



Companies House

**AR01** (ef)

**Annual Return**



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*Company Name:* MDNX GROUP LIMITED

*Company Number:* 07374236

*Date of this return:* 13/09/2014

*SIC codes:* 61100  
61900

*Company Type:* Private company limited by shares

*Situation of Registered Office:* ST JAMES HOUSE OLDBURY  
BRACKNELL  
UNITED KINGDOM  
RG12 8TH

Officers of the company

*Company Director*    **1**

*Type:*                            **Person**

*Full forename(s):*            **MR WAYNE WINSTON**

*Surname:*                      **CHURCHILL**

*Former names:*

*Service Address:*            **200 BROOK DRIVE  
GREEN PARK  
READING  
BERKSHIRE  
RG2 6UB**

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **05/10/1958**

*Nationality:*    **SOUTH AFRICAN**

*Occupation:*    **DIRECTOR**

*Company Director*    **2**

*Type:*                                **Person**

*Full forename(s):*                **MR MICHAEL TIMOTHY**

*Surname:*                         **MULFORD**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **20/11/1962**

*Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

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*Company Director*    **3**

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

*Surname:*                         **THOMPSON**

*Former names:*

*Service Address:*                **200 BROOK DRIVE, GREEN PARK  
READING  
UNITED KINGDOM  
RG2 6UB**

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **06/09/1963**                                *Nationality:*    **BRITISH**  
*Occupation:*    **DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>8400</b>
		<i>Aggregate nominal value</i>	<b>84</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

EACH SHARE IS NON REDEEMABLE AND ENTITLED TO VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE VOTES 2/3 OF A VOTE. ORDINARY SHARES TOGETHER WITH A ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN 54.545454% OF ANY DIVIDENDS IN PROPORTION TO THE NUMBER OF ORDINARY OR A ORDINARY SHARES HELD. ORDINARY SHARES HAVE THE RIGHT TO PARTICIAPATE IN A CAPITAL DISTRIBUTION IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION RANKING BEHIND PREFERENCES HELD BY C AND A ORDINARY SHARES BUT IN ADVANCE OF D AND E ORDINARY SHARES.

<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>10000</b>
		<i>Aggregate nominal value</i>	<b>100</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

EACH SHARE IS NON REDEEMABLE AND ENTITLED TO VOTE IN ANY CIRCUMSTANCES. A ORDINARY SHARES TOGETHER WITH ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN 54.545454% OF ANY DIVIDENDS IN PROPORTION TO THE NUMBER OF ORDINARY OR A ORDINARY SHARES HELD. A ORDINARY SHARES HAVE THE RIGHT TO PARTICIAPATE IN A CAPITAL DISTRIBUTION IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION RANKING BEHIND PREFERENCES HELD BY C ORDINARY SHARES BUT IN ADVANCE OF A, D AND E ORDINARY SHARES.

<b>Class of shares</b>	<b>ORDINARY C</b>	<i>Number allotted</i>	<b>15333</b>
		<i>Aggregate nominal value</i>	<b>153.33</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

EACH SHARE IS NON REDEEMABLE AND ENTITLED TO VOTE IN ANY CIRCUMSTANCES. C ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN 45.464646% OF ANY DIVIDENDS. C ORDINARY SHARES HAVE THE RIGHT TO PARTICIAPATE IN A CAPITAL DISTRIBUTION IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION RANKING AHEAD OF ORDINARY, A, D AND E ORDINARY SHARES.

<b>Class of shares</b>	<b>E ORDINARY</b>	<i>Number allotted</i>	<b>10</b>
		<i>Aggregate nominal value</i>	<b>1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

EACH E SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH E SHARE IS ENTITLED PARI-PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH E SHARE IS ENTITLED PARI-PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY. THE E SHARES ARE NOT REDEEMABLE.

<b>Class of shares</b>	<b>ORDINARY D</b>	<i>Number allotted</i>	<b>8440</b>
		<i>Aggregate nominal value</i>	<b>84.4</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

EACH SHARE IS NON REDEEMABLE AND ENTITLED TO VOTE IN ANY CIRCUMSTANCES. D ORDINARY SHARES DO NOT HAVE THE RIGHT TO PARTICIPATE IN DIVIDENDS PAID BY THE COMPANY. D ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN A CAPITAL DISTRIBUTION IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION RANKING BEHIND PREFERENCES HELD BY ORDINARY, A ORDINARY, C ORDINARY AND E ORDINARY SHARES IF ISSUED.

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## Statement of Capital (Totals)

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>42183</b>
		<i>Total aggregate nominal value</i>	<b>422.73</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 13/09/2014 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 : 0 ORDINARY shares held as at the date of this return**  
**5050 shares transferred on 2013-12-11**

**Name: MARK THOMPSON**

**Shareholding 2 : 0 ORDINARY shares held as at the date of this return**  
**3350 shares transferred on 2013-12-11**

**Name: WAYNE CHURCHILL**

**Shareholding 3 : 0 ORDINARY A shares held as at the date of this return**

5000 shares transferred on 2013-12-11  
*Name:* KELSO PLACE GENERAL PARTNET II LIMITED(AS GENERAL PARTNER OF THE KELSO PLACE UK SPECIAL SITUATIONS EXECUTIVE FUND LP)

*Shareholding 4* : 0 ORDINARY A shares held as at the date of this return  
5000 shares transferred on 2013-12-11  
*Name:* KELSO PLACE GENERAL PARTNER III LIMITED (AS GENERAL PARTNER OF THE KELSO PLACE UK SPECIAL SITUATIONS FUND A LP)

*Shareholding 5* : 0 ORDINARY C shares held as at the date of this return  
15333 shares transferred on 2013-12-11  
*Name:* MDNX CO-INVESTMENT LP

*Shareholding 6* : 0 ORDINARY D shares held as at the date of this return  
2110 shares transferred on 2013-12-11  
*Name:* MICHAEL MULFORD

*Shareholding 7* : 0 ORDINARY D shares held as at the date of this return  
2110 shares transferred on 2013-12-11  
*Name:* SION KEARSEY

*Shareholding 8* : 0 ORDINARY D shares held as at the date of this return  
2110 shares transferred on 2013-12-11  
*Name:* PHILIP WESTON

*Shareholding 9* : 0 ORDINARY D shares held as at the date of this return  
2110 shares transferred on 2013-12-11  
*Name:* PAUL JARDINE

*Shareholding 10* : 10 E ORDINARY shares held as at the date of this return  
*Name:* MDNX HOLDINGS LIMITED

*Shareholding 11* : 8400 ORDINARY shares held as at the date of this return  
*Name:* MDNX HOLDINGS LIMITED

*Shareholding 12* : 10000 ORDINARY A shares held as at the date of this return  
*Name:* MDNX HOLDINGS LIMITED

*Shareholding 13* : 15333 ORDINARY C shares held as at the date of this return  
*Name:* MDNX HOLDINGS LIMITED

*Shareholding 14* : 8440 ORDINARY D shares held as at the date of this return  
*Name:* MDNX HOLDINGS LIMITED

*Shareholding 15* : 0 E ORDINARY shares held as at the date of this return  
10 shares transferred on 2013-12-11

Name: MICHAEL MULFORD

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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