



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **Symphony Ventures Ltd**

Company Number: **09164342**



Received for filing in Electronic Format on the: **07/08/2018**

X7BTB90A

Company Name: **Symphony Ventures Ltd**

Company Number: **09164342**

Confirmation **06/08/2018**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	656250
	ORDINARY	Aggregate nominal value:	32.81
Currency:	GBP		

Prescribed particulars

THE B ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE DECLARED OR PAID TO THE HOLDERS OF SHARES IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY WITHOUT CONSENT OF THE MAJORITY HOLDERS AND ANY SUCH DIVIDEND SHALL THEN BE PAID AS TO 99.9% TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) AND AS TO 0.1% TO THE HOLDERS OF THE C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). THE HOLDERS OF THE B ORDINARY SHARES, C ORDINARY SHARES AND THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE A DIVIDEND PAYMENT UNDER THIS ARTICLE 13.1 IN EXCESS OF 49.99% OF THE TOTAL AMOUNT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OR DISCHARGE OF ITS LIABILITIES (AS THE CASE MAY BE) (THE "CAPITAL PROCEEDS") SHALL (SUBJECT ALWAYS TO THE PROVISO IN ARTICLE 13.2.2) BE APPLIED IN THE FOLLOWING ORDER: (A) FIRSTLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS UP TO AND INCLUDING THE SECOND HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF D ORDINARY SHARES: (B) SECONDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE SECOND HURDLE AND UP TO AND INCLUDING THE THIRD HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF C ORDINARY SHARES: (C) THIRDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE THIRD HURDLE AND UP TO AND INCLUDING THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES: (D) FOURTHLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF C ORDINARY

SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	C	Number allotted	49343750
	ORDINARY	Aggregate nominal value:	49.34

Currency: **GBP**

Prescribed particulars

THE C ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS (IN THAT CAPACITY) TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO RECEIVE A COPY OF OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. NO DIVIDEND SHALL BE DECLARED OR PAID TO THE HOLDERS OF SHARES IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY WITHOUT CONSENT OF THE MAJORITY HOLDERS AND ANY SUCH DIVIDEND SHALL THEN BE PAID AS TO 99.9% TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) AND AS TO 0.1% TO THE HOLDERS OF THE C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). THE HOLDERS OF THE B ORDINARY SHARES, C ORDINARY SHARES AND THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE A DIVIDEND PAYMENT UNDER THIS ARTICLE 13.1 IN EXCESS OF 49.99% OF THE TOTAL AMOUNT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OR DISCHARGE OF ITS LIABILITIES (AS THE CASE MAY BE) (THE "CAPITAL PROCEEDS") SHALL (SUBJECT ALWAYS TO THE PROVISO IN ARTICLE 13.2.2) BE APPLIED IN THE FOLLOWING ORDER: (A) FIRSTLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS UP TO AND INCLUDING THE SECOND HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF D ORDINARY SHARES: (B) SECONDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE SECOND HURDLE AND UP TO AND INCLUDING THE THIRD HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF C ORDINARY SHARES: (C) THIRDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE THIRD HURDLE AND

UP TO AND INCLUDING THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES: (D) FOURTHLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	D	Number allotted	900000
	ORDINARY	Aggregate nominal value:	0.9
Currency:	GBP		

Prescribed particulars

THE D ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS (IN THAT CAPACITY) TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO RECEIVE A COPY OF OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. NO DIVIDEND SHALL BE DECLARED OR PAID TO THE HOLDERS OF SHARES IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY WITHOUT CONSENT OF THE MAJORITY HOLDERS AND ANY SUCH DIVIDEND SHALL THEN BE PAID AS TO 99.9% TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) AND AS TO 0.1% TO THE HOLDERS OF THE C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). THE HOLDERS OF THE B ORDINARY SHARES, C ORDINARY SHARES AND THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE A DIVIDEND PAYMENT UNDER THIS ARTICLE 13.1 IN EXCESS OF 49.99% OF THE TOTAL AMOUNT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OR DISCHARGE OF ITS LIABILITIES (AS THE CASE MAY BE) (THE "CAPITAL PROCEEDS") SHALL (SUBJECT ALWAYS TO THE PROVISO IN ARTICLE 13.2.2) BE APPLIED IN THE FOLLOWING ORDER: (A) FIRSTLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS UP TO AND INCLUDING THE SECOND HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF D ORDINARY SHARES: (B) SECONDLY, IN PAYING AN AMOUNT OF CAPITAL

PROCEEDS IN EXCESS OF THE SECOND HURDLE AND UP TO AND INCLUDING THE THIRD HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF C ORDINARY SHARES: (C) THIRDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE THIRD HURDLE AND UP TO AND INCLUDING THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES: (D) FOURTHLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Class of Shares:	ORDINARY	Number allotted	5250000
Currency:	GBP	Aggregate nominal value:	262.5

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE DECLARED OR PAID TO THE HOLDERS OF SHARES IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY WITHOUT CONSENT OF THE MAJORITY HOLDERS AND ANY SUCH DIVIDEND SHALL THEN BE PAID AS TO 99.9% TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) AND AS TO 0.1% TO THE HOLDERS OF THE C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). THE HOLDERS OF THE B ORDINARY SHARES, C ORDINARY SHARES AND THE D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE A DIVIDEND PAYMENT UNDER THIS ARTICLE 13.1 IN EXCESS OF 49.99% OF THE TOTAL AMOUNT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OR DISCHARGE OF ITS LIABILITIES (AS THE CASE MAY BE) (THE "CAPITAL PROCEEDS") SHALL (SUBJECT ALWAYS TO THE PROVISO IN ARTICLE 13.2.2) BE APPLIED IN THE FOLLOWING ORDER: (A) FIRSTLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS UP TO AND INCLUDING THE SECOND HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (PARI PASSU AS IF THE SAME

CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF D ORDINARY SHARES: (B) SECONDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE SECOND HURDLE AND UP TO AND INCLUDING THE THIRD HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF ORDINARY SHARES, B ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF C ORDINARY SHARES: (C) THIRDLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE THIRD HURDLE AND UP TO AND INCLUDING THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES: (D) FOURTHLY, IN PAYING AN AMOUNT OF CAPITAL PROCEEDS IN EXCESS OF THE FOURTH HURDLE: (I) AS TO 0.1% TO THE HOLDERS OF C ORDINARY SHARES AND D ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE); AND (II) AS TO 99.9% TO THE HOLDERS OF ORDINARY SHARES AND B ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	56150000
		Total aggregate nominal value:	345.55
		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: **317625 B ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD SECOND VENTURE TRUST PLC**

Shareholding 2: **259875 B ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD VENTURE TRUST PLC**

Shareholding 3: **78750 B ORDINARY shares held as at the date of this confirmation statement**

Name: **FIS NOMINEE LIMITED**

Shareholding 4: **27139063 C ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD SECOND VENTURE TRUST PLC**

Shareholding 5: **22204687 C ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD VENTURE TRUST PLC**

Shareholding 6: **495000 D ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD SECOND VENTURE TRUST PLC**

Shareholding 7: **405000 D ORDINARY shares held as at the date of this confirmation statement**

Name: **BARONSMEAD VENTURE TRUST PLC**

Shareholding 8: **750000 ORDINARY shares held as at the date of this confirmation statement**

Name: **PASCAL BAKER**

Shareholding 9: **1500000 ORDINARY shares held as at the date of this confirmation statement**

Name: **IAN PHILIP BARKIN**

Shareholding 10: **1500000 ORDINARY shares held as at the date of this confirmation statement**

Name: **DAVID MAITLAND BRAIN**

Shareholding 11: **1500000 ORDINARY shares held as at the date of this confirmation statement**

Name: **DAVID RICHARD POOLE**

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