

# **AR01** (ef)

# **Annual Return**



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Company Name: RYDON HOLDINGS LTD

Company Number: 05556300

Date of this return: 07/09/2011

SIC codes: 7415

Company Type: Private company limited by shares

Situation of Registered

Office:

RYDON HOUSE FOREST ROW EAST SUSSEX UNITED KINGDOM

**RH18 5DW** 

Officers of the company

Company Secretary	1
Type:	Person
Full forename(s):	PAUL TIMOTHY
Surname:	WRIGHT
Former names:	
Service Address:	RYDON HOUSE FOREST ROW EAST SUSSEX UNITED KINGDOM RH18 5DW

Company Director	1		
Type: Full forename(s):	Person MR ROBERT		
Surname:	BOND		
Former names:			
Service Address:	RYDON HOUSE FOREST ROW EAST SUSSEX UNITED KINGDOM RH18 5DW		
Country/State Usually Resident: UNITED KINGDOM			
Date of Birth: 16/10/1956 Occupation: DIRECTOR	Nationality: BRITISH		

Company Director	2
Type:	Person
Full forename(s):	MR JOHN EDWARD
Surname:	KITCHIN
Former names:	
Service Address:	RYDON HOUSE FOREST ROW
	EAST SUSSEX
	UNITED KINGDOM RH18 5DW
C	
Country/State Usually Re	esident: UNITED KINGDOM
Date of Birth: 12/11/1952	Nationality: BRITISH
Occupation: DIRECTOR	₹

Company Director	3		
Type:	Person		
Full forename(s):	MR NICHOLAS		
Surname:	PANES		
Former names:			
Service Address:	RYDON HOUSE FOREST ROW UNITED KINGDOM		
	RH18 5DW		
Country/State Usually Resident: UNITED KINGDOM			
Date of Birth: 04/12/1949 Nationality: BRITISH			
Occupation: NON EXEC	UTIVE DIRECTOR		

Company Director 4

Type: Person

Full forename(s): PAUL TIMOTHY

Surname: WRIGHT

Former names:

Service Address: RYDON HOUSE

FOREST ROW EAST SUSSEX

UNITED KINGDOM

**RH18 5DW** 

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 28/03/1957 Nationality: BRITISH

Occupation: NONE SUPPLIED

# Statement of Capital (Share Capital)

Class of shares	A ORDINARY SHARES	Number allotted	25775
Currency	GBP	Aggregate nominal value	2577.5
		Amount paid per share	2.88
		Amount unpaid per share	U

#### Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares	A ORDINARY SHARES	Number allotted	88500
Courses	GBP	Aggregate nominal value	8850
Currency	GDF	Amount paid per share	2.5
		Amount unpaid per share	0

#### Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares Number allotted A ORDINARY SHARES 134623

> Aggregate nominal 13462.3

value

Currency **GBP** Amount paid per share 2.36

Amount unpaid per share

# Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares	A ORDINARY SHARES	Number allotted	25000
		Aggregate nominal	2500
Carrage	GBP	value	
Currency	GDL	Amount paid non chana	0.5

Amount paid per share

Amount unpaid per share

#### Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares A ORDINARY SHARES Number allotted 3085513

Aggregate nominal 308551.3

value

Currency GBP Amount paid per share 0.25

Amount unpaid per share 0

## Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares A ORDINARY SHARES Number allotted 336888

Aggregate nominal 33688.8

value

Currency GBP Amount paid per share 0.01

Amount unpaid per share 2.49

## Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares A ORDINARY SHARES Number allotted 13119

Aggregate nominal 1311.9

value

Currency GBP Amount paid per share 0.01

Amount unpaid per share 1.05

## Prescribed particulars

A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. A ORDINARY SHARES RANK PARI PASSU WITH B ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. WHILST THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND ATTEND, ALL GENERAL AND OTHER MEETINGS OF THE COMPANY, THEY SHALL NOT BE ENTITLED TO VOTE AT SUCH MEETING IN RESPECT OF THE A ORDINARY SHARES HELD BY THEM UNLESS THE BUSINES OF THE MEETING IS OR INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING-UP THE COMPANY OR A RESOLUTION FOR REDUCING THE COMPANY'S SHARE CAPTIAL OR A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE A ORDINARY SHARES IN WHICH CASE THE A ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO VOTE ONLY ON SUCH RESOLUTION.

Class of shares B ORDINARY SHARES Number allotted 3103443

Aggregate nominal 310344.3

value

Amount paid per share 0.25

Amount unpaid per share 0

#### Prescribed particulars

**GBP** 

Currency

B ORDINARY SHARES RANK PARI PASSU WITH A ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. B ORDINARY SHARES RANK PARI PASSU WITH A ORDINARY SHARES AND C ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. EXCEPT IN CIRCUMSTANCES WHERE THE A ORDINARY SHAREHOLDERS HAVE THE RIGHT TO VOTE IN ACCORDANCE WI TH THE ARTICLES, THE B SHARES AS A CLASS SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) CARRY THE RIGHT TO 80.01% OF THE TOTAL NUMBER OF VOTES CAST ON ANY RESOLUTION AND AS SUCH EACH B ORDINARY SHAREHOLDER SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) HAVE THE RIGHT TO SUCH PERCENTAGE OF THE TOTAL NUMBER OF VOTES CAST ON SUCH RESOLUTION AS RESULTS FROM THE FOLLOWING CALCULATION: (NUMBER OF B ORDINARY SHARES HELD BY B ORDINARY SHAREHOLDER / TOTAL NUMBER OF B ORDINARY SHARES CAST ON THE RESOLUTION) X 80.01% IN CIRCUMSTANCES WHERE THE A ORDINARY SHAREHOLDERS HAVE THE RIGHT TO VOTE IN ACCORDANCE WITH THE ARTICLES, THE B SHARES AND THE C SHARES (AS THOUGH THE SAME WERE ONE CLASS) SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) CARRY TOGETHER THE RIGHT TO 80.01% OF THE TOTAL VOTES CAST ON ANY RESOLUTION AND AS SUCH EACH B ORDINARY SHAREHOLDER AND C ORDINARY SHAREHOLDER SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) HAVE THE RIGHT TO SUCH PERCENTAGE OF THE NUMBER OF VOTES CAST ON SUCH RESOLUTION AS RESULTS FROM THE FOLLOWING CALCULATION: (NUMBER OF B ORDINARY SHARES AND C ORDINARY SHARES HELD BY SHAREHOLDER / TOTAL NUMBER OF B ORDINARY SHARES AND C ORDINARY SHARES CAST ON THE RESOLUTION) X 80.01%

Class of shares C ORDINARY SHARES Number allotted 3103440

Aggregate nominal 310344

value

Currency GBP Amount paid per share 0.25

Amount unpaid per share 0

### Prescribed particulars

C ORDINARY SHARES RANK PARI PASSU WITH A ORDINARY SHARES AND B ORDINARY SHARES AS REGARDS PAYMENT OF DIVIDENDS. C ORDINARY SHARES RANK PARI PASSU WITH A ORDINARY SHARES AND B ORDINARY SHARES AS REGARDS DISTRIBUTION OF ASSETS AND RETAINED PROFITS. IN CIRCUMSTANCES WHERE THE A ORDINARY SHAREHOLDERS HAVE THE RIGHT TO VOTE IN ACCORDANCE WITH THE ARTICLES, THE B SHARES AND THE C SHARES (AS THOUGH THE SAME WERE ONE CLASS) SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) CARRY TOGETHER THE RIGHT TO 80.01% OF THE TOTAL VOTES CAST ON ANY RESOLUTION AND AS SUCH EACH B ORDINARY SHAREHOLDER AND C ORDINARY SHAREHOLDER SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) HAVE THE RIGHT TO SUCH PERCENTAGE OF THE NUMBER OF VOTES CAST ON SUCH RESOLUTION AS RESULTS FROM THE FOLLOWING CALCULATION: (NUMBER OF B ORDINARY SHARES AND C ORDINARY SHARES HELD BY SHAREHOLDER / TOTAL NUMBER OF B ORDINARY SHARES AND C ORDINARY SHARES CAST ON THE RESOLUTION) X 80.01% THE C SHARES AS A CLASS SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) CARRY 19.99% OF THE TOTAL VOTES CAST ON ANY RESOLUTION AND AS SUCH EACH C ORDINARY SHAREHOLDER SHALL (WHETHER ON A SHOW OF HANDS OR A POLL) HAVE THE RIGHT TO CAST SUCH PERCENTAGE OF THE NUMBER OF VOTES CAST ON SUCH RESOLUTION AS RESULTS FROM THE FOLLOWING CALCULATION: (NUMBER OF C ORDINARY SHARES HELD BY C ORDINARY SHAREHOLDER / TOTAL NUMBER OF C ORDINARY SHARES CAST ON THE RESOLUTION) X 19.99%.

Statem	ent of Cap	pital (Totals)		
Currency	GBP		Total number of shares	9916301
			Total aggregate nominal value	991630.1

# Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 07/09/2011 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 : 13000 A ORDINARY SHARES shares held as at the date of this return

Name: MR PAUL BARBER

Shareholding 2 : 25000 A ORDINARY SHARES shares held as at the date of this return

Name: MR WARWICK BARNES

Shareholding 3 : 1000 A ORDINARY SHARES shares held as at the date of this return

Name: MR RICHARD BRUNT BECKWITH

Shareholding 4 : 5000 A ORDINARY SHARES shares held as at the date of this return

Name: MR STEPHEN BLAKE

Shareholding 5 : 150003 A ORDINARY SHARES shares held as at the date of this return

Name: MR ROBERT BOND

Shareholding 6 : 15000 A ORDINARY SHARES shares held as at the date of this return

Name: MR TIMOTHY EDWARDS

Shareholding 7 : 0 A ORDINARY SHARES shares held as at the date of this return

5000 shares transferred on 2010-11-14

Name: MS NATALIE FLINT

Shareholding 8 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MR PETER HANCE

Shareholding 9 : 10000 A ORDINARY SHARES shares held as at the date of this return

Name: MR GUY HANNELL

Shareholding 10 : 45000 A ORDINARY SHARES shares held as at the date of this return

Name: MR DAVID HAY

Shareholding 11 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MR JEFF HENTON

Shareholding 12 : 100000 A ORDINARY SHARES shares held as at the date of this return

Name: MRS ANNE HALL

Shareholding 13 : 25000 A ORDINARY SHARES shares held as at the date of this return

Name: MRS AILEEN IVANEC

Shareholding 14 : 100000 A ORDINARY SHARES shares held as at the date of this return

Name: MR STEPHEN JOHN JAMESON

Shareholding 15 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MIKE JONES

Shareholding 16 : 823013 A ORDINARY SHARES shares held as at the date of this return

Name: JTC TRUSTEES LIMITED

Shareholding 17 : 116669 A ORDINARY SHARES shares held as at the date of this return

Name: MR JOHN EDWARD KITCHIN

Shareholding 18 : 0 A ORDINARY SHARES shares held as at the date of this return

**35373** shares transferred on **2011-07-12** 

Name: TSB LLOYDS TSB OFFSHORE TRUST COMPANY

Shareholding 19 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MR MARK MITCHENER

Shareholding 20 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MR SIMON MOORE

Shareholding 21 : 2500 A ORDINARY SHARES shares held as at the date of this return

Name: MR JASON NEWBOLD

Shareholding 22 : 15000 A ORDINARY SHARES shares held as at the date of this return

Name: MRS DONNA NEWELL

Shareholding 23 : 100000 A ORDINARY SHARES shares held as at the date of this return

Name: MR NICHOLAS PANES

Shareholding 24 : 0 A ORDINARY SHARES shares held as at the date of this return

290000 shares transferred on 2011-07-15

Name: MR JEREMY PASSMORE / EDWARD FARDELL

Shareholding 25 : 0 A ORDINARY SHARES shares held as at the date of this return

Name: MALCOLM JOHN POLLARD

Shareholding 26 : 3750 A ORDINARY SHARES shares held as at the date of this return

Name: MR TOM RIGBY

Shareholding 27 : 15000 A ORDINARY SHARES shares held as at the date of this return

Name: MR PETER ROBERTSON

Shareholding 28 : 5000 A ORDINARY SHARES shares held as at the date of this return

Name: MR ANDREW SHARP

Shareholding 29 : 310000 A ORDINARY SHARES shares held as at the date of this return

Name: MR PETER CHRISTOPHER STEVENS

Shareholding 3() : 181148 A ORDINARY SHARES shares held as at the date of this return

Name: EES TRUSTEES INTERNATIONAL LTD

Shareholding 3.7 : 5000 A ORDINARY SHARES shares held as at the date of this return

Name: MR MARK UNSWORTH

Shareholding 32 : 10000 A ORDINARY SHARES shares held as at the date of this return

Name: MR IAN WATKINSON

Shareholding 33 : 0 A ORDINARY SHARES shares held as at the date of this return

Name: MR ALAN WATSON

Shareholding 34 : 83335 A ORDINARY SHARES shares held as at the date of this return

Name: PAUL TIMOTHY WRIGHT

Shareholding 35 : 1294333 B ORDINARY SHARES shares held as at the date of this return

Name: MR ROBERT BOND

Shareholding 36 : 1034481 B ORDINARY SHARES shares held as at the date of this return

Name: MR JOHN EDWARD KITCHIN

Shareholding 37 : 774629 B ORDINARY SHARES shares held as at the date of this return

Name: PAUL TIMOTHY WRIGHT

Shareholding 38 : 3103439 C ORDINARY SHARES shares held as at the date of this return

Name: CAVENDISH SQUARE PARTNERS (GENERAL PARTNERS) LTD

Shareholding 39 : 1 C ORDINARY SHARES shares held as at the date of this return

Name: BOSIF INVESTMENTS 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.