



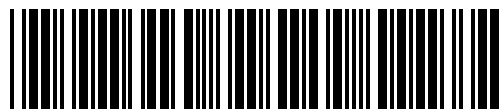
Companies House

CS01_(ef)

Confirmation Statement

Company Name: **ARCHIVE TOPCO LIMITED**

Company Number: **10650873**



Received for filing in Electronic Format on the: **24/05/2021**

XA570Y4P

Company Name: **ARCHIVE TOPCO LIMITED**

Company Number: **10650873**

Confirmation **11/03/2021**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	746298
	ORDINARY	Aggregate nominal value:	7462.98
Currency:	GBP		
Prescribed particulars			

DEFINED TERMS SHALL HAVE THE SAME MEANING AS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF ARCHIVE TOPCO LIMITED. VOTING: 1 EACH A SHARE WILL ENTITLE ITS HOLDER TO RECEIVE NOTICE OF, ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY, AND TO RECEIVE A COPY OF AND AGREE TO A PROPOSED WRITTEN RESOLUTION AS IF EACH A SHARE CARRIED ONE VOTE PER SHARE. 2 NOTWITHSTANDING THE NUMBER OF A SHARES IN ISSUE, THE A SHARES SHALL CONFER ON THE INVESTOR THE ENTITLEMENT TO CAST AT ANY GENERAL MEETING IN RELATION TO ANY SHAREHOLDERS' WRITTEN RESOLUTION SUCH PERCENTAGE OF ALL VOTES CAPABLE OF BEING CAST AT THAT GENERAL MEETING AS IS EQUAL TO THE HIGHER OF: (A) 75% OR SUCH OTHER PERCENTAGE AS IS REQUIRED TO PASS A SHAREHOLDERS' SPECIAL RESOLUTION OR GIVE A CLASS CONSENT; AND (B) SUCH PERCENTAGE AS IS EQUAL TO THE PROPORTION WHICH THE A SHARES BEAR TO THE AGGREGATE NUMBER OF A SHARES AND B SHARES IN ISSUE RETURN OF CAPITAL: ON ANY CAPITAL EVENT THE TOTAL OF ALL AND ANY FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THE SHAREHOLDERS AT ANY TIME IN RESPECT OF THE SHARES HELD BY THEM, OR WHICH, IN THE CASE OF A SHARE SALE, ARE THE SUBJECT OF A SHARE SALE SHALL BE ALLOCATED BETWEEN THEM SO AS TO ENSURE THE TOTAL OF ALL OR ANY FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THEM WILL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, IN PAYING TO THE A SHAREHOLDERS AND THE B SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES AND 8 SHARES RESPECTIVELY HELD BY THEM (AS IF THE A SHARES AND B SHARES CONSTITUTED ONE CLASS OF SHARE) A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON SUCH A SHARE AND B SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (B) SECOND, IN PAYING TO THE C SHAREHOLDERS PRO RATA TO THE NUMBER OF C SHARES HELD BY THEM A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON EACH SUCH C SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (C) THIRD, IN PAYING THE HOLDERS OF DEFERRED SHARES (IF ANY) £1.00 IN AGGREGATE FOR ALL DEFERRED SHARES; AND (D) FINALLY, IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE, THE EXCESS (IF ANY) ABOVE THE AMOUNTS PAID UNDER ARTICLES 1.1 TO 1.3 (INCLUSIVE). REDEMPTION: THE RIGHTS ATTACHED TO ANY CLASS OF SHARES SHALL NOT (UNLESS OTHERWISE EXPRESSLY PROVIDED BY THE

RIGHTS ATTACHED TO THE SHARES OF THAT CLASS) BE DEEMED TO BE VARIED BY THE CREATION OR ISSUE OF FURTHER SHARES RANKING IN SOME OR ALL RESPECTS PARI PASSU WITH OR IN PRIORITY TO THOSE SHARES OR BY THE PURCHASE OR REDEMPTION BY THE COMPANY OF ANY OF ITS OWN SHARES.

Class of Shares:	B	Number allotted	22408
	ORDINARY	Aggregate nominal value:	224.08
Currency:	GBP		
Prescribed particulars			

DEFINED TERMS SHALL HAVE THE SAME MEANING AS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF ARCHIVE TOPCO LIMITED. VOTING: EACH B SHARE WILL ENTITLE ITS HOLDER TO RECEIVE NOTICE OF, ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY, AND TO RECEIVE A COPY OF AND AGREE TO A PROPOSED WRITTEN RESOLUTION AS IF EACH B SHARE CARRIED ONE VOTE PER SHARE. RETURN OF CAPITAL: 1 ON ANY CAPITAL EVENT THE TOTAL OF ALL AND AN A FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THE SHAREHOLDERS AT ANY TIME IN RESPECT OF THE SHARES HELD BY THEM, OR WHICH, IN THE CASE OF A SHARE SALE, ARE THE SUBJECT OF A SHARE SALE SHALL BE ALLOCATED BETWEEN THEM SO AS TO ENSURE THE TOTAL OF ALL OR ANY FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THEM WILL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, IN PAYING TO THE A SHAREHOLDERS AND THE B SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES AND B SHARES RESPECTIVELY HELD BY THEM (AS IF THE SHARES AND B SHARES CONSTITUTED ONE CLASS OF SHARE) A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON EACH SUCH A SHARE AND B SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (B) SECOND, IN PAYING TO THE C SHAREHOLDERS PRO RATA TO THE NUMBER OF C SHARES HELD BY THEM A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON EACH SUCH C SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (C) THIRD, IN PAYING THE HOLDERS OF DEFERRED SHARES (IF ANY) £1.00 IN AGGREGATE FOR ALL DEFERRED SHARES; AND (D) FINALLY, IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE, THE EXCESS (IF ANY) ABOVE THE AMOUNTS PAID UNDER ARTICLES 1.1 TO 1.3 (INCLUSIVE). REDEMPTION: THE RIGHTS ATTACHED TO ANY CLASS OF SHARES SHALL NOT (UNLESS OTHERWISE EXPRESSLY PROVIDED BY THE RIGHTS ATTACHED TO THE SHARES OF THAT CLASS) BE DEEMED TO BE VARIED BY THE CREATION OR ISSUE OF FURTHER SHARES RANKING IN SOME OR ALL RESPECTS PARI PASSU WITH OR IN PRIORITY TO THOSE SHARES OR BY THE PURCHASE OR REDEMPTION BY THE COMPANY OF ANY OF ITS OWN SHARES.

Class of Shares:	C	Number allotted	222925
	ORDINARY	Aggregate nominal value:	2229.25
Currency:	GBP		

DEFINED TERMS SHALL HAVE THE SAME MEANING AS GIVEN TO THEM IN THE ARTICLES OF ASSOCIATION OF ARCHIVE TOPCO LIMITED. VOTING: THE C SHARES AND THE DEFERRED SHARES SHALL CARRY NO RIGHT TO VOTE WHETHER ON A SHOW OF HANDS, ON A POLL OR OTHERWISE AND THE HOLDER OF ANY C SHARES AND/OR DEFERRED SHARES SHALL NOT CONSTITUTE AN ELIGIBLE MEMBER IN RESPECT OF SUCH C SHARE(S) AND/OR DEFERRED SHARE(S) HELD BY HIM IN RELATION TO ANY WRITTEN RESOLUTION PROPOSED TO THE HOLDERS OF ANY SHARES. RETURN OF CAPITAL: 1 ON ANY CAPITAL EVENT THE TOTAL OF ALL AND ANY FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THE SHAREHOLDERS AT ANY TIME IN RESPECT OF THE SHARES HELD BY THEM, OR WHICH, IN THE CASE OF A SHARE SALE, ARE THE SUBJECT OF A SHARE SALE SHALL BE ALLOCATED BETWEEN THEM SO AS TO ENSURE THE TOTAL OF ALL OR ANY FORM OF CONSIDERATION RECEIVED OR RECEIVABLE BY THEM WILL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, IN PAYING TO THE A SHAREHOLDERS AND THE B SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES AND B SHARES RESPECTIVELY HELD BY THEM (AS IF THE A SHARES AND B SHARES CONSTITUTED ONE CLASS OF SHARE) A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON EACH SUCH A SHARE AND B SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (B) SECOND, IN PAYING TO THE C SHAREHOLDERS PRO RATA TO THE NUMBER OF C SHARES HELD BY THEM A SUM EQUAL TO THE AMOUNTS CREDITED AS PAID UP ON EACH SUCH C SHARE HELD OR, IF THE ASSETS AVAILABLE FOR DISTRIBUTION ARE INSUFFICIENT TO MEET SUCH LIABILITY, THEN PRO RATA IN ACCORDANCE WITH THE AMOUNT SUBSCRIBED (INCLUDING PREMIUM); (C) THIRD, IN PAYING THE HOLDERS OF DEFERRED SHARES (IF ANY) £1.00 IN AGGREGATE FOR ALL DEFERRED SHARES; AND (D) FINALLY, IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE, THE EXCESS (IF ANY) ABOVE THE AMOUNTS PAID UNDER ARTICLES 1.1 TO 1.3 (INCLUSIVE). REDEMPTION: THE RIGHTS ATTACHED TO ANY CLASS OF SHARES SHALL NOT (UNLESS OTHERWISE EXPRESSLY PROVIDED BY THE RIGHTS ATTACHED TO THE SHARES OF THAT CLASS) BE DEEMED TO BE VARIED BY THE CREATION OR ISSUE OF FURTHER SHARES RANKING IN SOME OR ALL RESPECTS PAR PASSU WITH OR IN PRIORITY TO THOSE SHARES OR BY THE PURCHASE OR REDEMPTION BY THE COMPANY OF ANY OF ITS OWN SHARES.

Statement of Capital (Totals)

Currency:

GBP

Total number of shares:

991631

Total aggregate nominal value:

9916.31

Total aggregate amount

0

unpaid:

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: **741798 transferred on 2021-03-11**
0 A ORDINARY shares held as at the date of this confirmation statement
Name: **FPE CAPITAL LLP**

Shareholding 2: **4500 transferred on 2021-03-11**
0 A ORDINARY shares held as at the date of this confirmation statement
Name: **ROGER FLYNN**

Shareholding 3: **25623 transferred on 2021-03-11**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **ROGER FLYNN**

Shareholding 4: **18826 transferred on 2021-03-11**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **JOE FRENCH**

Shareholding 5: **3582 transferred on 2021-03-11**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **IULIAN IONITA**

Shareholding 6: **30748 transferred on 2021-03-11**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **PATRICK GARDNER**

Shareholding 7: **10249 transferred on 2021-03-11**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **SAVVA MUELLER**

Shareholding 8: **10249 transferred on 2021-03-11**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **MIKE PALMER**

Shareholding 9: **5125 transferred on 2021-03-11**
0 C ORDINARY shares held as at the date of this confirmation statement
Name: **ANNIE PRADEEPAN**

Shareholding 10:	20498 transferred on 2021-03-11
	0 C ORDINARY shares held as at the date of this confirmation statement
Name:	LUC TOMASINO
Shareholding 11:	10250 transferred on 2021-03-11
	0 C ORDINARY shares held as at the date of this confirmation statement
Name:	LEE SHEPPARD
Shareholding 12:	71745 transferred on 2021-03-11
	0 C ORDINARY shares held as at the date of this confirmation statement
Name:	GEORGE KILPATRICK
Shareholding 13:	33313 transferred on 2021-03-11
	0 C ORDINARY shares held as at the date of this confirmation statement
Name:	FPE CAPITAL LLP
Shareholding 14:	746298 A ORDINARY shares held as at the date of this confirmation statement
Name:	TELESTREAM, LLC
Shareholding 15:	22408 B ORDINARY shares held as at the date of this confirmation statement
Name:	TELESTREAM, LLC
Shareholding 16:	222925 C ORDINARY shares held as at the date of this confirmation statement
Name:	TELESTREAM, LLC

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