



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **CLIMATE CHANGE CAPITAL GROUP LIMITED**

Company Number: **06527842**

Date of this return: **07/03/2011**

SIC codes: **7415**

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

Situation of Registered Office: **3 MORE LONDON RIVERSIDE
LONDON
SE1 2AQ**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR SIMON PATRICK**

Surname: **ROBERT-TISSOT**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

Company Director **1**

Type: **Person**

Full forename(s): **RAYMOND JAMES**

Surname: **ABBOTT**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **02/03/1959** *Nationality:* **BRITISH**

Occupation: **MANAGING DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **JAN**

Surname: **BOVEN**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

Country/State Usually Resident: **NETHERLANDS**

Date of Birth: **04/08/1957**

Nationality: **DUTCH**

Occupation: **DIRECTOR**

Company Director **3**

Type: **Person**

Full forename(s): **JONATHON JAMES O'GRADY**

Surname: **CAMERON**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **28/10/1961**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 4

Type: **Person**
Full forename(s): **DR VIVIENNE**

Surname: **COX**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **29/05/1959** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director **5**

Type: **Person**

Full forename(s): **GEOFFREY FENN**

Surname: **GEIGER**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **21/01/1970** *Nationality:* **SWISS**

Occupation: **DIRECTOR**

Company Director **6**

Type: **Person**

Full forename(s): **MR MARK IAN**

Surname: **MACLEOD**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **20/09/1967**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 7

Type: **Person**
Full forename(s): **MR SHAUN ALBERT**

Surname: **MAYS**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **28/04/1956** *Nationality:* **BRITISH**
Occupation: **CHIEF EXECUTIVE OFFICER**

Company Director 8

Type: **Person**

Full forename(s): **PETER SPENCER WILLIAM**

Surname: **WHEELER**

Former names:

Service Address: **3 MORE LONDON RIVERSIDE
LONDON
GREATER LONDON
SE1 2AQ**

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

Date of Birth: **24/05/1957**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	61095
		<i>Aggregate nominal value</i>	610.95
<i>Currency</i>	GBP	<i>Amount paid</i>	0.01
		<i>Amount unpaid</i>	0.99

Prescribed particulars

PRIOR TO AN EXIT CONVERSION "A" SHAREHOLDERS MAY RECEIVE A DISTRIBUTION OF AVAILABLE PROFITS AFTER DISTRIBUTION TO "B" SHAREHOLDERS OF 12% OF THE ORIGINAL SUBSCRIPTION PRICE IN ANY FINANCIAL YEAR. AFTER AN EXIT CONVERSION A DISTRIBUTION OF AVAILABLE PROFITS WILL BE DISTRIBUTED PARI PASU TO ALL ?A? AND ?B? SHAREHOLDERS. UPON A RETURN OF CAPITAL ON LIQUIDATION PRIOR TO AN EXIT CONVERSION "A" SHAREHOLDERS MAY RECEIVE, AFTER PAYMENT TO THE "B" SHAREHOLDERS SUCH AMOUNT AS IS REQUIRED TO ENSURE THAT THE INTERIM CASHFLOWS RECEIVED IN AGGREGATE BY THE "B" SHAREHOLDERS IMMEDIATELY FOLLOWING SUCH PAYMENT ARE EQUAL TO THE UNADJUSTED BENCHMARK VALUE, AN AMOUNT PER "A" ORDINARY SHARE EQUAL TO THE SUBSCRIPTION PRICE PAID PER "A" ORDINARY SHARE, AND AFTER PAYMENT TO ?C? SHAREHOLDERS OF #1, SUCH AMOUNT PER "A" ORDINARY SHARE AS PAYS THE "A" SHAREHOLDERS 30% OF THE REMAINING VALUE. UPON A RETURN OF CAPITAL ON LIQUIDATION AFTER AN EXIT CONVERSION IN RESPECT OF ANY FINANCIAL YEAR, "A" SHAREHOLDERS SHALL RECEIVE AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PAID PER "A" ORDINARY SHARE, AS SHALL ?B? SHAREHOLDERS, BOTH PARI PASSU. AFTER PAYMENTS HAVE BEEN MADE TO "C" SHAREHOLDERS OF #1, ?A? SHAREHOLDERS SHALL RECEIVE A PROPORTIONATE SHARE OF THE REMAINING VALUE PROVIDED PARI PASU TO ?A? AND ?B? SHAREHOLDERS. "A" SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY BUT, PRIOR TO AN EXIT CONVERSION, SHALL NOT BE ENTITLED TO VOTE AT ANY SUCH MEETING. AFTER AN EXIT CONVERSION ?A? SHAREHOLDERS ARE ENTITLED TO VOTE AT ALL GENERAL MEETINGS OF THE COMPANY, AND EACH ?A? SHARE SHALL CARRY ONE VOTE. AN "EXIT CONVERSION" IS A CHANGE OF CONTROL OR LISTING OF THE COMPANY. "UNADJUSTED BENCH MARK VALUE" MEANS THE TARGET RETURN ON THE ?B? SHARES, BEING THE AGGREGATE SUM OF SUBSCRIPTION MONIES PAID FOR EACH ?B? ORDINARY SHARE, IN EACH CASE INCREASED COMPENDIOUSLY AT THE ANNUAL HURDLE RATE (12% PER ANNUM), DURING THE PERIOD FROM THE DATE OF ISSUE OF THE ?B? SHARE TO THE EXIT DATE. ?A? ORDINARY SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO REDEMPTION.

Class of shares	B ORDINARY	<i>Number allotted</i>	102178822
		<i>Aggregate nominal value</i>	1021788.22
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

1. PRIOR TO AN EXIT CONVERSION "B" SHAREHOLDERS RECEIVE FROM ANY DISTRIBUTION, 12% OF THE ORIGINAL SHARE SUBSCRIPTION PRICE IN RESPECT OF EACH FINANCIAL YEAR, FOLLOWED BY 70% OF REMAINING AVAILABLE PROFITS. AFTER AN EXIT CONVERSION ANY DISTRIBUTION OF AVAILABLE PROFITS WILL BE MADE PARI PASU TO ALL "B" AND "A" SHAREHOLDERS. 2. UPON A RETURN OF CAPITAL ON LIQUIDATION PRIOR TO AN EXIT CONVERSION "B" SHAREHOLDERS RECEIVE PAYMENT OF SUCH AMOUNT AS IS REQUIRED TO ENSURE THAT THE INTERIM CASHFLOWS RECEIVED IN AGGREGATE BY THE "B" SHAREHOLDERS IMMEDIATELY FOLLOWING SUCH PAYMENT ARE EQUAL TO THE UNADJUSTED BENCHMARK VALUE. PAYMENTS WILL THEN BE MADE TO "A" SHAREHOLDERS OF AN AMOUNT PER "A" ORDINARY SHARE EQUAL TO THE SUBSCRIPTION PRICE PAID PER "A" ORDINARY SHARE. AFTER PAYMENTS HAVE BEEN MADE TO "C" SHAREHOLDERS OF #1 "B" SHAREHOLDERS RECEIVE AN AMOUNT EQUAL TO 70% OF THE REMAINING VALUE. UPON A RETURN OF CAPITAL ON LIQUIDATION AFTER AN EXIT CONVERSION IN RESPECT OF ANY FINANCIAL YEAR, "B" AND "A" SHAREHOLDERS, RECEIVE AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PAID PER "A" AND "B" ORDINARY SHARE, PAID PRO RATA IF REQUIRED. AFTER PAYMENTS HAVE BEEN MADE TO "C" SHAREHOLDERS OF #1, A PARI PASU DISTRIBUTION IN PROPORTION TO THE NUMBER OF SHARES HELD, WILL BE MADE TO ALL "A" AND "B" SHAREHOLDERS. 3. "B" SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY, AND EACH "B" SHARE SHALL CARRY ONE VOTE. AN "EXIT CONVERSION" IS A CHANGE OF CONTROL OR LISTING OF THE COMPANY. "UNADJUSTED BENCHMARK VALUE" MEANS THE TARGET RETURN ON THE "B" SHARES, BEING THE AGGREGATE SUM OF SUBSCRIPTION MONIES PAID FOR EACH "B" ORDINARY SHARE, IN EACH CASE INCREASED COMPENDIOUSLY AT THE ANNUAL HURDLE RATE (12% PER ANNUM), DURING THE PERIOD FROM THE DATE OF ISSUE OF THE "B" SHARE TO THE EXIT DATE. "B" ORDINARY SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO REDEMPTION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	102239917
		<i>Total aggregate nominal value</i>	1022399.17

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 07/03/2011 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 : 112588 B ORDINARY shares held as at 2011-03-07

Name: RONALD OXBURGH

Shareholding 2 : 109593 B ORDINARY shares held as at 2011-03-07

Name: MICHAEL NORTHROP

Shareholding 3 : 104421 B ORDINARY shares held as at 2011-03-07

Name: JEREMY COLLIER

Shareholding 4 : 102364 B ORDINARY shares held as at 2011-03-07

Name: CHARLOTTE BOULTON

Shareholding 5 : 97590 B ORDINARY shares held as at 2011-03-07

Name: RAMON DE MIGUEL

Shareholding 6 : 93277 B ORDINARY shares held as at 2011-03-07

Name: CHARLES CONNER

Shareholding 7 : 86566 B ORDINARY shares held as at 2011-03-07

Name: WALT PATTERSON

Shareholding 8 : 76534 B ORDINARY shares held as at 2011-03-07

Name: TM WOODHOUSE

Shareholding 9 : 75070 B ORDINARY shares held as at 2011-03-07

Name: PAUL RIORDAN

Shareholding 10 : 75059 B ORDINARY shares held as at 2011-03-07

Name: MARGARET MOGFORD

Shareholding 11 : 67436 B ORDINARY shares held as at 2011-03-07

Name: KATE HAMPTON

Shareholding 12 : 56300 B ORDINARY shares held as at 2011-03-07

Name: GEORGE POLK

Shareholding 13 : 81300 B ORDINARY shares held as at 2011-03-07

Name: JAMES ROONEY

Shareholding 14 : 56300 B ORDINARY shares held as at 2011-03-07
Name: MICHAEL MILLER

Shareholding 15 : 36440 A ORDINARY shares held as at 2011-03-07
Name: RBC CEES NOMINEES LTD

Shareholding 16 : 49544 B ORDINARY shares held as at 2011-03-07
Name: ANDREW GALE

Shareholding 17 : 47708 B ORDINARY shares held as at 2011-03-07
Name: RON FREEMAN

Shareholding 18 : 37326 B ORDINARY shares held as at 2011-03-07
Name: SIMON DRURY

Shareholding 19 : 30402 B ORDINARY shares held as at 2011-03-07
Name: JOSEPH STAINSLAW

Shareholding 20 : 28150 B ORDINARY shares held as at 2011-03-07
Name: BRAD GENTRY

Shareholding 21 : 13883 B ORDINARY shares held as at 2011-03-07
Name: TRACY MCDONALD

Shareholding 22 : 12870 B ORDINARY shares held as at 2011-03-07
Name: MAITE PINA

Shareholding 23 : 24625 B ORDINARY shares held as at 2011-03-07
Name: RORY HILLS

Shareholding 24 : 11260 B ORDINARY shares held as at 2011-03-07
Name: JULIAN RICHARDSON

Shareholding 25 : 11260 B ORDINARY shares held as at 2011-03-07
Name: MARK KENBER

Shareholding 26 : 3265 B ORDINARY shares held as at 2011-03-07
Name: LIONEL FRETZ

Shareholding 27 : 1316 A ORDINARY shares held as at 2011-03-07
Name: RBC CEES NOMINEES LTD - RE:BRUNO DERRUNGS

Shareholding 28 : 0 A ORDINARY shares held as at 2011-03-07

Name: RBC CEES NOMINEES LTD - RE:KK CHAN

Shareholding 29 : 0 A ORDINARY shares held as at 2011-03-07
1316 shares transferred on 2010-07-29

Name: RBC CEES NOMINEES LTD - RE: MICHAEL BRADLEY

Shareholding 30 : 0 A ORDINARY shares held as at 2011-03-07

Name: RBC CEES NOMINEES LTD - RE: PAUL UDALL

Shareholding 31 : 526 A ORDINARY shares held as at 2011-03-07
790 shares transferred on 2010-11-11

Name: RBC CEES NOMINEES LTD - RE: YUEBING LU

Shareholding 32 : 20000000 B ORDINARY shares held as at 2011-03-07

Name: SNS REAAL INVEST NV

Shareholding 33 : 15000000 B ORDINARY shares held as at 2011-03-07

Name: ALLIANCE TRUST PLC

Shareholding 34 : 14250000 B ORDINARY shares held as at 2011-03-07

Name: UNIVERSITIES SUPERANNUATION SCHEME LTD

Shareholding 35 : 5409784 B ORDINARY shares held as at 2011-03-07
2244337 shares transferred on 2010-04-01

Name: RBC CEES TRUSTEE LTD C2995

Shareholding 36 : 6750000 B ORDINARY shares held as at 2011-03-07

Name: MITSUI

Shareholding 37 : 5288690 B ORDINARY shares held as at 2011-03-07

Name: GCC1 BV

Shareholding 38 : 4326891 B ORDINARY shares held as at 2011-03-07

Name: JONATHON CAMERON

Shareholding 39 : 2790323 B ORDINARY shares held as at 2011-03-07

Name: JONKHEER VAN DER WYCK

Shareholding 40 : 1497980 B ORDINARY shares held as at 2011-03-07
450000 shares transferred on 2010-06-21

Name: BLATHNAID BEHAN

Shareholding 41 : 1930098 B ORDINARY shares held as at 2011-03-07

Name: HEDGE FUND VENTURES LTD

Shareholding 42 : 1854870 B ORDINARY shares held as at 2011-03-07
Name: THE ANTHONY WHITE FAMILY TRUST 2008

Shareholding 43 : 0 B ORDINARY shares held as at 2011-03-07
1276795 shares transferred on 2010-11-11
561085 shares transferred on 2010-04-01
Name: RBC CEES TRUSTEE LIMITED C2996

Shareholding 44 : 1815603 B ORDINARY shares held as at 2011-03-07
Name: GARETH HUGHES

Shareholding 45 : 1784930 B ORDINARY shares held as at 2011-03-07
Name: MOMICHI

Shareholding 46 : 1324333 B ORDINARY shares held as at 2011-03-07
Name: SCHRODER & CO BANK AG

Shareholding 47 : 888233 B ORDINARY shares held as at 2011-03-07
Name: H. JOSEPH LEITCH

Shareholding 48 : 825942 B ORDINARY shares held as at 2011-03-07
Name: MARK BELL

Shareholding 49 : 809326 B ORDINARY shares held as at 2011-03-07
Name: PETER WHEELER

Shareholding 50 : 775260 B ORDINARY shares held as at 2011-03-07
Name: RUPERT EDWARDS

Shareholding 51 : 742889 B ORDINARY shares held as at 2011-03-07
Name: PAUL BREWER

Shareholding 52 : 644804 B ORDINARY shares held as at 2011-03-07
Name: THE GARETH HUGHES FAMILY TRUST 2008

Shareholding 53 : 618826 B ORDINARY shares held as at 2011-03-07
Name: PETER SWEATMAN

Shareholding 54 : 603153 B ORDINARY shares held as at 2011-03-07
Name: ALEX CLODE

Shareholding 55 : 477660 B ORDINARY shares held as at 2011-03-07
Name: MARK PARTINGTON

Shareholding 56 : 438734 B ORDINARY shares held as at 2011-03-07

Name: ROB BUCHAN

Shareholding 57 : 0 B ORDINARY shares held as at 2011-03-07
429500 shares transferred on 2009-05-22

Name: JEREMY COWDREY

Shareholding 58 : 329591 B ORDINARY shares held as at 2011-03-07

Name: MARK WOODALL

Shareholding 59 : 327789 B ORDINARY shares held as at 2011-03-07

Name: ANDREW PEARSON

Shareholding 60 : 0 B ORDINARY shares held as at 2011-03-07

322182 shares transferred on 2010-07-06

Name: NAUTILUS TRUSTEES LTD

Shareholding 61 : 304020 B ORDINARY shares held as at 2011-03-07

Name: THE ANTHONY WHITE DISCRETIONARY SETTLEMENT 2008

Shareholding 62 : 303614 B ORDINARY shares held as at 2011-03-07

Name: TOM BUCHAN

Shareholding 63 : 287805 B ORDINARY shares held as at 2011-03-07

Name: IAN TEMPERTON

Shareholding 64 : 281500 B ORDINARY shares held as at 2011-03-07

Name: ADAM TIDBURY

Shareholding 65 : 281500 B ORDINARY shares held as at 2011-03-07

Name: CHANG OH TURKMANI

Shareholding 66 : 281500 B ORDINARY shares held as at 2011-03-07

Name: JENNIFER HALL THORNTON

Shareholding 67 : 270701 B ORDINARY shares held as at 2011-03-07

Name: JUSTIN MUNDY

Shareholding 68 : 0 B ORDINARY shares held as at 2011-03-07

222700 shares transferred on 2010-11-11

Name: SOVEREIGN TRUST INTERNATIONAL LTD

Shareholding 69 : 215718 B ORDINARY shares held as at 2011-03-07

Name: ALLIANCE TRUST PENSIONS LTD

Shareholding 70 : 198209 B ORDINARY shares held as at 2011-03-07

Name: PHILIP STAVELEY

Shareholding 71 : 172852 B ORDINARY shares held as at 2011-03-07
Name: LOUIS PERROY

Shareholding 72 : 168900 B ORDINARY shares held as at 2011-03-07
Name: CHRIS THOMAS

Shareholding 73 : 168900 B ORDINARY shares held as at 2011-03-07
Name: KEVIN MULLER

Shareholding 74 : 143722 B ORDINARY shares held as at 2011-03-07
Name: SCHRODER CO NOMINEES LTD

Shareholding 75 : 0 B ORDINARY shares held as at 2011-03-07
140750 shares transferred on 2010-07-06
Name: CHRIS PARSONS

Shareholding 76 : 119333 B ORDINARY shares held as at 2011-03-07
Name: BROCK ADLER

Shareholding 77 : 112600 B ORDINARY shares held as at 2011-03-07
Name: JOHN ROBERTS

Shareholding 78 : 112600 B ORDINARY shares held as at 2011-03-07
Name: SOPHIA RUCK

Shareholding 79 : 112599 B ORDINARY shares held as at 2011-03-07
Name: JOHN ASHTON

Shareholding 80 : 20707 A ORDINARY shares held as at 2011-03-07
Name: RBC CEES NOMINEES LIMITED RE:C2995

Shareholding 81 : 25000 B ORDINARY shares held as at 2011-03-07
Name: VIVIENNE COX

Shareholding 82 : 429500 B ORDINARY shares held as at 2011-03-07
Name: PHILIPPA COWDREY

Shareholding 83 : 140750 B ORDINARY shares held as at 2011-03-07
Name: DEBORAH PARSONS

Shareholding 84 : 222700 B ORDINARY shares held as at 2011-03-07
Name: HSBC GLOBAL CUSTODY NOMINEE (UK) LIMITED A/C 812103

Shareholding 85 : 2106 A ORDINARY shares held as at 2011-03-07
Name: RBC CEES NOMINEES LIMITED RE:C2995

Shareholding 86 : 1631254 B ORDINARY shares held as at 2011-03-07
Name: MARK WOODALL

Shareholding 87 : 1276795 B ORDINARY shares held as at 2011-03-07
Name: RBC CEES TRUSTEE LIMITED C2995

Shareholding 88 : 322182 B ORDINARY shares held as at 2011-03-07
Name: APEX TRUST COMPANY LIMITED

Shareholding 89 : 269631 B ORDINARY shares held as at 2011-03-07
Name: MARK MACLEOD

Shareholding 90 : 301992 B ORDINARY shares held as at 2011-03-07
Name: IAN TEMPERTON

Shareholding 91 : 816709 B ORDINARY shares held as at 2011-03-07
Name: MARK BELL

Shareholding 92 : 133014 B ORDINARY shares held as at 2011-03-07
Name: PAUL RIORDAN

Shareholding 93 : 102822 B ORDINARY shares held as at 2011-03-07
Name: PETER SWEATMAN

Authorisation

Authenticated

This form was authorised by one of the following:

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