

CVA1

Notice of voluntary arrangement taking effect



Companies House

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number 1 0 7 0 6 2 6 4

Company name in full Airnow PLC

→ Filling in this form

Please complete in typescript or in bold black capitals.

2 Supervisor's name

Full forename(s) Simon James

Surname Bonney

3 Supervisor's address

Building name/number 20 St Andrew Street

Street

Post town London

County/Region

Postcode E C 4 A 3 A G

Country

4 Supervisor's name ^①

Full forename(s) James

Surname Varney

① Other supervisor

Use this section to tell us about another supervisor.

5 Supervisor's address ^②

Building name/number 20 St Andrew Street

Street

Post town London

County/Region

Postcode E C 4 A 3 A G

Country

② Other supervisor

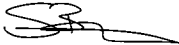
Use this section to tell us about another supervisor.

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6	Date CVA took effect															
Date	<div><div>d</div><div>0</div></div>	<div><div>d</div><div>9</div></div>	<div><div>m</div><div>1</div></div>	<div><div>m</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>3</div></div>								

7	Report of consideration of proposal															
<input checked="" type="checkbox"/> I attach a copy of the report of consideration of the proposal																

8	Sign and date															
Supervisor's signature	<div><div>Signature</div><div><div>X</div><div></div><div>X</div></div></div>															
Signature date	<div><div>d</div><div>1</div></div>	<div><div>d</div><div>0</div></div>	<div><div>m</div><div>1</div></div>	<div><div>m</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>3</div></div>								

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Ellis Brealey

Company name Quantuma Advisory Limited

Address 20 St Andrew Street

London

Post town

County/Region

Postcode E C 4 A 3 A G

Country

DX

Telephone 020 3856 6720



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed and dated the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Company Number: 10706264
In the High Court of Justice Business and Property Courts of England & Wales Insol
CR-2023-005173

IN THE MATTER OF THE INSOLVENCY ACT 1986
AND
Airnow PLC

REPORT OF THE CONSIDERATION OF A PROPOSAL

I, Simon Bonney of Quantuma Advisory Limited, 20 St Andrew Street, London, EC4A 3AG, Joint Nominee of Airnow PLC ("the Company"), acted as Chair of the meetings of creditors and members held as follows:

Meeting of creditors

Held on: 9 October 2023
At: 10:00am
Platform: Via Microsoft TEAMS

Meeting of members

Held on: 10 October 2023
At: 9:00am
At: Druces LLP, Salisbury House, London Wall, London EC2M 5PS

I hereby report that the proposal for a voluntary arrangement was approved by the creditors and the members without modifications.

Meeting of creditors

1. One Creditor proposed various modifications. The directors did not agree to the modifications proposed by the creditor and as a result the votes of those creditors were treated as votes against the proposal.
2. A vote of the creditors was taken on the following resolution:

"That the proposal for a voluntary arrangement without modifications is accepted."

Details as to how each creditor voted is set out at Appendix I.

3. It was noted that those voting in favour of the resolution to approve the proposal exceeded the requisite majority necessary to pass the resolution, namely 75% or more in value of the creditors present in person or by proxy and voting on the resolution.
4. The chair noted that there were creditors voting at the meeting who were connected with the Company. The chair confirmed that, after excluding the votes of connected creditors, the unconnected creditors voting in favour of the proposal (as modified) exceeded the requisite majority, namely 50% or more in value of the unconnected creditors.
5. The chair declared the resolution passed and that the proposal for a CVA was approved without modifications.
6. No committee of creditors was appointed.

Meeting of members

1. Members did not propose any modifications to the proposal.
2. A vote of the members was taken on the following resolution:

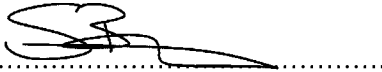
“That the proposal for a voluntary arrangement is accepted.”

Details as to how each member voted is set out at Appendix II.

3. It was noted that those voting in favour of the resolution to approve the proposal exceeded the requisite majority necessary to pass the resolution, namely in excess of one half in value of the members present in person or by proxy and voting on the resolution.
4. The chair declared the resolution passed and that the proposal for a CVA was approved without modifications.

Other matters

5. It is considered that the EC Regulations will apply since the Company's registered office and trading premises are both in England and Wales. These proceedings will be main proceedings.



Simon Bonney
Chair of the meetings and
Joint Supervisor of the
Company Voluntary Arrangement of
Airnow PLC

Dated: 10 October 2023

APPENDIX I

SCHEDULE OF CREDITORS' VOTING

Creditors who voted for Acceptance			
Creditor	£	%	Connected?
Mr Clive Carver	693,795.72	3.76%	No
Taylor Wessing LLP	584,672.42	3.17%	No
Polar Light Ventures AG	37,384.60	0.20%	No
eVerity Limited	25,740.00	0.14%	No
Present Works Limited	556,556.51	3.02%	No
Beauchamp Consultancy	111,109.23	0.60%	No
Mr James Eggleston	171,613.00	0.93%	Yes
Mr Philip Marcella	519,875.00	2.82%	Yes
Delgany Corporate Services Limited	12,677.69	0.07%	No
Xenon Investment Fund 4,LP	3,289,473.68	17.84%	No
Gogoplata Ventures LLC	2,261,513.16	12.26%	No
Tron Lake LLC	91,831.41	0.50%	No
Jan-Hendrick Goldbeck	8,339,364.04	45.23%	No
Total Accepted:	£16,695,606.46	90.55%	

Creditors who voted for Acceptance – with modifications – accepted by the directors			
Creditor	£	%	Connected?
None			
Total Accepted:			

Creditors who voted for Acceptance – with modifications – rejected by the directors			
Creditor	£	%	Connected?
HMRC	774,175.49	4.20	No
Total Rejected:	£774,175.49	4.20%	

Creditors who voted for Rejection			
Creditor	£	%	Connected?
Mobusi Mobile Advertising, S.L.	967,133.92	5.25	No
Total Rejected:	£967,133.92	5.25%	

Creditors who abstained from voting		
Creditor	£	Connected?
None		
Total Abstained:		

APPENDIX II

SCHEDULE OF MEMBERS' VOTING

Members voting for Acceptance			
	Number of Shares	%	Member Representative
Asher Delug Gogoplata Ventures LLP	17,928,273	37.02%	Chair
General Mobile Corporation	12,989,187	26.82%	Chair
Airnow TCX Limited	4,872,758	10.06%	Chair
Vox Valor Capital Pte Ltd	4,486,848	9.27%	Chair
Pavel Didenko	2,991,233	6.18%	Chair
Jan-Hendrik Goldbeck	2,688,088	5.55%	Chair
Mr Philip Marcella	880,435	1.82%	Chair
Hong Kong Vast Oceans Technology Co Limited	746,268	1.54%	Chair
Inman Breaux	332,160	0.69%	Chair
Acresfield Capital Limited	45,000	0.09	Chair
Mr Gerhard Buchen	12,422	0.03%	Chair
Taylor Wessing LLP	133,333	0.28%	Chair
William Thomas Booth	243,094	0.50%	Chair
CR Hughes Investments Limited	26,126	0.05%	Chair
Harrowside Trust (Chris Axford)	47,323	0.10%	Chair
Total Accepted:	48,422,548	100%	

Members voting for Rejection			
	Shareholding	%	Member Representative
None			
Total Rejected:			

Members who abstained from voting		
	£	Member Representative
None		
Total Abstained:		

Members with invalid proxies		
	£	Member Representative
None		
Total Invalid:		