

RP04

Second filing of a document previously delivered



Companies House

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

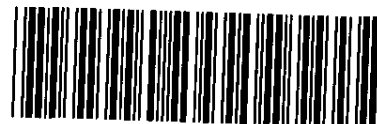
A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of when it was delivered.

A second filing of a document cannot be filed where it is correcting information that was originally not properly delivered. Form RP01 must be used in these circumstances.

FRIDAY



A12 *A8HTB2AB* 08/11/2019 #275
COMPANIES HOUSE

1

Company details

Company number

1 0 9 6 5 1 4 2

Company name in full

QMS HOLDINGS LIMITED

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2

Applicable documents

This form **only** applies to the following forms:

- AP01 Appointment of director
- AP02 Appointment of corporate director
- AP03 Appointment of secretary
- AP04 Appointment of corporate secretary
- CH01 Change of director's details
- CH02 Change of corporate director's details
- CH03 Change of secretary's details
- CH04 Change of corporate secretary's details
- TM01 Termination of appointment of director
- TM02 Termination of appointment of secretary
- SH01 Return of allotment of shares
- AR01 Annual Return
- CS01 Confirmation statement (Parts 1-4 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

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3 Description of the original document

Document type ①

CS01

Date of registration of the original document

^d 1 ^d 6 ^m 0 ^m 9 ^y 2 ^y 0 ^y 1 ^y 9

① Description of the original document

Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.

4 Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

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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

Company name **BIRD & BIRD COMPANY**

SECRETARIES LIMITED

Address **12 NEW FETTER LANE**

Post town **LONDON**

County/Region

Postcode **E C 4 A 1 J P**

Country **UNITED KINGDOM**

DX

Telephone



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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'



Important information

Please note that 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 appropriate address below:

For companies registered in England and Wales:

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

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Section 243 or 790ZF exemption

If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.



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

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

CHFP025
06/17 Version 2.0 Laserform International 6/17

CS01 - continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

A1 ORDINARY

Prescribed particulars

①

A. THE HOLDERS OF THE A ORDINARY SHARES SHALL, ON A SHOW OF HANDS, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.

B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.

C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:

1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;

2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF A ORDINARY SHARES)

3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF A ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE.

D. THE SHARES ARE NOT REDEEMABLE.

① **Prescribed particulars of rights attached to shares**

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01 - continuation page

Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

A2 ORDINARY

Prescribed particulars

1

A. THE HOLDERS OF THE A ORDINARY SHARES SHALL, ON A SHOW OF HANDS, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.

B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.

C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:

1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;

2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE A ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF A ORDINARY SHARES)

3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF A ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE.

D. THE SHARES ARE NOT REDEEMABLE.

1 Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01 - continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

B1 ORDINARY

Prescribed particulars

1

A. THE HOLDERS OF THE B ORDINARY SHARES SHALL, ON A SHOW OF HANDS, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.

B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.

C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:

1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;

2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE

3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF B ORDINARY SHARES).

D. THE SHARES ARE NOT REDEEMABLE.

1 Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01 - continuation page
Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

B2 ORDINARY

Prescribed particulars

1

A. THE HOLDERS OF THE B ORDINARY SHARES SHALL, ON A SHOW OF HANDS, AND, ON A POLL, HAVE ONE VOTE EACH FOR EVERY A ORDINARY SHARE HELD.

B. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.

C. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:

1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;

2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO THE SUM OF €1.00 IN AGGREGATE

3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO THE BALANCE OF THE EQUITY AMOUNT (PRO RATA AMONG THEM IN ACCORDANCE WITH THEIR HOLDING OF B ORDINARY SHARES).

D. THE SHARES ARE NOT REDEEMABLE.

1 Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

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Confirmation statement

B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

PREFERENCE

Prescribed particulars

1

- a. THE HOLDERS OF THE PREFERENCE SHARES SHALL NOT BE ENTITLED TO VOTE ON EITHER A POLL OR SHOW OF HANDS AT SUCH MEETING.
- b. ANY DIVIDEND AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERENCE SHARES, A1 ORDINARY SHARES, A2 ORDINARY SHARES, B1 ORDINARY SHARES AND B2 ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME.
- c. ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHER RETURN OR DISTRIBUTION OF CAPITAL OR ASSETS (A "CAPITAL RETURN"), THE TOTAL VALUE OF THE CAPITAL OR ASSETS OF THE COMPANY SHALL BE APPLIED AS FOLLOWS:
 1. IF THE AGGREGATE RETURN IS LESS THAN 1.5X THE INVESTMENT AMOUNT, THEN THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO THE ENTIRE EQUITY AMOUNT AND THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES SHALL HAVE NO ENTITLEMENT THERETO;
 2. IF THE AGGREGATE RETURN IS EQUAL TO OR MORE THAN 1.5X THE INVESTMENT AMOUNT BUT LESS THAN 2X THE INVESTMENT AMOUNT: THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO A SUM EQUAL TO THE INVESTMENT AMOUNT.
 3. IF THE AGGREGATE RETURN IS EQUAL TO MORE THAN 2X THE INVESTMENT AMOUNT, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO A SUM EQUAL TO THE INVESTMENT AMOUNT.

1 Prescribed particulars of rights attached to shares

The particulars are:

- a. particulars of any voting rights, including rights that arise only in certain circumstances;
- b. particulars of any rights, as respects dividends, to participate in a distribution;
- c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.