



Companies House
— for the record —

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **08/08/2011**

Company Name: **FIVETEN GROUP HOLDINGS LIMITED**

Company Number: **06314296**

Date of this return: **16/07/2011**

SIC codes: **7415**

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

Situation of Registered Office: **CROMWELL HOUSE 14 FULWOOD PLACE
LONDON
UNITED KINGDOM
WC1V 6HZ**

Officers of the company

Company Secretary 1

Type: **Person**

Full forename(s): **MR PHILIP ANDREW**

Surname: **DENNIS**

Former names:

Service Address recorded as Company's registered office

Company Director ***1***

Type: **Person**
Full forename(s): **MR ADAM JAMES**

Surname: **BARRON**

Former names:

Service Address: **C/O BREGAL CAPITAL LLP
MICHELIN HOUSE 81 FULHAM ROAD
LONDON
UNITED KINGDOM
SW3 6RD**

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

Date of Birth: **26/09/1968** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **MR PHILIP ANDREW**

Surname: **DENNIS**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **13/01/1961** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MR GARY WILLIAM**

Surname: **LAZZAROTTO**

Former names:

Service Address: **C/O GREYTHORN PTY LTD**
 LEVEL 7 50
 MARGARET STREET
 SYDNEY
 NSW 2000
 AUSTRALIA

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: **15/02/1959** *Nationality:* **AUSTRALIAN**
Occupation: **CEO**

Company Director 4

Type: **Person**
Full forename(s): **RICHARD BARWICK**

Surname: **MEAD**

Former names:

Service Address: **CLAYFURLONG HOUSE
KEMBLE
CIRENCESTER
GLOUCESTERSHIRE
GL7 6BS**

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

Date of Birth: **18/08/1947** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director **5**

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

Surname: **ROSE**

Former names:

Service Address: **322 HIGH HOLBORN**
 LONDON
 UNITED KINGDOM
 WC1V 7PB

Country/State Usually Resident: **ENGLAND**

Date of Birth: **05/04/1963** *Nationality:* **BRITISH**
Occupation: **CHIEF EXECUTIVE OFFICER**

Company Director **6**

Type: **Person**

Full forename(s): **MR FLORIAN GEORG**

Surname: **SCHICK**

Former names:

Service Address: **C/O C/O BREGAL CAPITAL
MICHELIN HOUSE 81 FULHAM ROAD
LONDON
UNITED KINGDOM
SW3 6RD**

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

Date of Birth: **22/04/1974** *Nationality:* **GERMAN**

Occupation: **INVESTMENT PROFESSIONAL**

Company Director 7

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

Surname: **WARNOCK**

Former names:

Service Address: **6 RIVERSIDE GARDENS
AUCKLEY
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN9 3QE**

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

Date of Birth: **31/08/1959** *Nationality:* **BRITISH**

Occupation: **GLOBAL COMMERCIAL
DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY A	<i>Number allotted</i>	1912392
		<i>Aggregate nominal value</i>	191239.2
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A. SO LONG AS ANY OF THE LEAD INVESTORS (AS DEFINED IN THE ARTICLES OF ASSOCIATION ADOPTED ON 27 JULY 2007 AND AMENDED ON 12 JANUARY 2010) ARE THE REGISTERED HOLDERS OF ANY A ORDINARY SHARES, EACH LEAD INVESTOR PRESENT SHALL HAVE 75% OF VOTES ON ANY RESOLUTION AT A GENERAL MEETING. B. IN RESPECT OF DIVIDENDS, PARI PASSU PARTICIPATION IN A DISTRIBUTION PRO RATA TO THE NUMBER OF SHARES HELD AS IF ALL CLASSES OF SHARES CONSTITUTED THE SAME CLASS OF SHARES. C. IN RESPECT OF CAPITAL, PARI PASSU PARTICIPATION IN A DISTRIBUTION WITH OTHER CLASSES OF SHARES ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP ON EACH SHARE. D. NOT REDEEMABLE.

Class of shares	ORDINARY B	<i>Number allotted</i>	478097
		<i>Aggregate nominal value</i>	47809.7
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A. ONE VOTE PER SHARE SUBJECT TO A ORDINARY SHARES VOTING RIGHTS DETAILED ABOVE. B. IN RESPECT OF DIVIDENDS, PARI PASSU PARTICIPATION IN A DISTRIBUTION PRO RATA TO THE NUMBER OF SHARES HELD AS IF ALL CLASSES OF SHARES CONSTITUTED THE SAME CLASS OF SHARES. C. IN RESPECT OF CAPITAL, PARI PASSU PARTICIPATION IN A DISTRIBUTION WITH OTHER CLASSES OF SHARES ACCORDING TO THE AMOUNT PAID UP OR CREDITED AS PAID UP ON EACH SHARE. D. NOT REDEEMABLE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	2390489
		<i>Total aggregate nominal value</i>	239048.9

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 16/07/2011 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

<i>Shareholding 1</i> <i>Name:</i>	: 1756745 ORDINARY A shares held as at 2011-07-16 BREGAL FUND LP
<i>Shareholding 2</i> <i>Name:</i>	: 110365 ORDINARY A shares held as at 2011-07-16 BREGAL AFFILIATES FUND LP
<i>Shareholding 3</i> <i>Name:</i>	: 42568 ORDINARY A shares held as at 2011-07-16 BREGAL INSTITUTIONAL AFFILIATES FUND LP
<i>Shareholding 4</i> <i>Name:</i>	: 2714 ORDINARY A shares held as at 2011-07-16 RICHARD MEAD
<i>Shareholding 5</i> <i>Name:</i>	: 11957 ORDINARY B shares held as at 2011-07-16 RICHARD MEAD
<i>Shareholding 6</i> <i>Name:</i>	: 0 ORDINARY B shares held as at 2011-07-16 PRISCILLA ARNOLD
<i>Shareholding 7</i> <i>Name:</i>	: 0 ORDINARY B shares held as at 2011-07-16 CHRISTOPHER DIGBY
<i>Shareholding 8</i> <i>Name:</i>	: 0 ORDINARY B shares held as at 2011-07-16 JAMES DIXON
<i>Shareholding 9</i> <i>Name:</i>	: 5979 ORDINARY B shares held as at 2011-07-16 ANTHONY GILLON
<i>Shareholding 10</i> <i>Name:</i>	: 0 ORDINARY B shares held as at 2011-07-16 JAMES HARRISON
<i>Shareholding 11</i> <i>Name:</i>	: 24011 ORDINARY B shares held as at 2011-07-16 JONATHAN WARNOCK
<i>Shareholding 12</i> <i>Name:</i>	: 53781 ORDINARY B shares held as at 2011-07-16 OGIER EMPLOYEE BENEFIT TRUSTEE AS TRUSTEE OF FIVETEN GROUP EBT
<i>Shareholding 13</i>	: 50673 ORDINARY B shares held as at 2011-07-16

Name: PHILIP DENNIS

Shareholding 14 : 15035 ORDINARY B shares held as at 2011-07-16
Name: NAVEEN TULI

Shareholding 15 : 1000 ORDINARY B shares held as at 2011-07-16
Name: RACHAEL NORTH

Shareholding 16 : 0 ORDINARY B shares held as at 2011-07-16
1000 shares transferred on 2010-12-16
Name: TOMOS HUGHES

Shareholding 17 : 0 ORDINARY B shares held as at 2011-07-16
7500 shares transferred on 2011-07-14
Name: MARK LUTON

Shareholding 18 : 24011 ORDINARY B shares held as at 2011-07-16
Name: PAUL TAYLOR

Shareholding 19 : 0 ORDINARY B shares held as at 2011-07-16
2000 shares transferred on 2011-04-08
Name: JOHN ARMSTRONG

Shareholding 20 : 0 ORDINARY B shares held as at 2011-07-16
1000 shares transferred on 2010-10-22
Name: DAMON STAGLIANO

Shareholding 21 : 1000 ORDINARY B shares held as at 2011-07-16
Name: PORTIA WHITE

Shareholding 22 : 1500 ORDINARY B shares held as at 2011-07-16
Name: MELISSA TURKINGTON

Shareholding 23 : 0 ORDINARY B shares held as at 2011-07-16
Name: EMMA BREED

Shareholding 24 : 0 ORDINARY B shares held as at 2011-07-16
2086 shares transferred on 2010-07-22
66356 shares transferred on 2011-01-02
Name: BREGAL FUND LP

Shareholding 25 : 69846 ORDINARY B shares held as at 2011-07-16
Name: JOHN ROSE

Shareholding 26 : 24011 ORDINARY B shares held as at 2011-07-16
Name: GARY LAZZAROTTO

Shareholding 27 : 0 ORDINARY B shares held as at 2011-07-16
 14967 shares transferred on 2010-12-21
Name: TREMAYNE ELSON

Shareholding 28 : 24011 ORDINARY B shares held as at 2011-07-16
Name: DAVID WAY

Shareholding 29 : 15035 ORDINARY B shares held as at 2011-07-16
Name: SIMON BASSETT

Shareholding 30 : 20047 ORDINARY B shares held as at 2011-07-16
Name: PAUL WINCHESTER

Shareholding 31 : 15035 ORDINARY B shares held as at 2011-07-16
Name: SCOTT STACEY

Shareholding 32 : 15035 ORDINARY B shares held as at 2011-07-16
Name: TIM HEDGER

Shareholding 33 : 15035 ORDINARY B shares held as at 2011-07-16
Name: RICHARD FISCHER

Shareholding 34 : 15035 ORDINARY B shares held as at 2011-07-16
Name: JONATHON MORSE

Shareholding 35 : 14967 ORDINARY B shares held as at 2011-07-16
Name: MICHAEL GERMERHAUSEN

Shareholding 36 : 4009 ORDINARY B shares held as at 2011-07-16
Name: TOM OVENDEN

Shareholding 37 : 5012 ORDINARY B shares held as at 2011-07-16
Name: GUY DETERDING

Shareholding 38 : 5012 ORDINARY B shares held as at 2011-07-16
Name: MATTHEW WILCOX

Shareholding 39 : 4009 ORDINARY B shares held as at 2011-07-16
Name: CHRISITIAN LEPOLARD

Shareholding 40 : 10021 ORDINARY B shares held as at 2011-07-16

Name: PEDRO DINKHUYSEN

Shareholding 41 : 5014 ORDINARY B shares held as at 2011-07-16

Name: MARK ENTICOTT

Shareholding 42 : 5014 ORDINARY B shares held as at 2011-07-16

Name: LAURA WILSON

Shareholding 43 : 3958 ORDINARY B shares held as at 2011-07-16

Name: CHARLTON BERTHOUD

Shareholding 44 : 4009 ORDINARY B shares held as at 2011-07-16

Name: SCOTT MCLACHLAN

Shareholding 45 : 4009 ORDINARY B shares held as at 2011-07-16

Name: MARK BAXTER

Shareholding 46 : 3508 ORDINARY B shares held as at 2011-07-16

Name: XAVIER MARTIN

Shareholding 47 : 7518 ORDINARY B shares held as at 2011-07-16

Name: LUCINDA MOULE

Authorisation

Authenticated

This form was authorised by one of the following:

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