



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



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*Company Name:* **STELJES HOLDINGS LIMITED**

*Company Number:* **03432780**

*Date of this return:* **11/09/2013**

*SIC codes:* **64209**

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

*Situation of Registered Office:* **BAGSHOT MANOR  
GREEN LANE  
BAGSHOT  
SURREY  
GU19 5NL**

**Officers of the company**

## *Company Secretary 1*

Type: **Person**  
Full forename(s): **MR NIGEL FREDERICK**

Surname: **STELJES**

Former names:

Service Address: **HILL FIELDS FARM  
PARK WALL LANE  
LOWER BASILDON  
BERKSHIRE  
RG8 9PE**

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## *Company Director 1*

Type: **Person**  
Full forename(s): **MR MARTIN IVO**

Surname: **LARGE**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **ENGLAND**

Date of Birth: **02/04/1961** Nationality: **BRITISH**  
Occupation: **ACCOUNTANT**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **MR NIGEL FREDERICK**

*Surname:* **STELJES**

*Former names:*

*Service Address:* **HILL FIELDS FARM  
PARK WALL LANE  
LOWER BASILDON  
BERKSHIRE  
RG8 9PE**

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

*Date of Birth:* **23/12/1960** *Nationality:* **BRITISH**  
*Occupation:* **DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>80000</b>
		<i>Aggregate nominal value</i>	<b>8</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0.0001</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE (EITHER IN PERSON OR BY PROXY) AT ALL GENERAL MEETINGS OF THE COMPANY, AND EACH SHARE CARRIES ONE VOTE PER "A" ORDINARY SHARE ON A SHOW OF HANDS AND ONE VOTE PER "A" ORDINARY SHARE ON A POLL. IN THE EVENT OF A RELEVANT TRANSACTION THE "A" SHARES CARRY A RIGHT TO SHARE IN THE PROCEEDS OF A RELEVANT TRANSACTION AS FOLLOWS (A) FIRST, THE HOLDERS OF THE "A" SHARES AND "B" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION UP TO BUT NOT EXCEEDING THE THRESHOLD AMOUNT, AND (B) SECOND, THE HOLDERS OF THE "A" SHARES, "B" SHARES AND "C" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION WHICH EXCEEDS THE THRESHOLD AMOUNT. ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF THE LIABILITIES SHALL BE APPLIED IN PAYING THE HOLDERS OF THE "A" SHARES AND "B" SHARES ANY AMOUNTS PAID UP OR CREDITED AS PAID UP ON THOSE SHARES TOGETHER WITH ANY ARREARS OR ACCRUALS OF DIVIDEND ATTACHING TO SUCH SHARES CALCULATED DOWN TO THE DATE OF RETURN OF CAPITAL DEFINITIONS "RELEVANT TRANSACTION" MEANS (I) A CHANGE OF CONTROL OCCURRING BY WAY OF A SHARE SALE, (II) AN ASSET SALE, (III) A CHANGE OF CONTROL OCCURRING BY WAY OF A LISTING "CHANGE OF CONTROL" MEANS A SINGLE EVENT, OR SERIES OF EVENTS, AS A RESULT OF WHICH ANY PERSON (OR PERSONS CONNECTED WITH EACH OTHER, OR PERSONS ACTING IN CONCERT TOGETHER) WOULD HOLD OR ACQUIRE BENEFICIAL OWNERSHIP OF SUCH NUMBER OF SHARES IN THE COMPANY WHICH, IN AGGREGATE, CONFERS MORE THAN 50 PER CENT OF THE VOTING RIGHTS NORMALLY EXERCISABLE AT GENERAL MEETINGS OF COMPANY ("CONTROL") IN CIRCUMSTANCES WHERE SUCH PERSON, OR PERSONS, DID NOT EXERCISE CONTROL IMMEDIATELY PRIOR TO SUCH EVENT, OR SERIES OF EVENTS "SHARE SALE" MEANS THE SALE OR THE DISPOSAL BY THE COMPANY OF ALL, OR SUBSTANTIALLY ALL, OF ITS BUSINESS AND ASSETS "ASSETS SALE" MEANS THE SALE, OR OTHER DISPOSAL, BY THE COMPANY OF ALL, OR SUBSTANTIALLY ALL, OF ITS BUSINESS AND ASSETS "LISTING" MEANS A SUCCESSFUL APPLICATION BEING MADE IN RELATION TO ALL OR ANY OF THE SHARES FOR ADMISSION TO LISTING TO THE UK LISTING AUTHORITY AND ADMISSION TO TRADING ON THE LONDON STOCK EXCHANGE, OR AN ADMISSION TO TRADING ON THE ALTERNATIVE INVESTMENT MARKET (AIM), OR A SUCCESSFUL APPLICATION BEING MADE FOR QUOTATION ON A RECOGNISED INVESTMENT EXCHANGE (AS SUCH EXPRESSION IS DEFINED IN THE FINANCIAL SERVICES AND MARKETS ACT 2000) "PROCEEDS OF A RELEVANT TRANSACTION" MEANS THE CONSIDERATION RECEIVED IN THE RELEVANT TRANSACTION "THRESHOLD AMOUNT" MEANS £15,000,000

<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>5000</b>
		<i>Aggregate nominal value</i>	<b>0.5</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.0001</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE (EITHER IN PERSON OR BY PROXY) AT ALL GENERAL MEETINGS OF THE COMPANY, AND EACH SHARE CARRIES ONE VOTE PER "B" ORDINARY SHARE ON A SHOW OF HANDS AND ONE VOTE PER "B" ORDINARY SHARE ON A POLL. IN THE EVENT OF A RELEVANT TRANSACTION THE "B" SHARES CARRY A RIGHT TO SHARE IN THE PROCEEDS OF A RELEVANT TRANSACTION AS FOLLOWS (A) FIRST, THE HOLDERS OF THE "A" SHARES AND "B" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION UP TO BUT NOT EXCEEDING THE THRESHOLD AMOUNT, AND (B) SECOND, THE HOLDERS OF THE "A" SHARES, "B" SHARES AND "C" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION WHICH EXCEEDS THE THRESHOLD AMOUNT. ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF THE LIABILITIES SHALL BE APPLIED IN PAYING THE HOLDERS OF THE "A" SHARES AND "B" SHARES ANY AMOUNTS PAID UP OR CREDITED AS PAID UP ON THOSE SHARES TOGETHER WITH ANY ARREARS OR ACCRUALS OF DIVIDEND ATTACHING TO SUCH SHARES CALCULATED DOWN TO THE DATE OF RETURN OF CAPITAL

<b>Class of shares</b>	<b>ORDINARY C</b>	<i>Number allotted</i>	<b>22280</b>
		<i>Aggregate nominal value</i>	<b>2.228</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.2</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

NO RIGHT TO RECIEVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETINGS OF THE COMPANY IN THE EVENT OF A RELEVANT TRANSACTION THE "C" SHARES CARRY A RIGHT TO SHARE IN THE PROCEEDS OF A RELEVANT TRANSACTION AS FOLLOWS (A) FIRST, THE HOLDERS OF THE "A" SHARES AND "B" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION UP TO BUT NOT EXCEEDING THE THRESHOLD AMOUNT, AND (B) SECOND, THE HOLDERS OF THE "A" SHARES, "B" SHARES AND "C" SHARES, SHALL BE PAID PRO RATA TO THEIR HOLDINGS OF SUCH SHARES, THE AMOUNT OF THE PROCEEDS OF A RELEVANT TRANSACTION WHICH EXCEEDS THE THRESHOLD AMOUNT.

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## Statement of Capital (Totals)

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>107280</b>
		<i>Total aggregate nominal value</i>	<b>10.728</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 11/09/2013 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for the company are shown below*

<i>Shareholding 1 Name:</i>	<b>: 5000 ORDINARY B shares held as at the date of this return MARTIN IVO LARGE</b>
<i>Shareholding 2 Name:</i>	<b>: 8500 ORDINARY A shares held as at the date of this return CAROL ANN STELJES</b>
<i>Shareholding 3 Name:</i>	<b>: 71500 ORDINARY A shares held as at the date of this return NIGEL FREDERICK STELJES</b>
<i>Shareholding 4 Name:</i>	<b>: 6300 ORDINARY C shares held as at the date of this return MARTINE LESLEY DODWELL-BENNETT</b>
<i>Shareholding 5 Name:</i>	<b>: 6300 ORDINARY C shares held as at the date of this return IAN GOODHIND</b>
<i>Shareholding 6 Name:</i>	<b>: 6300 ORDINARY C shares held as at the date of this return MARTIN IVO LARGE</b>
<i>Shareholding 7 Name:</i>	<b>: 500 ORDINARY C shares held as at the date of this return NIGEL PECK</b>
<i>Shareholding 8 Name:</i>	<b>: 2380 ORDINARY C shares held as at the date of this return EVA RINGER</b>
<i>Shareholding 9 Name:</i>	<b>: 500 ORDINARY C shares held as at the date of this return SHELLEY KATHRYN SUGDEN</b>

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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