



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



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Received for filing in Electronic Format on the: **30/03/2011**

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*Company Name:* **PC COX (HOLDINGS) LIMITED**

*Company Number:* **03338182**

*Date of this return:* **24/03/2011**

*SIC codes:* **7499**

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

*Situation of Registered Office:* **TURNPIKE INDUSTRIAL ESTATE  
TURNPIKE ROAD  
NEWBURY  
BERKSHIRE  
RG14 2LR**

**Officers of the company**

## *Company Secretary 1*

Type: **Person**  
Full forename(s): **MR PETER**

Surname: **CRAWFORD**

Former names:

Service Address: **FLINTWALL COTTAGE  
ASHMANSWORTH  
NEWBURY  
BERKSHIRE  
RG20 9SS**

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## *Company Director 1*

Type: **Person**  
Full forename(s): **MR PETER**

Surname: **CRAWFORD**

Former names:

*Service Address recorded as Company's registered office*

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

Date of Birth: **13/02/1955** Nationality: **BRITISH**

Occupation: **ACCOUNTANT**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **RAYMOND JOHN**

*Surname:* **HART**

*Former names:*

*Service Address:* **TUDOR HOUSE  
RUSHMORE HILL KNOCKHOLT  
SEVENOAKS  
KENT  
TN14 7NJ**

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

*Date of Birth:* **07/04/1945** *Nationality:* **BRITISH**  
*Occupation:* **CO DIRECTOR**

*Company Director*    **3**

*Type:*                            **Person**

*Full forename(s):*            **MR FREDERICK JAN**

*Surname:*                    **LUMB**

*Former names:*

*Service Address:*            **24 HIGH STREET  
GREAT CHEVERELL  
DEVIZES  
WILTSHIRE  
SN10 5TH**

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

*Date of Birth:*    **21/06/1946**                            *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

## Statement of Capital (Share Capital)

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|                        |                 |                                |                 |
|------------------------|-----------------|--------------------------------|-----------------|
| <b>Class of shares</b> | <b>DEFERRED</b> | <i>Number allotted</i>         | <b>15590659</b> |
|                        |                 | <i>Aggregate nominal value</i> | <b>15590659</b> |
| <i>Currency</i>        | <b>GBP</b>      | <i>Amount paid</i>             | <b>1</b>        |
|                        |                 | <i>Amount unpaid</i>           | <b>0</b>        |

### *Prescribed particulars*

THE RIGHTS AND PRIVILEGES ATTACHED TO THE DEFERRED SHARES ARE AS FOLLOWS: (A) AS REGARDS INCOME: THE DEFERRED SHARES SHALL NOT ENTITLE THEIR HOLDERS TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION; (B) AS REGARDS CAPITAL: THE DEFERRED SHARES SHALL ON A RETURN OF ASSETS IN A WINDING UP OR OTHERWISE ENTITLE THE HOLDER ONLY TO THE REPAYMENT OF THE AMOUNTS PAID UP ON SUCH SHARES AFTER REPAYMENT OF £10 MILLION PER ORDINARY SHARE; (C) AS REGARDS VOTING: THE HOLDERS OF THE DEFERRED SHARES SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY NOR THE RIGHT TO ATTEND, SPEAK OR VOTE AT ANY SUCH GENERAL MEETING; (D) AS REGARDS PURCHASE BY THE COMPANY: THE HOLDERS OF ANY DEFERRED SHARES WHICH ARISE ON THE SUB-DIVISION AND RE-CLASSIFICATION OR CONVERSION OF ANY SHARES SHALL BE DEEMED IMMEDIATELY TO CONFER IRREVOCABLE AUTHORITY ON THE COMPANY AT ANY TIME THEREAFTER TO APPOINT ANY PERSON TO EXECUTE ON BEHALF OF THE HOLDERS OF THE DEFERRED SHARES WHICH SO ARISE A TRANSFER OF SUCH DEFERRED SHARES (AND/OR AN AGREEMENT TO TRANSFER THE SAME) TO SUCH PERSON AS THE COMPANY MAY DETERMINE AS CUSTODIAN THEREOF AND/OR THE COMPANY TO PURCHASE THE SAME (IN ACCORDANCE WITH THE PROVISIONS OF THE ACTS) IN ANY SUCH CASE IN CONSIDERATION FOR NOT MORE THAN ONE PENNY PER HOLDER OF SUCH DEFERRED SHARES (AND THE COMPANY OR SUCH OTHER PERSON AS THE COMPANY SHALL APPOINT SHALL BE ENTITLED TO RETAIN AND HOLD SUCH CONSIDERATION ON TRUST FOR THE HOLDER(S) OF SUCH DEFERRED SHARES UNTIL PAYMENT OF THE CONSIDERATION IS REQUESTED BY THE HOLDER(S) OR THE COMPANY ELECTS TO PAY OUT SUCH CONSIDERATION TO THE HOLDER(S), WHICHEVER IS THE EARLIER) WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS OF SUCH DEFERRED SHARES AND PENDING SUCH TRANSFER AND/OR PURCHASE TO RETAIN THE CERTIFICATE(S) (TO THE EXTENT ISSUED) FOR SUCH DEFERRED SHARES AND NO SUCH ACTION SHALL CONSTITUTE A MODIFICATION OR ABROGATION OF THE RIGHTS OR PRIVILEGES ATTACHING TO THE DEFERRED SHARES; (E) AS REGARDS FURTHER ISSUES: THE SPECIAL RIGHTS CONFERRED BY THE DEFERRED SHARES SHALL NOT BE DEEMED TO BE MODIFIED OR ABROGATED IN ANY CIRCUMSTANCES, INCLUDING BUT NOT LIMITED TO THE CREATION OR ISSUE OF FURTHER SHARES RANKING PARI PASSU WITH OR IN PRIORITY TO THE DEFERRED SHARES.

|                        |                 |                                |                |
|------------------------|-----------------|--------------------------------|----------------|
| <b>Class of shares</b> | <b>ORDINARY</b> | <i>Number allotted</i>         | <b>1000000</b> |
|                        |                 | <i>Aggregate nominal value</i> | <b>10000</b>   |
| <i>Currency</i>        | <b>GBP</b>      | <i>Amount paid per share</i>   | <b>0.01</b>    |
|                        |                 | <i>Amount unpaid per share</i> | <b>0</b>       |

*Prescribed particulars*

EACH ORDINARY SHARE CARRIES ONE VOTE EACH, PURSUANT TO REGULATION 54 OF TABLE A. PURSUANT TO REGULATION 102 AND 103 OF TABLE A, THE DIRECTORS ARE ENTITLED TO PAY A DIVIDEND TO THE ORDINARY SHAREHOLDERS IN LINE WITH THE AUTHORITY BESTOWED ON THEM BY THE BOARD. THERE ARE NO PARTICULAR RIGHTS IN THE ARTICLES OF THE ORDINARY SHARES AS TO CAPITAL ENTITLEMENT OUTSIDE OF THEIR GENERAL RIGHT AND THE ORDINARY SHARES ARE NOT REDEEMABLE IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION.

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## Statement of Capital (Totals)

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|                 |            |                                      |                 |
|-----------------|------------|--------------------------------------|-----------------|
| <i>Currency</i> | <b>GBP</b> | <i>Total number of shares</i>        | <b>16590659</b> |
|                 |            | <i>Total aggregate nominal value</i> | <b>15600659</b> |

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 24/03/2011 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* : 0 ORDINARY shares held as at 2011-03-24  
*Name:* CAPITAL VENTURES NOMINEES LTD

*Shareholding 2* : 0 ORDINARY shares held as at 2011-03-24  
*Name:* CITICORP CAPITAL INVESTORS EUROPE LTD

*Shareholding 3* : 0 ORDINARY shares held as at 2011-03-24  
*Name:* DEREK INGLUT

*Shareholding 4* : 0 ORDINARY shares held as at 2011-03-24  
*Name:* ROBERT ANTHONY JAMESON

*Shareholding 5* : 0 ORDINARY shares held as at 2011-03-24  
*Name:* IAN LYFORD

|                                        |                                                                                         |
|----------------------------------------|-----------------------------------------------------------------------------------------|
| <i>Shareholding 6</i><br><i>Name:</i>  | : 0 ORDINARY shares held as at 2011-03-24<br>CLIFFORD BECKETT                           |
| <i>Shareholding 7</i><br><i>Name:</i>  | : 0 ORDINARY shares held as at 2011-03-24<br>FREDERICK JAN LUMB                         |
| <i>Shareholding 8</i><br><i>Name:</i>  | : 0 ORDINARY shares held as at 2011-03-24<br>PC COX EMPLOYEE BENEFIT TRUSTEE LTD        |
| <i>Shareholding 9</i><br><i>Name:</i>  | : 0 ORDINARY shares held as at 2011-03-24<br>CVC EUROPEAN EQUITY PARTNERS L.P.          |
| <i>Shareholding 10</i><br><i>Name:</i> | : 0 ORDINARY shares held as at 2011-03-24<br>UBERIOR INVESTMENTS PLC                    |
| <i>Shareholding 11</i><br><i>Name:</i> | : 0 ORDINARY shares held as at 2011-03-24<br>JAMES FRANCIS O'CONNOR                     |
| <i>Shareholding 12</i><br><i>Name:</i> | : 0 ORDINARY shares held as at 2011-03-24<br>CVC EUROPEAN EQUITY PARTNERS (JERSEY) L.P. |
| <i>Shareholding 13</i><br><i>Name:</i> | : 0 ORDINARY shares held as at 2011-03-24<br>DAVID PORTER                               |
| <i>Shareholding 14</i><br><i>Name:</i> | : 0 DEFERRED shares held as at 2011-03-24<br>CITICORP CAPITAL INVESTORS EUROPE LTD      |
| <i>Shareholding 15</i><br><i>Name:</i> | : 0 DEFERRED shares held as at 2011-03-24<br>CVC EUROPEAN EQUITY PATNERS L.P.           |
| <i>Shareholding 16</i><br><i>Name:</i> | : 0 DEFERRED shares held as at 2011-03-24<br>CVC EUROPEAN EQUITY PARTNERS (JERSEY) L.P. |
| <i>Shareholding 17</i><br><i>Name:</i> | : 0 DEFERRED shares held as at 2011-03-24<br>HM REVENUE & CUSTOMS                       |
| <i>Shareholding 18</i><br><i>Name:</i> | : 15590659 DEFERRED shares held as at 2011-03-24<br>PC COX GROUP LIMITED                |
| <i>Shareholding 19</i><br><i>Name:</i> | : 1000000 ORDINARY shares held as at 2011-03-24<br>PC COX GROUP 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.