



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **BG GROUP LIMITED**

Company Number: **03690065**



Received for filing in Electronic Format on the: **17/06/2022**

XB6CX2PC

Company Name: **BG GROUP LIMITED**

Company Number: **03690065**

Confirmation **01/06/2022**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	£, 0.10,	Number allotted	1
	DIVIDEND	Aggregate nominal value:	0.1
	ACCESS		
	(NON-		
	VOTING)		

Currency: **GBP**

Prescribed particulars

A) THE HOLDER DIVIDEND ACCESS SHARE WILL NOT BE ENTITLED TO RECEIVE NOTICE OF OR ATTEND OR SPEAK OR VOTE (WHETHER ON SHOW OF HANDS OR ON A POLL) AT GENERAL MEETINGS OF THE COMPANY OR AT ANY MEETING OF ANY CLASS OF SHAREHOLDERS OF THE COMPANY. B) SUBJECT TO THE ARTICLES THE HOLDER OF THE DIVIDEND ACCESS SHARE WILL BE ENTITLED TO RECEIVE, BY WAY OF DIVIDEND SUCH PROFITS OF THE COMPANY AS THE DIRECTORS MAY IN THEIR ABSOLUTE DISCRETION RESOLVE UNDER THE ARTICLES TO BE DISTRIBUTED BY WAY OF DIVIDEND ON THE DIVIDEND ACCESS SHARE.Z C) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS SHAREHOLDERS ON A WINDING UP THE HOLDER OF THE DIVIDEND ACCESS SHARE WILL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE AGGREGATE OF THE CAPITAL PAID UP OR CREDITED AS PAID UP ON THE DIVIDEND ACCESS SHARE. AS REGARDS SUCH RIGHT, THE DIVIDEND ACCESS SHARE SHALL RANK IN PRIORITY TO THE ORDINARY SHARES. D) THE DIVIDEND ACCESS SHARE WILL NOT BE REDEEMED OTHERWISE THAN OUT OF DISTRIBUTABLE PROFITS OF THE PROCEEDS OF A FRESH ISSUE OF SHARES MADE FOR THE PURPOSES OF THE REDEMPTION OR OUT OF CAPITAL TO THE EXTENT PERMITTED BY THE 2006 ACT.

Class of Shares:	£, 0.10,	Number allotted	3422344124
	ORDINARY	Aggregate nominal value:	342234412.4

Currency: **GBP**

Prescribed particulars

A) SHARES RANK EQUALLY FOR VOTING PURPOSES. EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	£, 0.10,	Number allotted	1
	£0.10	Aggregate nominal value:	0.1

DIVIDEND

ACCESS

Currency: **GBP**

Prescribed particulars

A) THE DIVIDEND ACCESS SHARE SHALL HAVE THE FOLLOWING RIGHTS AND RESTRICTIONS: (1)(A) ON A DISTRIBUTION OF ASSETS OF THE COMPANY AMONG ITS SHAREHOLDERS ON A WINDING UP, THE HOLDER OF THE DIVIDEND ACCESS SHARE WILL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE AGGREGATE OF THE CAPITAL PAID UP OR CREDITED AS PAID UP ON THE DIVIDEND ACCESS SHARE. AS REGARDS SUCH RIGHT, THE DIVIDEND ACCESS SHARE SHALL RANK IN PRIORITY TO THE ORDINARY SHARES. (B) SUBJECT TO THE ARTICLES, THE HOLDER OF THE DIVIDEND ACCESS SHARE WILL BE ENTITLED TO RECEIVE, BY WAY OF DIVIDEND, SUCH PROFITS OF THE COMPANY AS THE DIRECTORS MAY, IN THEIR ABSOLUTE DISCRETION, RESOLVE UNDER THE ARTICLES TO BE DISTRIBUTED BY WAY OF DIVIDEND ON THE DIVIDEND ACCESS SHARE. (C) THE HOLDER OF THE DIVIDEND ACCESS SHARE WILL NOT BE ENTITLED TO RECEIVE NOTICE OF OR ATTEND OR SPEAK OR VOTE (WHETHER ON A SHOW OF HANDS OR ON A POLL) AT GENERAL MEETINGS OF THE COMPANY OR AT ANY MEETING OF ANY CLASS OF SHAREHOLDERS OF THE COMPANY. (D) SUBJECT TO THE 2006 ACT, THE COMPANY WILL HAVE THE RIGHT AT ANY TIME TO REDEEM THE DIVIDEND ACCESS SHARE (PROVIDED THAT IT IS CREDITED AS FULLY PAID) AT A PRICE EQUAL TO ITS NOMINAL VALUE (TO BE PAID ON SUCH DATE AS THE DIRECTORS SHALL SELECT AS THE DATE OF REDEMPTION) WITHOUT THE REQUIREMENT TO GIVE NOTICE TO THE HOLDER OF THE DIVIDEND ACCESS SHARE. IF THE HOLDER OF THE DIVIDEND ACCESS SHARE FAILS OR REFUSES TO SURRENDER THE SHARE CERTIFICATE OR INDEMNITY FOR SUCH DIVIDEND ACCESS SHARE (OR FAILS OR REFUSES TO ACCEPT THE REDEMPTION MONEY PAYABLE IN RESPECT OF IT), THE COMPANY WILL PAY THE REDEMPTION MONEY TO A NOMINEE FOR THE HOLDER OF THE DIVIDEND ACCESS SHARE APPOINTED BY ROYAL DUTCH SHELL BUT, NEVERTHELESS, THE DIVIDEND ACCESS SHARE WILL BE REDEEMED AND CANCELLED BY THE COMPANY AND THE COMPANY WILL HAVE NO FURTHER OBLIGATION WHATSOEVER TO THE HOLDER OF THE DIVIDEND ACCESS SHARE. (E) THE DIVIDEND ACCESS SHARE WILL NOT BE REDEEMED OTHERWISE THAN OUT OF DISTRIBUTABLE PROFITS OR THE PROCEEDS OF A FRESH ISSUE OF SHARES MADE FOR THE PURPOSES OF THE REDEMPTION OR OUT OF CAPITAL TO THE EXTENT PERMITTED BY THE 2006 ACT. (F) THE DIVIDEND ACCESS SHARE WILL NOT BE TRANSFERABLE EXCEPT WITH THE PRIOR WRITTEN APPROVAL OF ROYAL DUTCH SHELL. (2) THE RIGHTS ATTACHED TO THE DIVIDEND ACCESS SHARE CAN BE VARIED IF THIS IS APPROVED EITHER IN WRITING BY SHAREHOLDERS HOLDING AT LEAST THREE-QUARTERS OF THE ISSUED ORDINARY SHARES OF THE COMPANY BY AMOUNT (EXCLUDING ANY ORDINARY SHARES HELD AS TREASURY SHARES) OR BY A SPECIAL RESOLUTION PASSED AT A SEPARATE GENERAL MEETING OF THE HOLDERS

OF ORDINARY SHARES AND, FOR THE AVOIDANCE OF DOUBT, ANY VARIATION TO THE RIGHTS ATTACHED TO THE DIVIDEND ACCESS SHARE SO APPROVED SHALL NOT REQUIRE THE APPROVAL OF THE HOLDER OF THE DIVIDEND ACCESS SHARE. (3) NO DIVIDEND SHALL BE DECLARED OR RESOLVED TO BE PAID ON THE DIVIDEND ACCESS SHARE OTHER THAN IN RESPECT OF ANY PERIOD WHERE A DIVIDEND HAS BEEN DECLARED OR RESOLVED TO BE PAID BY ROYAL DUTCH SHELL ON THE ROYAL DUTCH SHELL ?B? SHARES.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	3422344126
		Total aggregate nominal value:	342234412.6
		Total aggregate amount	0
		unpaid:	

Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1: **1 £, 0.10, DIVIDEND ACCESS (NON-VOTING) shares held as at the date of this confirmation statement**

Name: **COMPUTERSHARE TRUSTEE (JERSEY) LIMITED**

Shareholding 2: **1 £, 0.10, £0.10 DIVIDEND ACCESS shares held as at the date of this confirmation statement**

Name: **COMPUTERSHARE TRUSTEES (JERSEY) LIMITED**

Shareholding 3: **3422344124 £, 0.10, ORDINARY shares held as at the date of this confirmation statement**

Name: **SHELL PETROLEUM N.V.**

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



Companies House

COMPANY NAME: BG GROUP LIMITED

COMPANY NUMBER: 03690065

A second filed CS01 (statement of capital and shareholders information) was registered on 17/07/2023