



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



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**X15KYQUO**

*Company Name:* **VOLVOX GROUP LIMITED**

*Company Number:* **05394180**

*Date of this return:* **16/03/2012**

*SIC codes:* **70100**

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

*Situation of Registered Office:* **VOLVOX HOUSE GELDERD ROAD  
LEEDS  
WEST YORKSHIRE  
LS12 6NA**

**Officers of the company**

*Company Director*    **1**

*Type:*                                **Person**

*Full forename(s):*                **MR JOHN MADDISON**

*Surname:*                         **HALL**

*Former names:*

*Service Address recorded as Company's registered office*

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

*Date of Birth:*    **12/11/1947**

*Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **MR IAN ANTHONY**

*Surname:* **POLLITT**

*Former names:*

*Service Address:* **VOLVOX HOUSE GELDERD ROAD  
LEEDS  
WEST YORKSHIRE  
UNITED KINGDOM  
LS12 6NA**

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

*Date of Birth:* **29/07/1959** *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>200000</b>
		<i>Aggregate nominal value</i>	<b>200000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

(A) VOTING RIGHTS - THE 'A' ORDINARY SHARES HAVE 49% OF THE VOTING RIGHTS ATTACHING TO ALL THE ISSUED 'A','B' AND 'C' ORDINARY SHARES AND SUCH PERCENTAGE CAN UNDER CERTAIN CIRCUMSTANCES INCREASE TO 95%. THE 'C' ORDINARY SHAREHOLDERS DO NOT HAVE THE RIGHT TO VOTE AT GENERAL MEETINGS. (B) ALL SHARES ISSUED RANK EQUALLY IN ALL APPROVED DIVIDEND DISTRIBUTIONS. (C) (I) ON A RETURN OF CAPITAL OF THE COMPANY ON A LIQUIDATION OF OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES) THE SURPLUS ASSETS AND RETAINED PROFITS OF THE COMPANY WILL BE APPLIED IN THE FOLLOWING ORDER: PRIORITY CLASS AMOUNT TO BE PAID 1 A??AA?? ORDINARY SHARES PAID UP CAPITAL 2 A??BA?? ORDINARY SHARES PAID UP CAPITAL 3 A??CA?? ORDINARY SHARES PAID UP CAPITAL 4 A??AA??, A??BA??, A??CA?? ORDINARY SHARES ANY SURPLUS TO BE PAID IN THE FOLLOWING PROPORTIONS 'A','B' AND 'C' ORDINARY SHARES, 58%, 33% AND 9% RESPECTIVELY, PRO RATA TO THEIR RESPECTIVE HOLDINGS IN EACH CLASS. (II) ON A SHARE SALE OR SHARE LISTING THE PROCEEDS WILL BE DISTRIBUTED IN THE FOLLOWING PROPORTIONS 'A','B' AND 'C' ORDINARY SHARES, 58%, 33% AND 9% RESPECTIVELY, PRO RATA TO THEIR RESPECTIVE HOLDINGS IN EACH CLASS. (D) ALL SHARES ISSUED ARE NON-REDEEMABLE. FULL DETAILS ARE IN THE ARTICLES OF ASSOCIATION HELD AT THE COMPANYA??S REGISTERED OFFICE AND FILED AT COMPANIES HOUSE

Class of shares	ORDINARY B	Number allotted	204286
		Aggregate nominal value	204286
Currency	GBP	Amount paid per share	1
		Amount unpaid per share	0

*Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY C</b>	<i>Number allotted</i>	<b>55714</b>
		<i>Aggregate nominal value</i>	<b>55714</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

(A) VOTING RIGHTS - THE 'A' ORDINARY SHARES HAVE 49% OF THE VOTING RIGHTS ATTACHING TO ALL THE ISSUED 'A','B' AND 'C' ORDINARY SHARES AND SUCH PERCENTAGE CAN UNDER CERTAIN CIRCUMSTANCES INCREASE TO 95%. THE 'C' ORDINARY SHAREHOLDERS DO NOT HAVE THE RIGHT TO VOTE AT GENERAL MEETINGS. (B) ALL SHARES ISSUED RANK EQUALLY IN ALL APPROVED DIVIDEND DISTRIBUTIONS. (C) (I) ON A RETURN OF CAPITAL OF THE COMPANY ON A LIQUIDATION OF OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES) THE SURPLUS ASSETS AND RETAINED PROFITS OF THE COMPANY WILL BE APPLIED IN THE FOLLOWING ORDER: PRIORITY CLASS AMOUNT TO BE PAID 1 A??AA?? ORDINARY SHARES PAID UP CAPITAL 2 A??BA?? ORDINARY SHARES PAID UP CAPITAL 3 A??CA?? ORDINARY SHARES PAID UP CAPITAL 4 A??AA??, A??BA??, A??CA?? ORDINARY SHARES ANY SURPLUS TO BE PAID IN THE FOLLOWING PROPORTIONS 'A','B' AND 'C' ORDINARY SHARES, 58%, 33% AND 9% RESPECTIVELY, PRO RATA TO THEIR RESPECTIVE HOLDINGS IN EACH CLASS. (II) ON A SHARE SALE OR SHARE LISTING THE PROCEEDS WILL BE DISTRIBUTED IN THE FOLLOWING PROPORTIONS 'A','B' AND 'C' ORDINARY SHARES, 58%, 33% AND 9% RESPECTIVELY, PRO RATA TO THEIR RESPECTIVE HOLDINGS IN EACH CLASS. (D) ALL SHARES ISSUED ARE NON-REDEEMABLE. FULL DETAILS ARE IN THE ARTICLES OF ASSOCIATION HELD AT THE COMPANYA??S REGISTERED OFFICE AND FILED AT COMPANIES HOUSE

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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>460000</b>
		<i>Total aggregate nominal value</i>	<b>460000</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 16/03/2012 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*

*Shareholding 1* : 0 ORDINARY C shares held as at the date of this return  
7752 shares transferred on 2011-11-04

*Name:* IAN ANTHONY POLLITT

*Name:* DEIRDRE POLLITT

*Shareholding 2* : 0 ORDINARY C shares held as at the date of this return  
2154 shares transferred on 2011-11-04

*Name:* MARTYN BRUNGER

*Name:* PAMELA BRUNGER

*Shareholding 3* : 0 ORDINARY C shares held as at the date of this return  
2153 shares transferred on 2011-11-04

*Name:* NICK CAMERON

*Shareholding 4* : 0 ORDINARY B shares held as at the date of this return  
123463 shares transferred on 2011-11-04

347 shares transferred on 2011-11-04

*Name:* JOHN MADDISON HALL

*Name:* DOROTHY HALL

*Shareholding 5* : 0 ORDINARY C shares held as at the date of this return  
10847 shares transferred on 2011-11-04

*Name:* JERZY FRANCISZEK SKALSKI

*Name:* JANET SKALSKI

*Shareholding 6* : 0 ORDINARY B shares held as at the date of this return  
61905 shares transferred on 2011-11-04

*Name:* ANTHONY FREDERICK WELHAM

*Name:* SUSAN WELHAM

*Shareholding 7* : 0 ORDINARY C shares held as at the date of this return  
10847 shares transferred on 2011-11-04

*Name:* PETER HARDING

*Name:* CAROLINE HARDING

*Shareholding 8* : 0 ORDINARY B shares held as at the date of this return  
18571 shares transferred on 2011-11-04

*Name:* KEITH PACEY

*Shareholding 9* : 0 ORDINARY C shares held as at the date of this return  
15502 shares transferred on 2011-11-04

*Name:* WILLIAM ANTHONY PRICE

*Name:* CHRISTINE PRICE

*Shareholding 10* : 0 ORDINARY A shares held as at the date of this return  
172850 shares transferred on 2011-11-04

*Name:* LLOYDS TSB DEVELOPMENT CAPITAL LIMITED

*Shareholding 11* : 0 ORDINARY C shares held as at the date of this return  
6459 shares transferred on 2011-11-04

*Name:* DOROTHY ROSE HELLEWELL

*Name:* DAVID HELLEWELL

*Shareholding 12* : 0 ORDINARY A shares held as at the date of this return  
7944 shares transferred on 2011-11-04

*Name:* KEITH PACEY

*Shareholding 13* : 0 ORDINARY A shares held as at the date of this return  
19206 shares transferred on 2011-11-04

*Name:* LLOYDS TSB VENTURES NOMINEES LIMITED ACTING AS NOMINEE FORLDC CO-INVESTMENT PLAN 2005

*Shareholding 14* : 200000 ORDINARY A shares held as at the date of this return

*Name:* VENUS BIDCO LIMITED

*Shareholding 15* : 204286 ORDINARY B shares held as at the date of this return

*Name:* VENUS BIDCO LIMITED

*Shareholding 16* : 55714 ORDINARY C shares held as at the date of this return

*Name:* VENUS BIDCO 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.