



Companies House
— for the record —

AR01 (ef)

Annual Return



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X1KU23EX

Company Name: **Comptel Communications Holdings Limited**

Company Number: **03997349**

Date of this return: **10/10/2012**

SIC codes: **70100**
58290

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

Situation of Registered Office: **ONE FORBURY SQUARE THE FORBURY
READING
BERKSHIRE
UNITED KINGDOM
RG1 3EB**

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

OAKWOOD CORPORATE SERVICES LIMITED WEBBER HOUSE
26-28 MARKET STREET
ALTRINCHAM
CHESHIRE
UNITED KINGDOM
WA14 1PF

The following records have moved to the single alternative inspection location:

Register of members (section 114)
Register of directors (section 162)
Register of secretaries (section 275)
Records of resolutions and meetings (section 358)

Officers of the company

Company Secretary 1

Type: **Corporate**

Name: **OAKWOOD CORPORATE SECRETARY LIMITED**

*Registered or
principal address:* **WEBBER HOUSE 26-28 MARKET STREET
ALTRINCHAM
CHESHIRE
UNITED KINGDOM
WA14 1PF**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**

Registration Number: **7038430**

Company Director ***I***

Type: **Person**

Full forename(s): **SAMI KIMMO JOHANNES**

Surname: **AHONEN**

Former names:

Service Address: **KIRVUNTIE 39
ESPOO
FINLAND
02140**

Country/State Usually Resident: **FINLAND**

Date of Birth: **13/07/1971** *Nationality:* **FINNISH**

Occupation: **SENIOR VICE PRESIDENT,
LEGAL AND M&A**

Company Director 2

Type: **Person**
Full forename(s): **ANTTI AKSELI**

Surname: **KOSKELA**

Former names:

Service Address: **SALMISAARENAUKIO 1
HELSINKI
FINLAND
00180**

Country/State Usually Resident: **FINLAND**

Date of Birth: **02/03/1971** *Nationality:* **FINNISH**

Occupation: **SENIOR VICE PRESIDENT,
PRODUCTS AND SOLUTIONS**

Company Director **3**

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

Surname: **OSBORNE**

Former names:

Service Address: **92 STANSTEAD ROAD
CATERHAM
SURREY
UNITED KINGDOM
CR3 6AB**

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

Date of Birth: **06/12/1968** *Nationality:* **BRITISH**
Occupation: **VICE PRESIDENT, PRODUCTS
AND SOLUTIONS**

Statement of Capital (Share Capital)

Class of shares	C PREFERRED	<i>Number allotted</i>	8081806
		<i>Aggregate nominal value</i>	80818.06
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.7233
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE C PREFERRED SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.

Class of shares	E	<i>Number allotted</i>	7258399
		<i>Aggregate nominal value</i>	72583.99
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THOSE HOLDING AT LEAST 75% OF THE ORDINARY SHARES OR E SHARES HELD BY, OR UNDER OPTION WHETHER VESTED AND EXERCISABLE OR NOT TO DIRECTORS (OTHER THAN INVESTOR DIRECTORS) ARE ENTITLED TO APPOINT A DIRECTOR (OTHER THAN AN INVESTOR DIRECTOR) WHO IS AN ORDINARY SHAREHOLDER, AN E SHAREHOLDER OR AN OPTIONHOLDER AS AN ORDINARY SHAREHOLDER REPRESENTATIVE. THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND GENERAL MEETINGS OF THE COMPANY AND SHALL BE ENTITLED TO VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS, THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE AND ON A POLL THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE HELD BY THOSE SHAREHOLDERS WHO APPOINTED HIM. SUBJECT TO THE ABOVE, THE E SHAREHOLDER SHALL HAVE NO ENTITLEMENT TO RECEIVE NOTICE OF OR TO ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY.

Class of shares	GEO PREFERRED 1P	<i>Number allotted</i>	17745000
		<i>Aggregate nominal value</i>	177450
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.7233
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE GEO PREFERRED SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.

Class of shares	HG ORDINARY 1P	<i>Number allotted</i>	2258000
		<i>Aggregate nominal value</i>	22580
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.88
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HG ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.

Class of shares	HG PREFERRED 1P	<i>Number allotted</i>	9954376
		<i>Aggregate nominal value</i>	99543.76
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.7233
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HG PREFERRED SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.

Class of shares	ORDINARY	<i>Number allotted</i>	18125
		<i>Aggregate nominal value</i>	181.25
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THOSE HOLDING AT LEAST 75% OF THE ORDINARY SHARES OR E SHARES HELD BY, OR UNDER OPTION WHETHER VESTED AND EXERCISABLE OR NOT TO, DIRECTORS (OTHER THAN INVESTOR DIRECTORS) ARE ENTITLED TO APPOINT A DIRECTOR (OTHER THAN AN INVESTOR DIRECTOR) WHO IS AN ORDINARY SHAREHOLDER, AN E SHAREHOLDER OR AN OPTIONHOLDER AS AN ORDINARY SHAREHOLDER REPRESENTATIVE. THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND GENERAL MEETINGS OF THE COMPANY AND SHALL BE ENTITLED TO VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS, THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE AND ON A POLL THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE HELD BY THOSE SHAREHOLDERS WHO APPOINTED HIM. SAVE AS SET OUT ABOVE, THE ORDINARY SHAREHOLDERS SHALL HAVE NO ENTITLEMENT TO RECEIVE NOTICE OF OR TO ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY.

Class of shares	ORDINARY	<i>Number allotted</i>	2171160
		<i>Aggregate nominal value</i>	21711.6
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.88
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THOSE HOLDING AT LEAST 75% OF THE ORDINARY SHARES OR E SHARES HELD BY, OR UNDER OPTION WHETHER VESTED AND EXERCISABLE OR NOT TO, DIRECTORS (OTHER THAN INVESTOR DIRECTORS) ARE ENTITLED TO APPOINT A DIRECTOR (OTHER THAN AN INVESTOR DIRECTOR) WHO IS AN ORDINARY SHAREHOLDER, AN E SHAREHOLDER OR AN OPTIONHOLDER AS AN ORDINARY SHAREHOLDER REPRESENTATIVE. THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND GENERAL MEETINGS OF THE COMPANY AND SHALL BE ENTITLED TO VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS, THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE AND ON A POLL THE ORDINARY SHAREHOLDER REPRESENTATIVE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE HELD BY THOSE SHAREHOLDERS WHO APPOINTED HIM. SAVE AS SET OUT ABOVE, THE ORDINARY SHAREHOLDERS SHALL HAVE NO ENTITLEMENT TO RECEIVE NOTICE OF OR TO ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY.

Class of shares	T ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	0.01
<i>Currency</i>	GBP	<i>Amount paid per share</i>	6560000
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE T ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	47486867
		<i>Total aggregate nominal value</i>	474868.67

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 10/10/2012 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</i>	: 8081806 C PREFERRED shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 2</i>	: 7258399 E shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 3</i>	: 17745000 GEO PREFERRED 1P shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 4</i>	: 2258000 HG ORDINARY 1P shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 5</i>	: 9954376 HG PREFERRED 1P shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 6</i>	: 2189285 ORDINARY shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION
<i>Shareholding 7</i>	: 1 T ORDINARY shares held as at the date of this return
<i>Name:</i>	COMPTEL CORPORATION

Authorisation

Authenticated

This form was authorised by one of the following:

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