



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **CWIGroup Limited**

Company Number: **03057908**

Date of this return: **30/09/2011**

SIC codes: **7415**

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

Situation of Registered Office: **3RD FLOOR
26 RED LION SQUARE
LONDON
UNITED KINGDOM
WC1R 4HQ**

Officers of the company

Company Secretary 1

Type: **Person**

Full forename(s): **CLARE**

Surname: **UNDERWOOD**

Former names:

Service Address: **3RD FLOOR
26 RED LION SQUARE
LONDON
UNITED KINGDOM
WC1R 4HQ**

Company Director ***I***

Type: **Person**

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

Surname: **COOPER**

Former names:

Service Address: **3RD FLOOR
26 RED LION SQUARE
LONDON
UNITED KINGDOM
WC1R 4HQ**

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

Date of Birth: **24/05/1964** *Nationality:* **BRITISH**

Occupation: **GROUP GENERAL COUNSEL &
CO SEC**

Company Director **2**

Type: **Person**

Full forename(s): **TIMOTHY LINCOLN**

Surname: **PENNINGTON**

Former names:

Service Address: **3RD FLOOR
26 RED LION SQUARE
LONDON
UNITED KINGDOM
WC1R 4HQ**

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

Date of Birth: **24/11/1960**

Nationality: **BRITISH**

Occupation: **BANKER**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	2
		<i>Aggregate nominal value</i>	2
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

ATTENDANCE AND SPEAKING AT GENERAL MEETINGS 37.—(1) A PERSON IS ABLE TO EXERCISE THE RIGHT TO SPEAK AT A GENERAL MEETING WHEN THAT PERSON IS IN A POSITION TO COMMUNICATE TO ALL THOSE ATTENDING THE MEETING, DURING THE MEETING, ANY INFORMATION OR OPINIONS WHICH THAT PERSON HAS ON THE BUSINESS OF THE MEETING. (2) A PERSON IS ABLE TO EXERCISE THE RIGHT TO VOTE AT A GENERAL MEETING WHEN— (A) THAT PERSON IS ABLE TO VOTE, DURING THE MEETING, ON RESOLUTIONS PUT TO THE VOTE AT THE MEETING, AND (B) THAT PERSON’S VOTE CAN BE TAKEN INTO ACCOUNT IN DETERMINING WHETHER OR NOT SUCH RESOLUTIONS ARE PASSED AT THE SAME TIME AS THE VOTES OF ALL THE OTHER PERSONS ATTENDING THE MEETING. (3) THE DIRECTORS MAY MAKE WHATEVER ARRANGEMENTS THEY CONSIDER APPROPRIATE TO ENABLE THOSE ATTENDING A GENERAL MEETING TO EXERCISE THEIR RIGHTS TO SPEAK OR VOTE AT IT. (4) IN DETERMINING ATTENDANCE AT A GENERAL MEETING, IT IS IMMATERIAL WHETHER ANY TWO OR MORE MEMBERS ATTENDING IT ARE IN THE SAME PLACE AS EACH OTHER. (5) TWO OR MORE PERSONS WHO ARE NOT IN THE SAME PLACE AS EACH OTHER ATTEND A GENERAL MEETING IF THEIR CIRCUMSTANCES ARE SUCH THAT IF THEY HAVE (OR WERE TO HAVE) RIGHTS TO SPEAK AND VOTE AT THAT MEETING, THEY ARE (OR WOULD BE) ABLE TO EXERCISE THEM.

QUORUM FOR GENERAL MEETINGS 38. NO BUSINESS OTHER THAN THE APPOINTMENT OF THE CHAIRMAN OF THE MEETING IS TO BE TRANSACTED AT A GENERAL MEETING IF THE PERSONS ATTENDING IT DO NOT CONSTITUTE A QUORUM.

VOTING: GENERAL 42. A RESOLUTION PUT TO THE VOTE OF A GENERAL MEETING MUST BE DECIDED ON A SHOW OF HANDS UNLESS A POLL IS DULY DEMANDED IN ACCORDANCE WITH THE ARTICLES.

ERRORS AND DISPUTES 43.—(1) NO OBJECTION MAY BE RAISED TO THE QUALIFICATION OF ANY PERSON VOTING AT A GENERAL MEETING EXCEPT AT THE MEETING OR ADJOURNED MEETING AT WHICH THE VOTE OBJECTED TO IS TENDERED, AND EVERY VOTE NOT DISALLOWED AT THE MEETING IS VALID. (2) ANY SUCH OBJECTION MUST BE REFERRED TO THE CHAIRMAN OF THE MEETING, WHOSE DECISION IS FINAL.

POLL VOTES 44.—(1) A POLL ON A RESOLUTION MAY BE DEMANDED— (A) IN ADVANCE OF THE GENERAL MEETING WHERE IT IS TO BE PUT TO THE VOTE, OR (B) AT A GENERAL MEETING, EITHER BEFORE A SHOW OF HANDS ON THAT RESOLUTION OR IMMEDIATELY AFTER THE RESULT OF A SHOW OF HANDS ON THAT RESOLUTION IS DECLARED. (2) A POLL MAY BE DEMANDED BY— (A) THE CHAIRMAN OF THE MEETING; (B) THE DIRECTORS; (C) TWO OR MORE PERSONS HAVING THE RIGHT TO VOTE ON THE RESOLUTION; OR (D) A PERSON OR PERSONS REPRESENTING NOT LESS THAN ONE TENTH OF THE TOTAL VOTING RIGHTS OF ALL THE SHAREHOLDERS HAVING THE RIGHT TO VOTE ON THE RESOLUTION. (3) A DEMAND FOR A POLL MAY BE WITHDRAWN IF— (A) THE POLL HAS NOT YET BEEN TAKEN, AND (B) THE CHAIRMAN OF THE MEETING CONSENTS TO THE WITHDRAWAL. (4) POLLS MUST BE TAKEN IMMEDIATELY AND IN SUCH MANNER AS THE CHAIRMAN OF THE MEETING DIRECTS.

DELIVERY OF PROXY NOTICES 46.—(1) A PERSON WHO IS ENTITLED TO ATTEND, SPEAK OR VOTE (EITHER ON A SHOW OF HANDS OR ON A POLL) AT A GENERAL MEETING REMAINS SO ENTITLED IN RESPECT OF THAT MEETING OR ANY ADJOURNMENT OF IT, EVEN THOUGH A VALID PROXY NOTICE HAS BEEN DELIVERED TO THE COMPANY BY OR ON BEHALF OF THAT PERSON. (2) AN APPOINTMENT UNDER A PROXY NOTICE MAY BE REVOKED BY DELIVERING TO THE COMPANY A NOTICE IN WRITING GIVEN BY OR ON BEHALF OF THE PERSON BY WHOM OR ON WHOSE BEHALF THE PROXY NOTICE WAS GIVEN. (3) A NOTICE REVOKING A PROXY APPOINTMENT ONLY TAKES EFFECT IF IT IS DELIVERED BEFORE THE START OF THE MEETING OR ADJOURNED MEETING TO WHICH IT RELATES. (4) IF A PROXY NOTICE IS NOT EXECUTED BY THE PERSON APPOINTING THE PROXY, IT MUST BE ACCOMPANIED BY WRITTEN EVIDENCE OF THE AUTHORITY OF THE PERSON WHO EXECUTED IT TO EXECUTE IT ON THE APPOINTOR’S BEHALF.

Class of shares	ORDINARY	<i>Number allotted</i>	1003541
		<i>Aggregate nominal value</i>	1003541
<i>Currency</i>	GBP	<i>Amount paid</i>	250.71874
		<i>Amount unpaid</i>	0

Prescribed particulars

ATTENDANCE AND SPEAKING AT GENERAL MEETINGS 37.—(1) A PERSON IS ABLE TO EXERCISE THE RIGHT TO SPEAK AT A GENERAL MEETING WHEN THAT PERSON IS IN A POSITION TO COMMUNICATE TO ALL THOSE ATTENDING THE MEETING, DURING THE MEETING, ANY INFORMATION OR OPINIONS WHICH THAT PERSON HAS ON THE BUSINESS OF THE MEETING. (2) A PERSON IS ABLE TO EXERCISE THE RIGHT TO VOTE AT A GENERAL MEETING WHEN— (A) THAT PERSON IS ABLE TO VOTE, DURING THE MEETING, ON RESOLUTIONS PUT TO THE VOTE AT THE MEETING, AND (B) THAT PERSON’S VOTE CAN BE TAKEN INTO ACCOUNT IN DETERMINING WHETHER OR NOT SUCH RESOLUTIONS ARE PASSED AT THE SAME TIME AS THE VOTES OF ALL THE OTHER PERSONS ATTENDING THE MEETING. (3) THE DIRECTORS MAY MAKE WHATEVER ARRANGEMENTS THEY CONSIDER APPROPRIATE TO ENABLE THOSE ATTENDING A GENERAL MEETING TO EXERCISE THEIR RIGHTS TO SPEAK OR VOTE AT IT. (4) IN DETERMINING ATTENDANCE AT A GENERAL MEETING, IT IS IMMATERIAL WHETHER ANY TWO OR MORE MEMBERS ATTENDING IT ARE IN THE SAME PLACE AS EACH OTHER. (5) TWO OR MORE PERSONS WHO ARE NOT IN THE SAME PLACE AS EACH OTHER ATTEND A GENERAL MEETING IF THEIR CIRCUMSTANCES ARE SUCH THAT IF THEY HAVE (OR WERE TO HAVE) RIGHTS TO SPEAK AND VOTE AT THAT MEETING, THEY ARE (OR WOULD BE) ABLE TO EXERCISE THEM. QUORUM FOR GENERAL MEETINGS 38. NO BUSINESS OTHER THAN THE APPOINTMENT OF THE CHAIRMAN OF THE MEETING IS TO BE TRANSACTED AT A GENERAL MEETING IF THE PERSONS ATTENDING IT DO NOT CONSTITUTE A QUORUM. VOTING: GENERAL 42. A RESOLUTION PUT TO THE VOTE OF A GENERAL MEETING MUST BE DECIDED ON A SHOW OF HANDS UNLESS A POLL IS DULY DEMANDED IN ACCORDANCE WITH THE ARTICLES. ERRORS AND DISPUTES 43.—(1) NO OBJECTION MAY BE RAISED TO THE QUALIFICATION OF ANY PERSON VOTING AT A GENERAL MEETING EXCEPT AT THE MEETING OR ADJOURNED MEETING AT WHICH THE VOTE OBJECTED TO IS TENDERED, AND EVERY VOTE NOT DISALLOWED AT THE MEETING IS VALID. (2) ANY SUCH OBJECTION MUST BE REFERRED TO THE CHAIRMAN OF THE MEETING, WHOSE DECISION IS FINAL. POLL VOTES 44.—(1) A POLL ON A RESOLUTION MAY BE DEMANDED— (A) IN ADVANCE OF THE GENERAL MEETING WHERE IT IS TO BE PUT TO THE VOTE, OR (B) AT A GENERAL MEETING, EITHER BEFORE A SHOW OF HANDS ON THAT RESOLUTION OR IMMEDIATELY AFTER THE RESULT OF A SHOW OF HANDS ON THAT RESOLUTION IS DECLARED. (2) A POLL MAY BE DEMANDED BY— (A) THE CHAIRMAN OF THE MEETING; (B) THE DIRECTORS; (C) TWO OR MORE PERSONS HAVING THE RIGHT TO VOTE ON THE RESOLUTION; OR (D) A PERSON OR PERSONS REPRESENTING NOT LESS THAN ONE TENTH OF THE TOTAL VOTING RIGHTS OF ALL THE SHAREHOLDERS HAVING THE RIGHT TO VOTE ON THE RESOLUTION. (3) A DEMAND FOR A POLL MAY BE WITHDRAWN IF— (A) THE POLL HAS NOT YET BEEN TAKEN, AND (B) THE CHAIRMAN OF THE MEETING CONSENTS TO THE WITHDRAWAL. (4) POLLS MUST BE TAKEN IMMEDIATELY AND IN SUCH MANNER AS THE CHAIRMAN OF THE MEETING DIRECTS. DELIVERY OF PROXY NOTICES 46.—(1) A PERSON WHO IS ENTITLED TO ATTEND, SPEAK OR VOTE (EITHER ON A SHOW OF HANDS OR ON A POLL) AT A GENERAL MEETING REMAINS SO ENTITLED IN RESPECT OF THAT MEETING OR ANY ADJOURNMENT OF IT, EVEN THOUGH A VALID PROXY NOTICE HAS BEEN DELIVERED TO THE COMPANY BY OR ON BEHALF OF THAT PERSON. (2) AN APPOINTMENT UNDER A PROXY NOTICE MAY BE REVOKED BY DELIVERING TO THE COMPANY A NOTICE IN WRITING GIVEN BY OR ON BEHALF OF THE PERSON BY WHOM OR ON WHOSE BEHALF THE PROXY NOTICE WAS GIVEN. (3) A NOTICE REVOKING A PROXY APPOINTMENT ONLY TAKES EFFECT IF IT IS DELIVERED BEFORE THE START OF THE MEETING OR ADJOURNED MEETING TO WHICH IT RELATES. (4) IF A PROXY NOTICE IS NOT EXECUTED BY THE PERSON APPOINTING THE PROXY, IT MUST BE ACCOMPANIED BY WRITTEN EVIDENCE OF THE AUTHORITY OF THE PERSON WHO EXECUTED IT TO EXECUTE IT ON THE APPOINTOR’S BEHALF.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1003543
		<i>Total aggregate nominal value</i>	1003543

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 30/09/2011 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 : 1003543 ORDINARY shares held as at the date of this return
Name: SABLE HOLDING LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

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