



Companies House
— for the record —

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **26/10/2010**

Company Name: **RYDON HOLDINGS LTD**

Company Number: **05556300**

Date of this return: **07/09/2010**

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: **83 JANES LANE
BURGESS HILL
WEST SUSSEX
UNITED KINGDOM
RH15 0QP**

Company Director ***I***

Type: **Person**
Full forename(s): **MR ROBERT**

Surname: **BOND**

Former names:

Service Address: **TANGLEWOOD SUNNYDALE
FARNBOROUGH PARK
ORPINGTON
KENT
UNITED KINGDOM
BR6 8LZ**

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

Date of Birth: **16/10/1956** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **MR JOHN EDWARD**

Surname: **KITCHIN**

Former names:

Service Address: **WESTBURY OLD LANE
ST JOHNS
CROWBOROUGH
EAST SUSSEX
UNITED KINGDOM
TN6 1RX**

Country/State Usually Resident: **CROWBOROUGH, 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: **THE LAURELS 4 HOOK HILL
SANDERSTEAD
SURREY
UNITED KINGDOM
CR2 0LA**

Country/State Usually Resident: **SANDERSTEAD**

Date of Birth: **04/12/1949** *Nationality:* **BRITISH**

Occupation: **NON EXECUTIVE DIRECTOR**

Company Director 4

Type: **Person**
Full forename(s): **PAUL TIMOTHY**

Surname: **WRIGHT**

Former names:

Service Address: **83 JANES LANE
BURGESS HILL
WEST SUSSEX
UNITED KINGDOM
RH15 0QP**

Country/State Usually Resident: **BURGESS HILL, UNITED KINGDOM**

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

Occupation: **FINANCE DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	25775
		<i>Aggregate nominal value</i>	2577.5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2.88
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	88500
		<i>Aggregate nominal value</i>	8850
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2.5
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	134623
		<i>Aggregate nominal value</i>	13462.3
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2.36
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	25000
		<i>Aggregate nominal value</i>	2500
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	3085513
		<i>Aggregate nominal value</i>	308551.3
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	336888
		<i>Aggregate nominal value</i>	33688.8
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	13119
		<i>Aggregate nominal value</i>	1311.9
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	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	<i>Number allotted</i>	3103443
		<i>Aggregate nominal value</i>	310344.3
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	0

Prescribed particulars

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 WITH 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	<i>Number allotted</i>	3103440
		<i>Aggregate nominal value</i>	310344
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	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%.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	9916301
		<i>Total aggregate nominal value</i>	991630.1

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 07/09/2010 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 held as at 2010-09-07
Name: MR PAUL BARBER

Shareholding 2 : 25000 A ORDINARY shares held as at 2010-09-07
Name: MR WARWICK BARNES

Shareholding 3 : 1000 A ORDINARY shares held as at 2010-09-07
Name: MR RICHARD BRUNT BECKWITH

Shareholding 4 : 150003 A ORDINARY shares held as at 2010-09-07
 4488 shares transferred on 2009-09-29
Name: MR ROBERT BOND

Shareholding 5 : 0 A ORDINARY shares held as at 2010-09-07
Name: MRS TINA BOND

Shareholding 6 : 0 A ORDINARY shares held as at 2010-09-07
Name: MR NIGEL DODDS

Shareholding 7 : 10000 A ORDINARY shares held as at 2010-09-07
Name: MS NATALIE FLINT

Shareholding 8 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MR PETER HANCE

Shareholding 9 : 10000 A ORDINARY shares held as at 2010-09-07
Name: MR GUY HANNELL

Shareholding 10 : 45000 A ORDINARY shares held as at 2010-09-07
Name: MR DAVID HAY

Shareholding 11 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MR JEFF HENTON

Shareholding 12 : 100000 A ORDINARY shares held as at 2010-09-07
Name: MRS ANNE HALL

Shareholding 13 : 25000 A ORDINARY shares held as at 2010-09-07
Name: MRS AILEEN IVANEC

Shareholding 14 : 100000 A ORDINARY shares held as at 2010-09-07
Name: MR STEPHEN JOHN JAMESON

Shareholding 15 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MIKE JONES

Shareholding 16 : 448013 A ORDINARY shares held as at 2010-09-07
Name: JTC TRUSTEES LIMITED

Shareholding 17 : 116669 A ORDINARY shares held as at 2010-09-07
 107808 shares transferred on 2009-09-29

Name: MR JOHN EDWARD KITCHIN

Shareholding 18 : 0 A ORDINARY shares held as at 2010-09-07
Name: MRS LINDA KITCHIN

Shareholding 19 : 161148 A ORDINARY shares held as at 2010-09-07
Name: TSB LLOYDS TSB OFFSHORE TRUST COMPANY

Shareholding 20 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MR MARK MITCHENER

Shareholding 21 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MR SIMON MOORE

Shareholding 22 : 2500 A ORDINARY shares held as at 2010-09-07
Name: MR JASON NEWBOLD

Shareholding 23 : 15000 A ORDINARY shares held as at 2010-09-07
Name: MRS DONNA NEWELL

Shareholding 24 : 100000 A ORDINARY shares held as at 2010-09-07
Name: MR NICHOLAS PANES

Shareholding 25 : 310000 A ORDINARY shares held as at 2010-09-07
Name: MALCOLM JOHN POLLARD

Shareholding 26 : 0 A ORDINARY shares held as at 2010-09-07
12625 shares transferred on 2010-06-21
15000 shares transferred on 2010-06-21
5000 shares transferred on 2010-06-21
1000 shares transferred on 2010-06-21
5000 shares transferred on 2010-06-21
10000 shares transferred on 2010-06-21
15000 shares transferred on 2010-06-21
Name: ROGER HENRY POVEY

Shareholding 27 : 3750 A ORDINARY shares held as at 2010-09-07
Name: MR TOM RIGBY

Shareholding 28 : 15000 A ORDINARY shares held as at 2010-09-07
Name: MR PETER ROBERTSON

Shareholding 29 : 310000 A ORDINARY shares held as at 2010-09-07

Name: MR PETER CHRISTOPHER STEVENS

Shareholding 30 : 5000 A ORDINARY shares held as at 2010-09-07
Name: MR MARK UNSWORTH

Shareholding 31 : 10000 A ORDINARY shares held as at 2010-09-07
Name: MR IAN WATKINSON

Shareholding 32 : 100000 A ORDINARY shares held as at 2010-09-07
Name: MR ALAN WATSON

Shareholding 33 : 83335 A ORDINARY shares held as at 2010-09-07
75723 shares transferred on 2009-09-29
Name: PAUL TIMOTHY WRIGHT

Shareholding 34 : 0 A ORDINARY shares held as at 2010-09-07
Name: MRS ELIZABETH WRIGHT

Shareholding 35 : 1294333 B ORDINARY shares held as at 2010-09-07
Name: MR ROBERT BOND

Shareholding 36 : 1034481 B ORDINARY shares held as at 2010-09-07
Name: MR JOHN EDWARD KITCHIN

Shareholding 37 : 774629 B ORDINARY shares held as at 2010-09-07
Name: PAUL TIMOTHY WRIGHT

Shareholding 38 : 3103440 C ORDINARY shares held as at 2010-09-07
Name: UBERIOR INTEGRATED 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.