



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **Protected.Net Group Limited**

Company Number: **10161957**



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Company Name: **Protected.Net Group Limited**

Company Number: **10161957**

Confirmation **04/05/2020**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	7992009
	PREFERENCE	Aggregate nominal value:	7992.009
Currency:	GBP		

Prescribed particulars

THE A PREFERENCE SHARES AND B ORDINARY SHARES SHALL BE SEPARATE CLASSES OF SHARES BUT SHALL RANK PARI PASSU IN ALL RESPECTS SAVE AS PROVIDED IN THE ARTICLES. THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING VOTING RIGHTS AND RESTRICTIONS: ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OUT OF A PREFERENCE SHARES AND B ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORIZED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A PREFERENCE SHARE OR B ORDINARY SHARE HELD BY THEM; THE HOLDERS (IF ANY) OF THE C DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PROPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING DIVIDEND RIGHTS AND RESTRICTIONS: SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF A DISTRIBUTION REQUIRED TO MEET THE TAX LIABILITIES OF A SHAREHOLDER, CERTAIN PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA TO THE NUMBER OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE IN ORDER TO COVER SUCH TAX LIABILITIES; SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATE TO THE NUMBER OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE (AN "ORDINARY DIVIDEND) AND THE A PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATE TO THE NUMBER OF A PREFERENCE SHARES HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND

AT THE RATE OF SEVEN PER CENT (7%) PER ANNUM (EXCLUDING ANY ASSOCIATED TAX CREDIT) ON THE ORIGINAL VALUE OF SUCH A PREFERENCE SHARES AND ANY ACCRUED BUT UNPAID DIVIDEND AMOUNTS FROM TIME TO TIME (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AND SHALL BE DUE FROM DAY TO DAY BUT SHALL ONLY BE PAID AS SET OUT IN ARTICLE 4.2(F). ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL COMPOUND ANNUALLY ON 31 DECEMBER IN EACH YEAR AND A REFERENCE IN THESE ARTICLES TO AN UNPAID PREFERENCE DIVIDEND IS DEEMED TO INCLUDE THE AMOUNT REPRESENTING COMPOUNDED DIVIDEND ON THE ACCRUED AND UNPAID PREFERENCE DIVIDEND. SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES (IN RESPECT OF THE PREFERENCE DIVIDEND) AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA TO THE NUMBER OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE. THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING VOTING RIGHTS AND RESTRICTIONS: ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT OF THE COMPANY IS LAWFULLY ABLE TO DO SO) IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3.

Class of Shares:	B	Number allotted	7960105
	ORDINARY	Aggregate nominal value:	7960.105
Currency:	GBP		

Prescribed particulars

THE A PREFERENCE SHARES AND B ORDINARY SHARES SHALL BE SEPARATE CLASSES OF SHARES BUT SHALL RANK PARI PASSU IN ALL RESPECTS SAVE AS PROVIDED IN THE ARTICLES. THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING VOTING RIGHTS AND RESTRICTIONS: ON A SHOW OF HANDS AND ON A POLL, EACH HOLDER OUT OF A PREFERENCE SHARES AND B ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORIZED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EACH A PREFERENCE

SHARE OR B ORDINARY SHARE HELD BY THEM; THE HOLDERS (IF ANY) OF THE C DEFERRED SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PROPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING DIVIDEND RIGHTS AND RESTRICTIONS: SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF A DISTRIBUTION REQUIRED TO MEET THE TAX LIABILITIES OF A SHAREHOLDER, CERTAIN PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA TO THE NUMBER OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE IN ORDER TO COVER SUCH TAX LIABILITIES; SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATE TO THE NUMBER OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE (AN "ORDINARY DIVIDEND) AND THE A PREFERENCE SHARES SHALL CONFER UPON THE HOLDERS OF SUCH SHARES THE RIGHT TO RECEIVE, PRO RATE TO THE NUMBER OF A PREFERENCE SHARES HELD BY THEM, A FIXED CUMULATIVE PREFERRED DIVIDEND AT THE RATE OF SEVEN PER CENT (7%) PER ANNUM (EXCLUDING ANY ASSOCIATED TAX CREDIT) ON THE ORIGINAL VALUE OF SUCH A PREFERENCE SHARES AND ANY ACCRUED BUT UNPAID DIVIDEND AMOUNTS FROM TIME TO TIME (THE "PREFERENCE DIVIDEND"). THE PREFERENCE DIVIDEND SHALL ACCRUE AND SHALL BE DUE FROM DAY TO DAY BUT SHALL ONLY BE PAID AS SET OUT IN ARTICLE 4.2(F). ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL COMPOUND ANNUALLY ON 31 DECEMBER IN EACH YEAR AND A REFERENCE IN THESE ARTICLES TO AN UNPAID PREFERENCE DIVIDEND IS DEEMED TO INCLUDE THE AMOUNT REPRESENTING COMPOUNDED DIVIDEND ON THE ACCRUED AND UNPAID PREFERENCE DIVIDEND. SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE A PREFERENCE SHARES (IN RESPECT OF THE PREFERENCE DIVIDEND) AND THE B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA TO THE NUMBER

OF A PREFERENCE SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED THE SAME CLASS OF SHARE. THE A PREFERENCE SHARES, B ORDINARY SHARES AND C DEFERRED SHARES SHALL HAVE THE FOLLOWING VOTING RIGHTS AND RESTRICTIONS: ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS MEMBERS ON A WINDING UP OR ANY OTHER RETURN OF CAPITAL (OTHER THAN A REDEMPTION OR PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT OF THE COMPANY IS LAWFULLY ABLE TO DO SO) IN ACCORDANCE WITH THE ORDER OF PRIORITY PURSUANT TO ARTICLE 4.3.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	15952114
		Total aggregate nominal value:	15952.114
		Total aggregate amount unpaid:	987.2

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:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	DAVID GRAHAM ALDRED
Shareholding 2:	2654696 B ORDINARY shares held as at the date of this confirmation statement
Name:	NICHOLAS GRAHAME BAKER
Shareholding 3:	39801 B ORDINARY shares held as at the date of this confirmation statement
Name:	TOM ALBERT BARRETT
Shareholding 4:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	GABRIEL ALEJANDRO BERNARDEZ
Shareholding 5:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL BURKE
Shareholding 6:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	MICHAEL CLEEVE
Shareholding 7:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	SHANE CROSSAN
Shareholding 8:	97113 B ORDINARY shares held as at the date of this confirmation statement
Name:	JOHN HAINES
Shareholding 9:	7960 B ORDINARY shares held as at the date of this confirmation statement
Name:	DARREN HALE
Shareholding 10:	19900 B ORDINARY shares held as at the date of this confirmation statement
Name:	SEAN JONES

Shareholding 11: **111665 transferred on 2020-03-20**
4066594 B ORDINARY shares held as at the date of this confirmation statement
Name: **JUST DEVELOP IT LIMITED**

Shareholding 12: **7960 B ORDINARY shares held as at the date of this confirmation statement**
Name: **ASHLEY KTOROU**

Shareholding 13: **39801 B ORDINARY shares held as at the date of this confirmation statement**
Name: **IAN LEIGHFIELD**

Shareholding 14: **111665 B ORDINARY shares held as at the date of this confirmation statement**
Name: **LOAN STAR FRIENDS TRUST**

Shareholding 15: **3980 B ORDINARY shares held as at the date of this confirmation statement**
Name: **TIM MARSHALL**

Shareholding 16: **3980 B ORDINARY shares held as at the date of this confirmation statement**
Name: **DANIEL PETER RICHARDS**

Shareholding 17: **97113 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BENJAMIN JOHN LOUIS ROLISON**

Shareholding 18: **97113 B ORDINARY shares held as at the date of this confirmation statement**
Name: **DAN SHORT**

Shareholding 19: **7992009 A PREFERENCE shares held as at the date of this confirmation statement**
Name: **SYSTEM1 SS PROTECT HOLDINGS, INC.**

Shareholding 20: **664669 B ORDINARY shares held as at the date of this confirmation statement**
Name: **SYSTEM1 SS PROTECT HOLDINGS, INC.**

Shareholding 21: **7960 B ORDINARY shares held as at the date of this confirmation statement**
Name: **ADAM WEAVER**

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