



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **BOC NETHERLANDS HOLDINGS LIMITED**

Company Number: **02523530**



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Company Name: **BOC NETHERLANDS HOLDINGS LIMITED**

Company Number: **02523530**

Confirmation **07/10/2020**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	7.2%	Number allotted	125000000
	REDEEMABLE	Aggregate nominal value:	125000000
	PREFERENCE		
	SHARES		

Currency: **GBP**

Prescribed particulars

A) THE 7.2% REDEEMABLE PREFERENCE SHARES (THE "PREFERENCE SHARES") SHALL NOT ENTITLE THE HOLDERS TO RECEIVE NOTICE OF OR ATTEND OR VOTE AT ANY GENERAL MEETING, UNLESS THE BUSINESS OF THE MEETING INCLUDES THE CONSIDERATION OF A RESOLUTION OR RESOLUTIONS REDUCING THE CAPITAL OF THE COMPANY, PUTTING THE COMPANY INTO LIQUIDATION OR DIRECTLY AND ADVERSELY AFFECTING ANY OF THE SPECIAL RIGHTS ATTACHED TO THE PREFERENCE SHARES IN WHICH EVENT THE HOLDERS OF PREFERENCE SHARES SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION OR RESOLUTIONS. THE CREATION OF FURTHER SHARES RANKING IN ANY RESPECT IN PRIORITY TO THE PREFERENCE SHARES SHALL BE DEEMED TO CONSTITUTE A VARIATION OF THE SPECIAL RIGHTS ATTACHED TO THE PREFERENCE SHARES. B) THE 7.2% REDEEMABLE PREFERENCE SHARES (THE "PREFERENCE SHARES") SHALL CARRY A FIXED PREFERENTIAL DIVIDEND TO BE PAID IN PRIORITY TO ANY DIVIDEND ON ANY OTHER CLASS OF SHARE IN THE CAPITAL OF THE COMPANY AT THE RATE OF 7.2 PERCENT (7.2%) PER ANNUM (EXCLUSIVE OF THE ASSOCIATED TAX CREDIT) ON THE CAPITAL FOR THE TIME BEING PAID UP ON THOSE SHARES, PAYABLE YEARLY ON THE 31ST DAY OF DECEMBER EACH YEAR OR SUCH EARLIER DATE AS THE DIRECTORS MAY DETERMINE FROM TIME TO TIME, SAVE WHERE ANY SUCH DATE IS NOT A BUSINESS DAY THE BUSINESS DAY IMMEDIATELY PRECEDING SUCH DATE. FOR PERIODS AFTER 31 DECEMBER 2008 SUCH PREFERENTIAL DIVIDEND SHALL BE NON-CUMULATIVE. ANY DIVIDENDS ON THE PREFERENCE SHARES DECLARED ON OR AFTER 1 JANUARY 2009 SHALL BE APPLIED FIRST IN PAYING ANY ARREARS OF THE FIXED CUMULATIVE PREFERENTIAL DIVIDEND ACCRUING TO 31 DECEMBER 2008 AND ONCE SUCH ARREARS HAVE BEEN PAID ANY BALANCE SHALL BE APPLIED IN OR TOWARDS PAYMENT OF THE FIXED PREFERENTIAL DIVIDEND FOR THE YEAR IN QUESTION. C) ON A WINDING UP OR REPAYMENT OF CAPITAL THE HOLDERS OF THE 7.2% REDEEMABLE PREFERENCE SHARES (THE "PREFERENCE SHARES") SHALL BE ENTITLED TO REPAYMENT OF THE CAPITAL PAID UP ON THESE SHARES (TOGETHER WITH A SUM EQUAL TO ANY PAYMENT OF THE HOLDERS OF ANY OTHER CLASS OF

SHARE IN THE CAPITAL OF THE COMPANY, BUT THE PREFERENCE SHARES SHALL NOT ENTITLE THE HOLDERS TO ANY FURTHER OR OTHER PARTICIPATION IN THE PROFITS OR ASSETS OF THE COMPANY. D) THE 7.2% REDEEMABLE PREFERENCE SHARES (THE "PREFERENCE SHARES") SHALL BE LIABLE TO BE REDEEMED IN ACCORDANCE WITH THE FOLLOWING PROVISIONS: (I) A HOLDER OF PREFERENCE SHARES MAY GIVE NOT LESS THAN ONE MONTH'S PREVIOUS NOTICE IN WRITING (A "REDEMPTION NOTICE") TO THE COMPANY REQUIRING THE COMPANY TO REDEEM IN ANY OF THE YEARS 1994 TO 2033 (INCLUSIVE) ON THE DATE SPECIFIED IN THE REDEMPTION NOTICE (THE "REDEMPTION DATE") ALL OR ANY PART OF THE PREFERENCE SHARES WHICH ARE HELD BY HIM AND WHICH ARE FULLY PAID UP. (II) ON THE REDEMPTION DATE THE COMPANY SHALL BE ENTITLED AND BOUND TO REDEEM THE PREFERENCE SHARES SPECIFIED IN THE REDEMPTION NOTICE AND ON 1 DECEMBER 2033 THE COMPANY SHALL REDEEM ANY PREFERENCE SHARES NOT PREVIOUSLY REDEEMED AT PAR TOGETHER WITH ANY ARREARS AND ACCRUALS OF THE FIXED CUMULATIVE PREFERENTIAL DIVIDEND ACCRUING UP TO 31 DECEMBER 2008, AGAINST DELIVERY TO THE COMPANY OF THE CERTIFICATES FOR THE SHARES TO BE REDEEMED, AND SHALL ISSUE FREE OF CHARGE FRESH CERTIFICATES FOR ANY UNREDEEMED SHARES. (III) THE PREFERENCE SHARES TO BE REDEEMED SHALL CEASE TO RANK FOR DIVIDEND ON THE REDEMPTION DATE UNLESS THE CERTIFICATES FOR THE PREFERENCE SHARES HAVE BEEN TENDERED TO THE COMPANY ON OR BEFORE THE REDEMPTION DATE AND THE COMPANY FAILS TO EFFECT SUCH REDEMPTION. (IV) NO PREFERENCE SHARES SHALL BE REDEEMED (AND NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES THE COMPANY SHALL NOT BE REQUIRED TO REDEEM ANY PREFERENCE SHARES) OTHERWISE THAN IN ACCORDANCE WITH THE ACT. (V) ALL THE PROVISIONS OF THE ACT RELATING TO THE REDEMPTION OF SHARES AND THE CREATION OR INCREASE WHERE REQUISITE OF A CAPITAL REDEMPTION RESERVE SHALL BE DULY OBSERVED.

Class of Shares:	ORDINARY	Number allotted	100
Currency:	GBP	Aggregate nominal value:	100

Prescribed particulars

A) THE ORDINARY SHARES OF £1.00 OF THE COMPANY HAVE THE FOLLOWING RIGHTS ATTACHED TO THEM: - ONE VOTE PER ORDINARY SHARE AT A GENERAL MEETING OF THE COMPANY - EACH SHARE IS EQUAL TO ALL OTHER ISSUED ORDINARY SHARES OF THE COMPANY. A MEMBER OR MEMBERS HOLDING A MAJORITY IN NOMINAL AMOUNT OF THE ISSUED ORDINARY SHARE CAPITAL FOR THE TIME BEING IN THE COMPANY

SHALL HAVE THE POWER FROM TIME TO TIME AND AT ANY TIME TO APPOINT ANY PERSON AS A DIRECTOR OR ALTERNATE DIRECTOR AND TO REMOVE FROM OFFICE ANY DIRECTOR OR ALTERNATE DIRECTOR HOWSOEVER APPOINTED. B) DIVIDENDS ON ORDINARY SHARES OR ANY OTHER CLASS OF SHARE ARE SUBJECT FIRST TO THE PAYMENT OF THE PREFERENCE DIVIDEND ON PREFERENCE SHARES IN ISSUE AT THE TIME. C) ON A WINDING UP OR REPAYMENT OF CAPITAL THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO REPAYMENT OF THE CAPITAL PAID UP ON THOSE SHARES (TOGETHER WITH A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE FIXED DIVIDEND, ACCRUING UP TO 31 DECEMBER 2008) IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ORDINARY SHARE OR ANY OTHER CLASS OF SHARE IN THE CAPITAL OF THE COMPANY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	125000100
		Total aggregate nominal value:	125000100
		Total aggregate amount unpaid:	0

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