS NOT ENTITLED TO RECEIVE ANY CONFIDENTIAL SHAREHOLDER INFORMATION; - IS NOT ENTITLED TO BE REPRESENTED ON THE BOARD OF THE COMPANY; - IS NOT LIABLE TO REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	106327
		Total aggregate nominal value:	93133.27
		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:	15000 transferred on 2020-12-29 0 C ORDINARY shares held as at the date of this confirmation statement
Name:	HELEN BROWN
Shareholding 2:	1500 transferred on 2020-12-29 13500 A ORDINARY shares held as at the date of this confirmation statement
Name:	PHILIP JOHN BROWN
Shareholding 3:	200 E ORDINARY shares held as at the date of this confirmation statement
Name:	GAVIN DISNEY-MAY
Shareholding 4:	8250 transferred on 2020-12-29 0 C ORDINARY shares held as at the date of this confirmation statement
Name:	MARK HOWELL
Shareholding 5:	2777 E ORDINARY shares held as at the date of this confirmation statement
Name:	MARK HOWELL
Shareholding 6:	1500 transferred on 2020-12-29 13500 A ORDINARY shares held as at the date of this confirmation statement
Name:	PETER DAVID NAGLE
Shareholding 7:	15000 transferred on 2020-12-29 0 C ORDINARY shares held as at the date of this confirmation statement
Name:	SHARON NAGLE
Shareholding 8:	1350 E ORDINARY shares held as at the date of this confirmation statement
Name:	EMMA O'MALLEY
Shareholding 9:	2000 E ORDINARY shares held as at the date of this confirmation statement
Name:	CHARLIE PICKERING

Shareholding 10: **63000 B PREFERENCE shares held as at the date of this confirmation statement**
Name: **PRIVATE DEBT INVESTORS FEEDER II, LLC**

Shareholding 11: **7000 B PREFERENCE shares held as at the date of this confirmation statement**
Name: **PRIVATE DEBT INVESTORS FEEDER II, LLC**

Shareholding 12: **3000 C PREFERENCE shares held as at the date of this confirmation statement**
Name: **PRIVATE DEBT INVESTORS FEEDER II, LLC**

Shareholding 13: **7000 transferred on 2020-12-29**
0 B PREFERENCE shares held as at the date of this confirmation statement
Name: **SIG INTERNATIONAL INVESTMENT LTD**

Shareholding 14: **24750 transferred on 2020-12-29**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **SIG INTERNATIONAL INVESTMENT LTD**

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