



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **URBAN MASSAGE HOLDING LIMITED**

Company Number: **09948725**



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Company Name: **URBAN MASSAGE HOLDING LIMITED**

Company Number: **09948725**

Confirmation **12/01/2017**

Statement date:

Sic Codes: **96040**

Principal activity **Physical well-being activities**
description:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	14608294
Currency:	GBP	Aggregate nominal value:	14608.294

Prescribed particulars

VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A WINDING UP - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	4521899
	A	Aggregate nominal value:	4521.899

Currency: **GBP**

Prescribed particulars

VOTING: ON A SHOW OF HANDS EACH SHAREHOLDER HAS ONE VOTE AND ON A POLL EACH SHAREHOLDER HAS ONE VOTE PER SHARE CAPITAL: ON A SHARE SALE OR ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE PROCEEDS OF SALE OR THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "SURPLUS") (AS THE CASE MAY BE) (SUCH PROCEEDS OF SALE OR SURPLUS HEREINAFTER REFERRED TO AS THE "DISTRIBUTABLE FUNDS") SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (A) FIRST, IN PAYING TO EACH HOLDER OF SHARES OTHER THAN DEFERRED SHARES (AN "EQUITY SHAREHOLDER") THE AGGREGATE OF THE PRICE PAID PER SHARE EQUAL TO THE AMOUNT SUBSCRIBED OR DEEMED TO HAVE BEEN SUBSCRIBED (INCLUDING ANY PREMIUM) FOR SUCH SHARE (THE "ORIGINAL PURCHASE PRICE") PAID BY SUCH EQUITY SHAREHOLDER, PROVIDED THAT, IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS TO PAY THE ORIGINAL PURCHASE PRICE ON EACH EQUITY SHARE, THE AVAILABLE DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED TO THE EQUITY SHAREHOLDERS PRO RATA TO THE RESPECTIVE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY EACH EQUITY SHAREHOLDER; (B) SECOND, IN PAYING TO EACH EQUITY SHAREHOLDER (A "SHORTFALL SHAREHOLDER") WHO HAS BEEN PAID A LOWER AMOUNT UNDER (A) ABOVE THAN SUCH SHORTFALL SHAREHOLDER WOULD HAVE BEEN PAID HAD THE DISTRIBUTABLE FUNDS BEEN

DISTRIBUTED TO ALL EQUITY SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES (HIS “PRO RATA ENTITLEMENT”), SUCH AMOUNT TO WHICH EACH SHORTFALL SHAREHOLDER IS ENTITLED ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY HIM, PRO RATA TO THE AGGREGATE NUMBER OF EQUITY SHARES HELD BY ALL SHORTFALL SHAREHOLDERS, PROVIDED THAT NO AMOUNT SHALL BE PAID TO ANY SHORTFALL SHAREHOLDER UNDER THIS (B) WHICH WOULD RESULT IN SUCH SHORTFALL SHAREHOLDER BEING PAID AN AMOUNT IN EXCESS OF HIS PRO RATA ENTITLEMENT; (C) THIRD, THE BALANCE OF THE SURPLUS (LESS ANY AMOUNT PAYABLE UNDER (D) (IF ANY)) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD; AND (D) FOURTH IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) PROVIDED THAT NO PAYMENT SHALL BE MADE UNDER THIS (D) UNLESS THE HOLDERS OF EQUITY SHARES HAVE RECEIVED £675 MILLION OR MORE IN RESPECT OF EACH EQUITY SHARE HELD BY THEM. DIVIDEND: DIVIDENDS SHALL BE DISTRIBUTED PRO-RATA BETWEEN SHARES EXCEPT FOR A SPECIAL DIVIDEND, WHICH SHALL BE DISTRIBUTED IN THE SAME ORDER OF PRIORITY IN RESPECT OF A RETURN OF CAPITAL ABOVE. REDEMPTION: THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	19130193
		Total aggregate nominal value:	19130.193
		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: **4500000 ORDINARY shares held as at the date of this confirmation statement**

Name: **CHUNKIT TANG**

Shareholding 2: **4500000 ORDINARY shares held as at the date of this confirmation statement**

Name: **GILES WILLIAMS**

Shareholding 3: **3050667 ORDINARY shares held as at the date of this confirmation statement**

Name: **PASSION CAPITAL LP**

Shareholding 4: **514790 SERIES A shares held as at the date of this confirmation statement**

Name: **PASSION CAPITAL LP**

Shareholding 5: **330615 ORDINARY shares held as at the date of this confirmation statement**

Name: **FELIX CAPITAL FUND I LP**

Shareholding 6: **3474659 SERIES A shares held as at the date of this confirmation statement**

Name: **FELIX CAPITAL FUND I LP**

Shareholding 7: **12262 ORDINARY shares held as at the date of this confirmation statement**

Name: **FELIX CAPITAL MANAGEMENT GP LP**

Shareholding 8: **128869 SERIES A shares held as at the date of this confirmation statement**

Name: **FELIX CAPITAL MANAGEMENT GP LP**

Shareholding 9: **737308 ORDINARY shares held as at the date of this confirmation statement**

Name: **FIRESTARTR NOMINEES LTD**

Shareholding 10: **403581 SERIES A shares held as at the date of this confirmation statement**

Name: **FIRESTARTR NOMINEES LTD**

Shareholding 11: **85719 ORDINARY shares held as at the date of this confirmation statement**

Name: **JUSTIN PETERS**

Shareholding 12:	5357 ORDINARY shares held as at the date of this confirmation statement
Name:	CAMILLA DOLAN
Shareholding 13:	4286 ORDINARY shares held as at the date of this confirmation statement
Name:	ANDREW CHUNG
Shareholding 14:	10715 ORDINARY shares held as at the date of this confirmation statement
Name:	HEPHZI NICOL
Shareholding 15:	551704 ORDINARY shares held as at the date of this confirmation statement
Name:	CORNEL RIKLIN
Shareholding 16:	21430 ORDINARY shares held as at the date of this confirmation statement
Name:	JUDITH KRIEG
Shareholding 17:	706908 ORDINARY shares held as at the date of this confirmation statement
Name:	ROBERT CRANBOURNE
Shareholding 18:	46881 ORDINARY shares held as at the date of this confirmation statement
Name:	JODIE WOOD
Shareholding 19:	29630 ORDINARY shares held as at the date of this confirmation statement
Name:	JULIEN CORDORNIU
Shareholding 20:	14812 ORDINARY shares held as at the date of this confirmation statement
Name:	CHLOE MACINTOSH

Persons with Significant Control (PSC)

PSC Statements

The company knows or has reasonable cause to believe that there is no registrable person or registrable relevant legal entity in relation to the company.

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