



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **Bupa Construction Services Limited**

Company Number: **02966483**

Date of this return: **09/09/2011**

SIC codes: **4521**

Company Type: **Private company limited by shares**

Situation of Registered Office: **BUPA HOUSE 15-19 BLOOMSBURY WAY
LONDON
ENGLAND
WC1A 2BA**

Officers of the company

Company Secretary 1

Type: **Corporate**

Name: **BUPA SECRETARIES LIMITED**

*Registered or
principal address:* **BUPA HOUSE 15-19 BLOOMSBURY WAY
LONDON
UNITED KINGDOM
WC1A 2BA**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**

Registration Number: **3155937**

Company Director ***1***

Type: **Person**

Full forename(s): **NICHOLAS TETLEY**

Surname: **BEAZLEY**

Former names:

Service Address: **BUPA HOUSE 15-19 BLOOMSBURY WAY
LONDON
UNITED KINGDOM
WC1A 2BA**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **19/01/1960** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **STEVEN MICHAEL**

Surname: **LOS**

Former names:

Service Address: **BUPA HOUSE 15-19 BLOOMSBURY WAY
LONDON
ENGLAND
WC1A 2BA**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **08/12/1970** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**

Full forename(s): **MAHBOOB ALI**

Surname: **MERCHANT**

Former names:

Service Address: **BUPA HOUSE 15-19 BLOOMSBURY WAY
LONDON
UNITED KINGDOM
WC1A 2BA**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **15/07/1955** *Nationality:* **BRITISH**

Occupation: **CHARTERED ACCOUNTANT**

Statement of Capital (Share Capital)

Class of shares	10% CUMULATIVE PREFERENCE	<i>Number allotted</i>	799
		<i>Aggregate nominal value</i>	799
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

VOTING: THE HOLDERS OF THE PREFERENCE SHARES HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. **DIVIDEND:** (A) THE HOLDERS OF THE PREFERENCE SHARES SHALL HAVE THE RIGHT TO BE PAID OUT OF THE PROFITS OF THE COMPANY FOR THE TIME BEING AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH FINANCIAL YEAR (AS DEFINED IN SECTION 390 OF THE COMPANIES ACT 2006) OR OTHER ACCOUNTING PERIOD OF THE COMPANY A FIXED CUMULATIVE CASH DIVIDEND (THE "PREFERENCE DIVIDEND") AT THE RATE OF 10 PER CENT PER ANNUM (EXCLUSIVE OF ANY ASSOCIATED TAX CREDIT) ON THE NOMINAL AMOUNT OF SUCH PREFERENCE SHARES IN PRIORITY TO ANY PAYMENT OF DIVIDEND TO THE HOLDERS OF ANY OTHER CLASS OF SHARES FOR THE TIME BEING IN ISSUE. (B) THE PREFERENCE DIVIDEND SHALL BE PAYABLE YEARLY IN ARREARS ON 30 APRIL OR, IF SUCH DATE SHALL BE A SATURDAY SUNDAY OR PUBLIC HOLIDAY IN ENGLAND OR SCOTLAND, IT MAY BE PAID ON THE FIRST BUSINESS DAY NEXT FOLLOWING SUCH DATE. A PREFERENCE DIVIDEND SHALL ACCRUE FROM DAY TO DAY. (C) SAVE AS AFORESAID, THE HOLDER OF A PREFERENCE SHARE SHALL NOT BE ENTITLED TO ANY FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE PROFITS OF THE COMPANY. (D) IF ON ANY DATE ON WHICH THE PREFERENCE DIVIDEND IS PAYABLE THERE SHALL NOT BE SUFFICIENT PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION OR RESOLVED TO BE DISTRIBUTED TO ENABLE THE DIVIDEND TO BE PAID IN FULL, THEN ANY AMOUNT UNPAID IN RESPECT OF SUCH DIVIDEND SHALL BE PAID AS SOON AS THE PROFITS AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED ARE SUFFICIENT TO COVER SUCH PAYMENT. DIVIDENDS IN ARREARS MAY BE DECLARED AND PAID AT ANY TIME WITHOUT REFERENCE TO ANY DATE FIXED FOR PAYMENT OF THE PREFERENCE DIVIDEND. ANY PREFERENCE DIVIDEND SHALL BE APPLIED FIRST AGAINST ANY DIVIDENDS IN ARREARS IN THE ORDER IN WHICH SUCH UNPAID DIVIDENDS WERE DUE FOR PAYMENT. **CAPITAL:** EACH PREFERENCE SHARE SHALL CONFER ON THE HOLDER THEREOF THE RIGHT ON A DISTRIBUTION OF ASSETS ON A WINDING-UP OR OTHERWISE (BUT NOT ON A RETURN OF CAPITAL ON CONVERSION, REDEMPTION OR PURCHASE OF ANY OTHER SHARES IN THE CAPITAL OF THE COMPANY, HOWSOEVER RANKING) TO RECEIVE, OUT OF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES, AN AMOUNT IN PRIORITY TO THE HOLDERS OF ALL OTHER SHARES OF THE COMPANY FROM TIME TO TIME IN ISSUE AN AMOUNT EQUAL TO: (I) ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND, WHETHER OR NOT SUCH DIVIDEND HAS BEEN DECLARED OR EARNED OR HAS BECOME DUE AND PAYABLE, TO BE CALCULATED UP TO AND INCLUDING THE DATE OF COMMENCEMENT OF THE WINDING-UP (IN THE CASE OF A WINDING UP) OR THE RETURN OF CAPITAL (IN ANY OTHER CASE); AND (II) REPAYMENT OF A SUM EQUAL TO THE NOMINAL CAPITAL PAID UP OR CREDITED AS PAID UP ON THE PREFERENCE SHARES HELD BY HIM. SAVE AS AFORESAID, THE HOLDER OF A PREFERENCE SHARE SHALL HAVE NO FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY.

Class of shares	A ORDINARY	<i>Number allotted</i>	751
		<i>Aggregate nominal value</i>	751
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING: THE HOLDERS OF THE “A” ORDINARY SHARES HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. DIVIDEND: THE HOLDERS OF THE “A” ORDINARY SHARES SHALL HAVE THE RIGHT TO BE PAID OUT OF THE PROFITS OF THE COMPANY FOR THE TIME BEING AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH FINANCIAL YEAR (AS DEFINED IN SECTION 390 OF THE COMPANIES ACT 2006) OR OTHER ACCOUNTING PERIOD OF THE COMPANY A CASH DIVIDEND OF ONE PENNY FOR EVERY COMPLETE £1,000 PAID BY WAY OF CASH DIVIDEND IN RESPECT OF THE SAME FINANCIAL YEAR OR OTHER ACCOUNTING PERIOD OF THE COMPANY TO THE HOLDERS OF THE ORDINARY SHARES. SAVE AS AFORESAID, A HOLDER OF AN “A” ORDINARY SHARE SHALL NOT BE ENTITLED TO ANY FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE PROFITS OF THE COMPANY. CAPITAL: EACH “A” ORDINARY SHARE SHALL CONFER ON THE HOLDER THEREOF THE RIGHT ON A DISTRIBUTION OF ASSETS ON A WINDING UP OR OTHERWISE (BUT NOT ON A RETURN OF CAPITAL ON CONVERSION REDEMPTION OR PURCHASE OF ANY OTHER SHARES IN THE CAPITAL OF THE COMPANY HOWSOEVER RANKING), TO RECEIVE OUT OF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND AFTER SATISFACTION OF THE RIGHTS OF THE HOLDERS OF THE PREFERENCE SHARES IN ACCORDANCE WITH THE RIGHTS TO CAPITAL OF THE PREFERENCE SHAREHOLDERS DETAILED BELOW, TO REPAYMENT OF A SUM EQUAL TO THE NOMINAL AMOUNT PAID UP OR CREDITED AS PAID UP ON THE “A” ORDINARY SHARES HELD BY HIM. SAVE AS AFORESAID, THE HOLDER OF AN “A” ORDINARY SHARE SHALL HAVE NO FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY.

Class of shares	ORDINARY	<i>Number allotted</i>	18300099
		<i>Aggregate nominal value</i>	18300.099
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING: THE ORDINARY SHARES SHALL ENTITLE THE HOLDERS THEREOF TO ATTEND AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY. EVERY HOLDER OF AN ORDINARY SHARE WHO IS PRESENT EITHER (BEING AN INDIVIDUAL) IN PERSON OR (BEING A CORPORATION) BY A REPRESENTATIVE DULY AUTHORISED UNDER SECTION 323 OF THE COMPANIES ACT 2006 SHALL HAVE ONE VOTE AND ON A POLL EVERY SUCH HOLDER WHO IS PRESENT IN PERSON, BY PROXY, OR BY DULY AUTHORISED REPRESENTATIVE SHALL HAVE ONE VOTE FOR EACH FULLY-PAID ORDINARY SHARE OF WHICH HE IS THE HOLDER. DIVIDEND: SAVE AS DETAILED BELOW REGARDING THE RIGHTS TO DIVIDENDS OF THE “A” ORDINARY SHAREHOLDERS AND THE PREFERENCE SHAREHOLDERS, THE ORDINARY SHAREHOLDERS SHALL HAVE THE RIGHT TO THE WHOLE OF THE PROFIT OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND WHICH ARE RESOLVED TO BE DISTRIBUTED. CAPITAL: SAVE AS OUTLINED BELOW REGARDING THE CAPITAL RIGHTS OF THE “A” ORDINARY SHAREHOLDERS AND THE PREFERENCE SHAREHOLDERS, THE HOLDERS OF THE ORDINARY SHARES SHALL HAVE THE RIGHT TO THE WHOLE OF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	18301649
		<i>Total aggregate nominal value</i>	19850.099

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 09/09/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding 1 : 799 10% CUMULATIVE PREFERENCE shares held as at 2011-09-09
Name: THE PRIVATE HEALTHCARE TRUST

Shareholding 2 : 751 A ORDINARY shares held as at 2011-09-09
Name: BUPA INVESTMENTS LIMITED

Shareholding 3 : 18300000 ORDINARY shares held as at 2011-09-09
Name: BUPA INVESTMENTS LIMITED

Shareholding 4 : 99 ORDINARY shares held as at 2011-09-09

Name:

THE PRIVATE HEALTHCARE TRUST

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.