



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **FACULTY SCIENCE LIMITED**

Company Number: **08873131**



Received for filing in Electronic Format on the: **15/02/2019**

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Company Name: **FACULTY SCIENCE LIMITED**

Company Number: **08873131**

Confirmation **03/02/2019**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	249125
Currency:	GBP	Aggregate nominal value:	2.49125

Prescribed particulars

A) THE DEFERRED SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM 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 PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. B) THE DEFERRED SHARES HAVE NO RIGHT TO A DIVIDEND. C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, A TOTAL £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND II) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES (DEFINED AS ALL SHARES OTHER THAN DEFERRED SHARES) PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY HOLDER WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS. NOTWITHSTANDING ANY OTHER PROVISION OF THE ARTICLES, THE CREATION, ALLOTMENT OR ISSUE OF DEFERRED SHARES SHALL BE DEEMED TO CONFER IRREVOCABLE AUTHORITY ON THE BOARD AT ANY TIME AFTER THEIR CREATION, ALLOTMENT OR ISSUE TO APPOINT ANY PERSON TO EXECUTE OR GIVE ON BEHALF OF THE HOLDER OF THOSE SHARES A TRANSFER OF THEM TO SUCH PERSON OR PERSONS AND AT SUCH PRICE AS THE COMPANY MAY DETERMINE. ON A NON-QUALIFYING LIQUIDATION EVENT (I.E. A LIQUIDATION EVENT IN RESPECT OF WHICH THE HOLDERS OF THE A SHARES WOULD RECEIVE BACK IN AGGREGATE LESS THAN THE A SHARE SUBSCRIPTION AMOUNT IN RESPECT OF THEIR A SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): • FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER

OF DEFERRED SHARES); • SECOND, IN PAYING THE A SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE A SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS): • 99.99% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD; AND • 00.01% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. • THIRD, IN PAYING THE ORDINARY SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE ORDINARY SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS): • 99.99% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD; AND • 00.01% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD. • FOURTH, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Class of Shares:	ORDINARY	Number allotted	89501
Currency:	GBP	Aggregate nominal value:	0.89501

Prescribed particulars

A) THE RIGHT TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ORDINARY SHARES HAVE THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND PRO RATA TO THE NUMBER OF EQUITY SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO); I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND II) THE BALANCE OF SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES (DEFINED AS ALL SHARES OTHER THAN DEFERRED SHARES) PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE ORDINARY SHARES ARE NOT REDEEMABLE. ON A NON-QUALIFYING LIQUIDATION EVENT (I.E. A LIQUIDATION EVENT

IN RESPECT OF WHICH THE HOLDERS OF THE A SHARES WOULD RECEIVE BACK IN AGGREGATE LESS THAN THE A SHARE SUBSCRIPTION AMOUNT IN RESPECT OF THEIR A SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO):

- FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES);
- SECOND, IN PAYING THE A SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE A SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS):
- 99.99% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD; AND
- 00.01% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.
- THIRD, IN PAYING THE ORDINARY SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE ORDINARY SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS):
- 99.99% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD; AND
- 00.01% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD.
- FOURTH, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Class of Shares:	A	Number allotted	38495
	ORDINARY	Aggregate nominal value:	0.38495
Currency:	GBP		

Prescribed particulars

A) THE RIGHT TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. A ORDINARY SHARES HAVE THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER A ORDINARY SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND PRO RATA TO THE NUMBER OF EQUITY SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL

BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND II) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES (DEFINED AS ALL SHARES OTHER THAN DEFERRED SHARES) PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE A ORDINARY SHARES ARE NOT REDEEMABLE. ON A NON-QUALIFYING LIQUIDATION EVENT (I.E. A LIQUIDATION EVENT IN RESPECT OF WHICH THE HOLDERS OF THE A SHARES WOULD RECEIVE BACK IN AGGREGATE LESS THAN THE A SHARE SUBSCRIPTION AMOUNT IN RESPECT OF THEIR A SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO):

- FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES);
- SECOND, IN PAYING THE A SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE A SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS):
 - 99.99% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD;
 - AND
 - 00.01% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.
- THIRD, IN PAYING THE ORDINARY SHARE SUBSCRIPTION AMOUNT TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE ORDINARY SHARE SUBSCRIPTION AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE FOLLOWING PROPORTIONS):
 - 99.99% TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD; AND
 - 00.01% TO THE A SHAREHOLDERS PRO RATA TO THE NUMBER OF A SHARES HELD.
- FOURTH, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Statement of Capital (Totals)

Currency: **GBP**

Total number of shares: **377121**

Total aggregate nominal

value:

Total aggregate amount **0**

unpaid:

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