



Companies House
— for the record —

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Annual Return



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Received for filing in Electronic Format on the: **02/10/2012**

Company Name: **JZI FINANCE 4 LIMITED**

Company Number: **07019242**

Date of this return: **15/09/2012**

SIC codes: **70100**

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

Situation of Registered Office: **17A CURZON STREET
LONDON
W1J 5HS**

Officers of the company

Company Director ***1***

Type: **Person**

Full forename(s): **JOHN MCDONALD**

Surname: **GREEN-ARMYTAGE**

Former names:

Service Address: **THE CEDARS CEDARS ROAD
BARNES COMMON
LONDON
SW13 0LN**

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

Date of Birth: **06/06/1945** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **JOHN RODEN**

Surname: **PLIMMER**

Former names:

Service Address: **155 NIGHTINGALE LANE
LONDON
SW12 8NQ**

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

Date of Birth: **08/01/1958** *Nationality:* **NEW ZEALANDER**
Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **DAVID WAYNE**

Surname: **ZALAZNICK**

Former names:

Service Address: **1155 PARK AVENUE
NEW YORK
NEW YORK 10128
USA**

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

Date of Birth: **16/04/1954** *Nationality:* **UNITED STATES**

Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1000
		<i>Aggregate nominal value</i>	1000
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

THESE PRESCRIBED PARTICULARS SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY AND CAPITALIZED TERMS USED HERE SHALL HAVE THE SAME MEANING AS IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ARISE ONLY IN CERTAIN CIRCUMSTANCES: ON A VOTE ON A WRITTEN RESOLUTION, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH SHARE HELD BY HIM. ON A VOTE ON A RESOLUTION ON A SHOW OF HANDS AT A MEETING, EVERY MEMBER PRESENT, AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY A MEMBER ENTITLED TO VOTE ON THE RESOLUTION, HAS ONE VOTE. ON A VOTE ON A RESOLUTION ON A POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH SHARE HELD BY HIM. PARTICULARS OF RIGHTS AS RESPECTS DIVIDENDS TO PARTICIPATE IN A DISTRIBUTION: THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS, AND THE DIRECTORS MAY DECIDE TO PAY INTERIM DIVIDENDS. SUCH A DIVIDEND MUST NOT EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. NO DIVIDEND MAY BE DECLARED OR PAID UNLESS IT IS IN ACCORDANCE WITH SHAREHOLDERS' RESPECTIVE RIGHTS. IF THE COMPANY'S SHARE CAPITAL IS DIVIDED INTO DIFFERENT CLASSES, NO INTERIM DIVIDEND MAY BE PAID ON SHARES CARRYING DEFERRED OR NON-PREFERRED RIGHTS IF, AT THE TIME OF PAYMENT, ANY PREFERENTIAL DIVIDEND IS IN ARREARS. THE DIRECTORS MAY PAY INTERIM DIVIDENDS IF IT APPEARS TO THEM THAT THE PROFITS AVAILABLE FOR DISTRIBUTION JUSTIFY THE PAYMENT. THE COMPANY MAY DECLARE AND PAY DIVIDENDS TO THE HOLDERS OF ORDINARY SHARES SUBJECT TO FULL AND PRIOR PAYMENT OF THE PREFERRED DIVIDEND (PURSUANT TO THE RIGHTS ATTACHED TO THE REDEEMABLE PREFERENCE SHARES). IF THE DIRECTORS ACT IN GOOD FAITH, THEY DO NOT INCUR ANY LIABILITY TO THE HOLDERS OF SHARES CONFERRING PREFERRED RIGHTS FOR ANY LOSS THEY MAY SUFFER BY THE LAWFUL PAYMENT OF AN INTERIM DIVIDEND ON SHARES WITH DEFERRED OR NON-PREFERRED RIGHTS. ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE ORDINARY SHARES ON WHICH THE DIVIDEND IS PAID. ALL DIVIDENDS SHALL BE APPORTIONED AND PAID PROPORTIONATELY TO THE AMOUNTS PAID UP ON THE SHARES DURING ANY PORTION OR PORTIONS OF THE PERIOD IN RESPECT OF WHICH THE DIVIDEND IS PAID. SUBJECT TO THE ARTICLES, THE DIRECTORS MAY, IF AUTHORISED BY ORDINARY RESOLUTION, DO THE FOLLOWING: (A) THEY MAY DECIDE TO CAPITALISE ANY PROFITS OF THE COMPANY (WHETHER OR NOT THEY ARE AVAILABLE FOR DISTRIBUTION) WHICH ARE NOT REQUIRED FOR PAYING A PREFERENTIAL DIVIDEND, OR ANY SUM STANDING TO THE CREDIT OF THE COMPANY'S SHARE PREMIUM ACCOUNT OR CAPITAL REDEMPTION RESERVE; (B) THEY MAY APPROPRIATE ANY SUM WHICH THEY SO DECIDE TO CAPITALISE (A "CAPITALISED SUM") TO THE PERSONS WHO WOULD HAVE BEEN ENTITLED TO IT IF IT WERE DISTRIBUTED BY WAY OF DIVIDEND (THE "PERSONS ENTITLED") AND IN THE SAME PROPORTIONS. CAPITALISED SUMS MUST BE APPLIED: (A) ON BEHALF OF THE PERSONS ENTITLED, AND (B) IN THE SAME PROPORTION AS A DIVIDEND WOULD HAVE BEEN DISTRIBUTED TO THEM. ANY CAPITALISED SUM MAY BE APPLIED IN PAYING UP NEW SHARES OF A NOMINAL AMOUNT EQUAL TO THE CAPITALISED SUM WHICH ARE THEN ALLOTTED CREDITED AS FULLY PAID TO THE PERSONS ENTITLED OR AS THEY MAY DIRECT. A CAPITALISED SUM WHICH WAS APPROPRIATED FROM PROFITS AVAILABLE FOR DISTRIBUTION MAY BE APPLIED IN PAYING UP NEW DEBENTURES OF THE COMPANY WHICH ARE THEN ALLOTTED CREDITED AS FULLY PAID TO THE PERSONS ENTITLED OR AS THEY MAY DIRECT. PARTICULARS OF RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON A WINDING UP): THE SHARES WILL CARRY THE RIGHTS AFFORDED TO THEM UNDER GENERAL LAW. SHARES NOT REDEEMABLE: THE ORDINARY SHARES ARE NOT REDEEMABLE

Class of shares	REDEEMABLE	<i>Number allotted</i>	625
	PREFERENCE SHARES	<i>Aggregate nominal value</i>	625
<i>Currency</i>	GBP	<i>Amount paid</i>	1000
		<i>Amount unpaid</i>	0

Prescribed particulars

THESE PRESCRIBED PARTICULARS SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY AND CAPITALIZED TERMS USED HERE SHALL HAVE THE SAME MEANING AS IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. PARTICULARS OF ANY VOTING RIGHTS, INCLUDING RIGHTS THAT ARISE ONLY IN CERTAIN CIRCUMSTANCES: THE HOLDERS OF THE REDEEMABLE PREFERENCE SHARES(THE "REDEEMABLE PREFERENCE SHARES") SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY OR TO ATTEND, SPEAK OR VOTE AT A GENERAL MEETING OF THE COMPANY. PARTICULARS OF RIGHTS AS RESPECTS DIVIDENDS TO PARTICIPATE IN A DISTRIBUTION: THE HOLDERS OF THE REDEEMABLE PREFERENCE SHARES SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO ANY PAYMENT BY WAY OF DIVIDEND TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A PREFERRED DIVIDEND. THE COMPANY SHALL PAY TO SUCH HOLDERS IN RESPECT OF EACH RELEVANT FINANCIAL YEAR(AND PROPORTIONATELY FOR ANY PART YEAR), A FIXED CUMULATIVE PREFERRED DIVIDEND AT THE RATE OF 12% PER ANNUM ON THE AMOUNT(INCLUDING PREMIUM) FROM TIME TO TIME PAID UP ON THE ORDINARY SHARES RESPECTIVELY HELD BY THEM. THE PREFERRED DIVIDEND SHALL BE DEEMED TO ACCRUE FROM DAY TO DAY COMMENCING ON THE DATE OF ISSUE OF THE RELEVANT REDEEMABLE PREFERENCE SHARES AND (WITHOUT PREJUDICE TO ANY PROVISIONS OF THESE ARTICLES REQUIRING EARLIER PAYMENT IN CERTAIN CIRCUMSTANCES) SHALL BE PAID IN ANNUAL INSTALMENTS ON 31 MARCH IN EACH YEAR. THE PREFERRED DIVIDEND SHALL ACCRUE FROM DAY TO DAY AND ON THE DUE DATE FOR PAYMENT BECOME (SUBJECT TO ANY FINANCING RESTRICTION) IMMEDIATELY PAYABLE BY THE COMPANY TO HOLDERS OF THE ORDINARY SHARES. IF BY REASON OF ANY PRINCIPLE OF LAW OR A FINANCING RESTRICTION THE COMPANY IS UNABLE TO PAY IN FULL ON A DIVIDEND PAYMENT DATE ANY INSTALLMENT OF THE PREFERRED DIVIDEND TO ANY OF THE HOLDERS OF THE ORDINARY SHARES WHICH WOULD OTHERWISE BE REQUIRED TO BE PAID ON THAT DIVIDEND PAYMENT DATE(ANY SUCH DIVIDEND BEING REFERRED TO BELOW AS THE "RELEVANT DIVIDEND") THEN (1) ON THE RELEVANT DIVIDEND PAYMENT DATE, THE COMPANY SHALL PAY TO SUCH HOLDERS(IN PROPORTION TO THE NUMBERS OF REDEEMABLE PREFERENCE SHARES HELD BY THEM) ON ACCOUNT OF THE RELEVANT DIVIDEND, THE MAXIMUM SUM (IF ANY) WHICH CAN BE PROPERLY PAID BY THE COMPANY IN ACCORDANCE WITH ANY SUCH PRINCIPLE OF LAW AND/OR FINANCING RESTRICTION; AND (2) ON EVERY SUCCEEDING DIVIDEND PAYMENT DATE OR, IF EARLIER, SUCH EARLIER DATE(S) AS SHALL BE DEMANDED IN WRITING BY THE HOLDERS OF A MAJORITY OF THE REDEEMABLE PREFERENCE SHARES, THE COMPANY SHALL PAY TO SUCH HOLDERS THE MAXIMUM SUM(IF ANY) WHICH CAN BE PROPERLY PAID BY THE COMPANY IN ACCORDANCE WITH ANY SUCH PRINCIPLE OF LAW AND/OR FINANCING RESTRICTION(ON ACCOUNT OF THE BALANCE OF THE RELEVANT DIVIDEND FOR THE TIME BEING REMAINING OUTSTANDING, AND UNTIL THE RELEVANT DIVIDEND SHALL HAVE BEEN PAID IN FULL). SUBJECT TO PRIOR PAYMENT OF ALL PREFERRED DIVIDEND FOR THE RELEVANT FINANCIAL YEAR AND ALL ARREARS THEREOF ANY PROFITS RESOLVED TO BE DISTRIBUTED IN RESPECT OF ANY FINANCIAL YEAR OR PART OF IT SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES, PARI PASSU AS IF THE SAME ARE ONE AND THE SAME CLASS OF SHARE, PRO RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM. PARTICULARS OF RIGHTS, AS RESPECTS CAPITAL, TO PARTICIPATE IN A DISTRIBUTION(INCLUDING ON A WINDING UP): THE SHARES WILL CARRY THE RIGHTS AFFORDED TO THEM UNDER GENERAL LAW. REDEEMABLE SHARES: THE COMPANY MAY REDEEM ANY OF THE REDEEMABLE PREFERENCE SHARES IN ISSUE AT ANY TIME. THERE SHALL BE PAID ON EACH REDEEMABLE PREFERENCE SHARE REDEEMED THE AMOUNT PAID UP OR CREDITED AS PAID UP ON SUCH SHARE AND A SUM EQUAL TO ALL ARREARS AND ACCRUALS OF THE PREFERRED DIVIDEND TO BE CALCULATED UP TO AND INCLUDING THE DATE THE SHARES WERE REDEEMED.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1625
		<i>Total aggregate nominal value</i>	1625

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 15/09/2012 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 : **855 ORDINARY shares held as at the date of this return**

145 shares transferred on 2012-02-10

Name: **JZ INTERNATIONAL LLC**

Shareholding 2 : **625 REDEEMABLE PREFERENCE SHARES shares held as at the date of this return**

Name: **JZ INTERNATIONAL LLC**

Shareholding 3 : **145 ORDINARY shares held as at the date of this return**

Name: **JZI EXECUTIVE CO-INVESTMENT SCOTTISH PARTNERSHIP**

Authorisation

Authenticated

This form was authorised by one of the following:

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