



**Companies House**  
— for the record —

**AR01** (ef)

**Annual Return**



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**X1L1QB2G**

*Company Name:* **DOWNING PLANNED EXIT VCT 2011 PLC**

*Company Number:* **07425571**

*Date of this return:* **01/11/2012**

*SIC codes:* **64303**

*Company Type:* **Public limited company**

*Situation of Registered Office:* **10 LOWER GROSVENOR PLACE  
LONDON  
UNITED KINGDOM  
SW1W 0EN**

## Single Alternative Inspection Location (SAIL)

*The address for an alternative location to the company's registered office for the inspection of registers is:*

THE REGISTRY 34 BECKENHAM ROAD  
BECKENHAM  
KENT  
UNITED KINGDOM  
BR3 4TU

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*The following records have moved to the single alternative inspection location:*

Register of members (section 114)

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### Officers of the company

#### *Company Secretary 1*

Type: **Person**  
Full forename(s): **MR GRANT LESLIE**

Surname: **WHITEHOUSE**

Former names:

*Service Address recorded as Company's registered office*

*Company Director* 1

Type: **Person**  
Full forename(s): **SIR AUBREY THOMAS**

Surname: **BROCKLEBANK**

Former names:

*Service Address recorded as Company's registered office*

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

Date of Birth: **29/01/1952** Nationality: **ENGLISH**

Occupation: **DIRECTOR**

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*Company Director* 2

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

Surname: **CATLEY**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **ENGLAND**

Date of Birth: **19/02/1965** Nationality: **BRITISH**

Occupation: **DIRECTOR**

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*Company Director*    **3**

*Type:*                                **Person**  
*Full forename(s):*                **MR ROBIN FRANCIS**

*Surname:*                            **CHAMBERLAYNE**

*Former names:*

*Service Address recorded as Company's registered office*

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

*Date of Birth:*    **07/12/1966**                                *Nationality:*    **BRITISH**

*Occupation:*     **DIRECTOR**

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## Statement of Capital (Share Capital)

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|                        |                  |                                |                  |
|------------------------|------------------|--------------------------------|------------------|
| <b>Class of shares</b> | <b>GENERAL A</b> | <i>Number allotted</i>         | <b>18461489</b>  |
|                        |                  | <i>Aggregate nominal value</i> | <b>18461.489</b> |
| <i>Currency</i>        | <b>GBP</b>       | <i>Amount paid per share</i>   | <b>0.065</b>     |
|                        |                  | <i>Amount unpaid per share</i> | <b>0</b>         |

### *Prescribed particulars*

GENERAL A SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING. EVERY GENERAL A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS HAVE ONE VOTE FOR EVERY GENERAL A SHARE HELD BY HIM AND EVERY GENERAL A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A POLL HAVE ONE VOTE FOR EVERY GENERAL A SHARE HELD BY HIM. WHERE THE RESOLUTION TO BE CONSIDERED BY A MEETING OF SHAREHOLDERS IS IN RESPECT OF A VARIATION TO THE RIGHTS OF THE GENERAL A SHAREHOLDERS OR WHERE A TAKEOVER OFFER REMAINS OPEN FOR ACCEPTANCE AT THE TIME OF THE RELEVANT MEETING, THE VOTING RIGHTS OF THE GENERAL A SHAREHOLDERS SHALL RANK PARI PASSU WITH THOSE OF THE GENERAL ORDINARY SHARES, STRUCTURED ORDINARY SHARES, LOW CARBON ORDINARY SHARES AND STRUCTURED A SHARES. AT SUCH MEETINGS EACH GENERAL ORDINARY SHAREHOLDER, STRUCTURED ORDINARY SHAREHOLDER, LOW CARBON ORDINARY SHAREHOLDER, GENERAL A SHAREHOLDER AND STRUCTURED A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS EACH HAVE ONE VOTE FOR EVERY SHARE HELD BY EACH OF THEM AND SHALL UPON A POLL EACH HAVE ONE VOTE FOR EVERY SHARE HELD BY EACH OF THEM.

|                        |                         |                                |                  |
|------------------------|-------------------------|--------------------------------|------------------|
| <b>Class of shares</b> | <b>GENERAL ORDINARY</b> | <i>Number allotted</i>         | <b>15690016</b>  |
|                        |                         | <i>Aggregate nominal value</i> | <b>15690.016</b> |
| <i>Currency</i>        | <b>GBP</b>              | <i>Amount paid per share</i>   | <b>0.935</b>     |
|                        |                         | <i>Amount unpaid per share</i> | <b>0</b>         |

### *Prescribed particulars*

GENERAL ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING. EVERY GENERAL ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS HAVE 935 VOTES FOR EVERY GENERAL ORDINARY SHARE HELD BY HIM AND EVERY GENERAL ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A POLL HAVE 935 VOTES FOR EVERY GENERAL ORDINARY SHARE HELD BY HIM.

|                        |                            |                                |                 |
|------------------------|----------------------------|--------------------------------|-----------------|
| <b>Class of shares</b> | <b>LOW CARBON ORDINARY</b> | <i>Number allotted</i>         | <b>8109363</b>  |
|                        |                            | <i>Aggregate nominal value</i> | <b>8109.363</b> |
| <i>Currency</i>        | <b>GBP</b>                 | <i>Amount paid per share</i>   | <b>0.935</b>    |
|                        |                            | <i>Amount unpaid per share</i> | <b>0</b>        |

*Prescribed particulars*

LOW CARBON ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING. EVERY LOW CARBON ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS HAVE 935 VOTES FOR EVERY LOW CARBON ORDINARY SHARE HELD BY HIM AND EVERY LOW CARBON ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A POLL HAVE 935 VOTES FOR EVERY LOW CARBON ORDINARY SHARE HELD BY HIM.

|                        |                     |                                |                  |
|------------------------|---------------------|--------------------------------|------------------|
| <b>Class of shares</b> | <b>STRUCTURED A</b> | <i>Number allotted</i>         | <b>12605294</b>  |
|                        |                     | <i>Aggregate nominal value</i> | <b>12605.294</b> |
| <i>Currency</i>        | <b>GBP</b>          | <i>Amount paid per share</i>   | <b>0.065</b>     |
|                        |                     | <i>Amount unpaid per share</i> | <b>0</b>         |

*Prescribed particulars*

STRUCTURED A SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING. EVERY STRUCTURED A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS HAVE ONE VOTE FOR EVERY STRUCTURED A SHARE HELD BY HIM AND EVERY STRUCTURED A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A POLL HAVE ONE VOTE FOR EVERY STRUCTURED A SHARE HELD BY HIM. WHERE THE RESOLUTION TO BE CONSIDERED BY A MEETING OF SHAREHOLDERS IS IN RESPECT OF A VARIATION TO THE RIGHTS OF THE GENERAL A SHAREHOLDERS OR WHERE A TAKEOVER OFFER REMAINS OPEN FOR ACCEPTANCE AT THE TIME OF THE RELEVANT MEETING, THE VOTING RIGHTS OF THE GENERAL A SHAREHOLDERS SHALL RANK PARI PASSU WITH THOSE OF THE GENERAL ORDINARY SHARES, STRUCTURED ORDINARY SHARES, LOW CARBON ORDINARY SHARES AND STRUCTURED A SHARES. AT SUCH MEETINGS EACH GENERAL ORDINARY SHAREHOLDER, STRUCTURED ORDINARY SHAREHOLDER, LOW CARBON ORDINARY SHAREHOLDER, GENERAL A SHAREHOLDER AND STRUCTURED A SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS EACH HAVE ONE VOTE FOR EVERY SHARE HELD BY EACH OF THEM AND SHALL UPON A POLL EACH HAVE ONE VOTE FOR EVERY SHARE HELD BY EACH OF THEM.

|                        |                            |                                |                 |
|------------------------|----------------------------|--------------------------------|-----------------|
| <b>Class of shares</b> | <b>STRUCTURED ORDINARY</b> | <i>Number allotted</i>         | <b>10714500</b> |
|                        |                            | <i>Aggregate nominal value</i> | <b>10714.5</b>  |
| <i>Currency</i>        | <b>GBP</b>                 | <i>Amount paid per share</i>   | <b>0.935</b>    |
|                        |                            | <i>Amount unpaid per share</i> | <b>0</b>        |

*Prescribed particulars*

STRUCTURED ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETING. EVERY STRUCTURED ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A SHOW OF HANDS HAVE 935 VOTES FOR EVERY STRUCTURED ORDINARY SHARE HELD BY HIM AND EVERY STRUCTURED ORDINARY SHAREHOLDER PRESENT IN PERSON OR BY PROXY SHALL UPON A POLL HAVE 935 VOTES FOR EVERY STRUCTURED ORDINARY SHARE HELD BY HIM.

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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>65580662</b>  |
|                 |            | <i>Total aggregate nominal value</i> | <b>65580.662</b> |

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*The company's shares were admitted to trading on a market during the period of this return and it was an issuer to which the shareholders notification requirements of Chapter 5 of the FSA's Disclosure and Transparency Rules source book applied throughout the period of the return*

*The Company was not required to provide details of any shareholders*

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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.