



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **ECI DEBITOOR LIMITED**

Company Number: **09569164**



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Company Name: **ECI DEBITOOR LIMITED**

Company Number: **09569164**

Confirmation **10/08/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	6750
Currency:	EUR	Aggregate nominal value:	6750

Prescribed particulars

WHERE TERMS ARE DEFINED, THEY SHALL HAVE SUCH MEANING AS IS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF THE COMPANY VOTING RIGHTS - HOLDERS OF DEFERRED SHARES ARE NOT ENTITLED TO RECEIVE NOTICE OF, ATTEND OR VOTE AT ANY GENERAL MEETING OR ON ANY WRITTEN RESOLUTION IN RELATION TO ANY DEFERRED SHARES THEY HOLD. DIVIDEND RIGHTS - DIVIDENDS MUST BE PAID IN ACCORDANCE WITH ARTICLE 32.2: FIRSTLY, TO THE HOLDERS OF DEFERRED SHARES DIVIDED PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY THEM; SECONDLY, TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE AGGREGATE A ORDINARY SHARES HELD BY THEM UNTIL THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%; THIRDLY, ONCE THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%, THE SURPLUS REALISATION VALUE TO THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY AND B ORDINARY SHARES HELD BY THEM. ANY REFERENCE TO REALISATION VALUE SHALL BE AS DEFINED IN PROVISION (C) OF THE DEFINITION, I.E. 'THE AMOUNT OF THE DIVIDEND THAT HAS BEEN DECLARED'. DISTRIBUTION RIGHTS ON A WINDING UP - ON A WINDING UP OR OTHERWISE, THE REALISATION VALUE SHALL BE APPLIED IN THE FOLLOWING ORDER: FIRSTLY, TO THE HOLDERS OF DEFERRED SHARES DIVIDED PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY THEM; SECONDLY, TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE AGGREGATE A ORDINARY SHARES HELD BY THEM UNTIL THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%; THIRDLY, ONCE THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%, THE SURPLUS REALISATION VALUE TO THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY AND B ORDINARY SHARES HELD BY THEM. ON AN EXIT, THE REALISATION VALUE (AS DEFINED IN PROVISION (B) OF DEFINITION OF REALISATION VALUE) SHALL BE DISTRIBUTED IN SUCH AMOUNTS AND IN SUCH ORDER OF PRIORITY AS WOULD BE APPLICABLE ON A RETURN OF CAPITAL UNDER ARTICLE 32 (ON A WINDING UP OR OTHERWISE) REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	A	Number allotted	6000000
	ORDINARY	Aggregate nominal value:	6000

Currency: EUR

Prescribed particulars

WHERE TERMS ARE DEFINED, THEY SHALL HAVE SUCH MEANING AS IS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF THE COMPANY VOTING RIGHTS - HOLDERS OF ORDINARY SHARES ARE ENTITLED TO ONE VOTE ON A SHOW OF HANDS AND ONE VOTE PER SHARE HELD ON A POLL VOTE. DIVIDEND RIGHTS - DIVIDENDS MUST BE PAID IN ACCORDANCE WITH ARTICLE 32.2: FIRSTLY, TO THE HOLDERS OF DEFERRED SHARES DIVIDED PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY THEM; SECONDLY, TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE AGGREGATE A ORDINARY SHARES HELD BY THEM UNTIL THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%; THIRDLY, ONCE THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%, THE SURPLUS REALISATION VALUE TO THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY AND B ORDINARY SHARES HELD BY THEM. ANY REFERENCE TO REALISATION VALUE SHALL BE AS DEFINED IN PROVISION (C) OF THE DEFINITION, I.E. ‘THE AMOUNT OF THE DIVIDEND THAT HAS BEEN DECLARED’. DISTRIBUTION RIGHTS ON A WINDING UP - ON A WINDING UP OR OTHERWISE, THE REALISATION VALUE SHALL BE APPLIED IN THE FOLLOWING ORDER: FIRSTLY, TO THE HOLDERS OF DEFERRED SHARES DIVIDED PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY THEM; SECONDLY, TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE AGGREGATE A ORDINARY SHARES HELD BY THEM UNTIL THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%; THIRDLY, ONCE THE LEAD INVESTORS HAVE ACHIEVED AN IRR OF 15%, THE SURPLUS REALISATION VALUE TO THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY AND B ORDINARY SHARES HELD BY THEM. ON AN EXIT, THE REALISATION VALUE (AS DEFINED IN PROVISION (B) OF DEFINITION OF REALISATION VALUE) SHALL BE DISTRIBUTED IN SUCH AMOUNTS AND IN SUCH ORDER OF PRIORITY AS WOULD BE APPLICABLE ON A RETURN OF CAPITAL UNDER ARTICLE 32 (ON A WINDING UP OR OTHERWISE) REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	493964
	ORDINARY	Aggregate nominal value:	493.964

Currency: EUR

Prescribed particulars

WHERE TERMS ARE DEFINED, THEY SHALL HAVE SUCH MEANING AS IS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. VOTING RIGHTS: HOLDERS OF

ORDINARY SHARES ARE ENTITLED TO ONE VOTE ON A SHOW OF HANDS AND ONE VOTE PER SHARE HELD ON A POLL VOTE. DIVIDEND RIGHTS: DIVIDENDS MUST BE PAID IN ACCORDANCE WITH ARTICLE 32.2: FIRSTLY, TO THE HOLDERS OF DEFERRED SHARES, €1.00 PER DEFERRED SHARE IN ISSUE DIVIDED BETWEEN THE HOLDERS OF DEFERRED SHARES PRO RATA TO THE NUMBER OF DEFERRED SHARES HELD BY THEM; AND SECONDLY: UNTIL SUCH TIME AS THE INVESTORS HAVE RECEIVED THE HURDLE AMOUNT, TO THE HOLDERS OF A ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY SHARES HELD BY THEM; AND TO THE EXTENT THAT THE REALISATION VALUE IS SUFFICIENT TO RESULT IN THE INVESTORS RECEIVING THE HURDLE AMOUNT, THE SURPLUS OF THE REALISATION VALUE (AFTER THE PAYMENT OF AN AMOUNT TO THE HOLDERS OF THE A ORDINARY SHARES EQUAL TO THE SUM CALCULATED TO MEET THE REQUIREMENTS OF ARTICLE 32.2(B)(I)) SHALL BE PAID TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES PRO RATA TO THE AGGREGATE NUMBER OF A ORDINARY SHARES AND B ORDINARY SHARES HELD BY THEM. ON AN EXIT, THE REALISATION VALUE (AS DEFINED IN PROVISION (B) OF DEFINITION OF REALISATION VALUE) SHALL BE DISTRIBUTED IN SUCH AMOUNTS AND IN SUCH ORDER OF PRIORITY AS WOULD BE APPLICABLE ON A RETURN OF CAPITAL UNDER ARTICLE 32 (ON A WINDING UP OR OTHERWISE) REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	6500714
		Total aggregate nominal value:	13243.964
		Total aggregate amount unpaid:	0

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