



Companies House

AR01 (ef)

Annual Return



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Company Name: **ALTAIR SOLAR LIMITED**

Company Number: **08452019**

Date of this return: **19/03/2014**

SIC codes: **35110**

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

Situation of Registered Office: **C/O FORESIGHT GROUP LLP
THE SHARD 32 LONDON BRIDGE STREET
LONDON
SE1 9SG**

Officers of the company

Company Secretary 1

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

Surname: **AIKEN**

Former names:

Service Address recorded as Company's registered office

Company Director 1

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

Surname: **JOHNSON**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **21/12/1952** Nationality: **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **MR ARNOUD CHRISTIAAN**

Surname: **KLAREN**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **10/11/1974** *Nationality:* **DUTCH**

Occupation: **INVESTMENT MANAGER**

Statement of Capital (Share Capital)

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

Prescribed particulars

1 SHARE = 1 VOTE, EACH HAVING RIGHTS TO DIVIDENDS

Class of shares	A ORDINARY	<i>Number allotted</i>	500000
		<i>Aggregate nominal value</i>	500000
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

ANY CAPITALISED DEFINED TERMS ARE AS DEFINED IN THE COMPANY'S ARTICLES OF THE ASSOCIATION UNLESS OTHERWISE DEFINED HEREIN. VOTING EACH HOLDER OF AN A ORDINARY SHARE IS ENTITLED TO ONE VOTE PER A ORDINARY SHARE OF WHICH IT IS A HOLDER IN ANY CIRCUMSTANCES. RETURN OF CAPITAL ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY. THE PROCEEDS OF ANY SALE OF THE COMPANY SHALL BE DISTRIBUTED AMONGST THE HOLDER OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP IN RELATION TO THE NOMINAL VALUE ONLY OF THE SHARES HELD BY THEM RESPECTIVELY. NOTWITHSTANDING ANY OF THE FOREGOING IN ORDER TO COMPLY WITH THE TAX LEGISLATION NO SINGLE COMPANY WHICH IS A HOLDER OF SHARES SHALL (TOGETHER WITH ANY CONNECTED PERSON) BE ENTITLED (WITHOUT REGARD TO ANY RIGHTS WHICH ANY HOLDER HAS AS A LOAN CREDITOR OR BY REASON OF THAT HOLDER'S POSSESSION OF, OR ENTITLEMENT TO ACQUIRE RELEVANT FIXED-RATE PREFERENCE SHARES) ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE (BUT, FOR THE AVOIDANCE OF DOUBT, NOT ON A SALE) TO RECEIVE MORE THAN 50% OF THE CAPITAL AVAILABLE FOR PAYMENT TO ALL MEMBERS. FOR THOSE PURPOSES THE EXPRESSION "LOAN CREDITOR" SHALL BEAR THE MEANINGS RESPECTIVELY GIVEN TO THEM BY SECTION 253 OF THE TAX ACT AND THE EXPRESSION "RELEVANT FIXED-RATE PREFERENCE SHARES" SHALL BEAR THE MEANING GIVEN BY CHAPTER 4, PART 6 OF THE TAX ACT. REDEMPTION RIGHTS A ORDINARY SHARES CARRY NO RIGHTS OF REDEMPTION. DIVIDENDS WHEN THE COMPANY HAS PROFITS AVAILABLE FOR DISTRIBUTION IN A FINANCIAL YEAR, EACH A ORDINARY SHAREHOLDER IS ENTITLED TO RECEIVE IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES HELD BY IT A NON-CUMULATIVE PREFERENTIAL DIVIDEND ON THE TENTH DAY AFTER THE 25TH JUNE, 25TH SEPTEMBER, 27TH DECEMBER AND 25TH MARCH (OR IF THAT DAY IS A SATURDAY OR SUNDAY OR A DAY ON WHICH BANKS ARE NOT OPEN IN LONDON FOR NORMAL BUSINESS BANKING ON THE NEXT FOLLOWING DAY WHICH IS NEITHER A SATURDAY OR SUNDAY AND ON WHICH BANKS ARE SO OPEN) ("A NON-CUMULATIVE PREFERENTIAL DIVIDEND"). THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND WILL BE EQUAL TO SIX (6) PER CENT OF THE AGGREGATE OF THE AMOUNT SUBSCRIBED BY THE HOLDER OF THE A ORDINARY SHARES FOR ITS HOLDING OF A ORDINARY SHARES AND B ORDINARY SHARES AND THE AMOUNT OF ITS LOAN (TO THE EXTENT NOT REPAID) TO THE COMPANY IN CONNECTION WITH THE SUBSCRIPTION AGREEMENT LESS THE AMOUNT OF THE C NON-CUMULATIVE DIVIDEND AND THE D NON-CUMULATIVE PREFERENTIAL DIVIDEND. ONCE THE A, C AND D NON-CUMULATIVE PREFERENTIAL DIVIDENDS HAVE BEEN PAID, EACH HOLDER OF AN A ORDINARY SHARE TOGETHER WITH THE HOLDERS OF ALL THE OTHER SHARES SHALL BE ENTITLED TO THE REMAINING BALANCE OF DISTRIBUTABLE PROFITS ON A PARRI PASSU BASIS AS IF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE

Class of shares	B ORDINARY	<i>Number allotted</i>	1000000
		<i>Aggregate nominal value</i>	1000000
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

ANY CAPITALISED DEFINED TERMS ARE AS DEFINED IN THE COMPANY'S ARTICLES OF THE ASSOCIATION OF THE COMPANY UNLESS OTHERWISE DEFINED HEREIN. VOTING EACH HOLDER OF A B ORDINARY SHARE IS ENTITLED TO ONE VOTE PER B ORDINARY SHARE OF WHICH IT IS A HOLDER. RETURN OF CAPITAL ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY. THE PROCEEDS OF ANY SALE OF THE COMPANY SHALL BE DISTRIBUTED AMONGST THE HOLDER OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP IN RELATION TO THE NOMINAL VALUE ONLY OF THE SHARES HELD BY THEM RESPECTIVELY. NOTWITHSTANDING ANY OF THE FOREGOING IN ORDER TO COMPLY WITH THE TAX LEGISLATION NO SINGLE COMPANY WHICH IS A HOLDER OF SHARES SHALL (TOGETHER WITH ANY CONNECTED PERSON) BE ENTITLED (WITHOUT REGARD TO ANY RIGHTS WHICH ANY HOLDER HAS AS A LOAN CREDITOR OR BY REASON OF THAT HOLDER'S POSSESSION OF, OR ENTITLEMENT TO ACQUIRE RELEVANT FIXED-RATE PREFERENCE SHARES) ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE (BUT, FOR THE AVOIDANCE OF DOUBT, NOT ON A SALE) TO RECEIVE MORE THAN 50% OF THE CAPITAL AVAILABLE FOR PAYMENT TO ALL MEMBERS. FOR THOSE PURPOSES THE EXPRESSION "LOAN CREDITOR" SHALL BEAR THE MEANINGS RESPECTIVELY GIVEN TO THEM BY SECTION 253 OF THE TAX ACT AND THE EXPRESSION "RELEVANT FIXED-RATE PREFERENCE SHARES" SHALL BEAR THE MEANING GIVEN BY CHAPTER 4, PART 6 OF THE TAX ACT. REDEMPTION RIGHTS B ORDINARY SHARES CARRY NO RIGHTS OF REDEMPTION. DIVIDENDS A HOLDER OF A B ORDINARY SHARE HAS NO RIGHT TO A PREFERRED DIVIDEND PAYMENT. HOWEVER, PROVIDED, THE HOLDER OF A B ORDINARY SHARE ALSO HOLDS AN A ORDINARY SHARE, WHEN THE COMPANY HAS PROFITS AVAILABLE FOR DISTRIBUTION IN A FINANCIAL YEAR, ITS B ORDINARY SHARES WILL BE TAKEN INTO ACCOUNT WHEN CALCULATING THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND. THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND WILL BE EQUAL TO SIX (6) PER CENT OF THE AGGREGATE OF THE AMOUNT SUBSCRIBED BY THE HOLDER OF THE A ORDINARY SHARES FOR ITS HOLDING OF A ORDINARY SHARES AND B ORDINARY SHARES AND THE AMOUNT OF ITS LOAN (TO THE EXTENT NOT REPAYED) TO THE COMPANY IN CONNECTION WITH THE SUBSCRIPTION AGREEMENT LESS THE AMOUNT OF THE C NON-CUMULATIVE DIVIDEND AND THE D NON-CUMULATIVE PREFERENTIAL DIVIDEND. ONCE THE A, C AND D NON-CUMULATIVE PREFERENTIAL DIVIDENDS HAVE BEEN PAID, EACH HOLDER OF A B ORDINARY SHARE TOGETHER WITH THE HOLDERS OF ALL THE OTHER SHARES SHALL BE ENTITLED TO THE REMAINING BALANCE OF DISTRIBUTABLE PROFITS ON A PARRI PASSU BASIS AS IF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. ANY DISTRIBUTABLE PROFITS PAYABLE TO A HOLDER OF A B ORDINARY SHARE WILL BE PAYABLE BY THE COMPANY ON THE TENTH DAY AFTER THE 25TH JUNE, 25TH SEPTEMBER, 27TH DECEMBER AND 25TH MARCH (OR IF THAT DAY IS A SATURDAY OR SUNDAY OR A DAY ON WHICH BANKS ARE NOT OPEN IN LONDON FOR NORMAL BUSINESS BANKING ON THE NEXT FOLLOWING DAY WHICH IS NEITHER A SATURDAY OR SUNDAY AND ON WHICH BANKS ARE SO OPEN).

Class of shares	C ORDINARY	<i>Number allotted</i>	1500000
		<i>Aggregate nominal value</i>	150
<i>Currency</i>	GBP	<i>Amount paid</i>	0.0001
		<i>Amount unpaid</i>	0

Prescribed particulars

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NOTWITHSTANDING ANY OF THE FOREGOING IN ORDER TO COMPLY WITH THE TAX LEGISLATION NO SINGLE COMPANY WHICH IS A HOLDER OF SHARES SHALL (TOGETHER WITH ANY CONNECTED PERSON) BE ENTITLED (WITHOUT REGARD TO ANY RIGHTS WHICH ANY HOLDER HAS AS A LOAN CREDITOR OR BY REASON OF THAT HOLDER'S POSSESSION OF, OR ENTITLEMENT TO ACQUIRE RELEVANT FIXED-RATE PREFERENCE SHARES) ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE (BUT, FOR THE AVOIDANCE OF DOUBT, NOT ON A SALE) TO RECEIVE MORE THAN 50% OF THE CAPITAL AVAILABLE FOR PAYMENT TO ALL MEMBERS. FOR THOSE PURPOSES THE EXPRESSION "LOAN CREDITOR" SHALL BEAR THE MEANINGS RESPECTIVELY GIVEN TO THEM BY SECTION 253 OF THE TAX ACT AND THE EXPRESSION "RELEVANT FIXED-RATE PREFERENCE SHARES" SHALL BEAR THE MEANING GIVEN BY CHAPTER 4, PART 6 OF THE TAX ACT. REDEMPTION RIGHTS C ORDINARY SHARES CARRY NO RIGHTS OF REDEMPTION. DIVIDENDS WHEN THE COMPANY HAS PROFITS AVAILABLE FOR DISTRIBUTION IN A FINANCIAL YEAR, A HOLDER OF A C ORDINARY SHARE IS ENTITLED TO RECEIVE A NON-CUMULATIVE PREFERENTIAL DIVIDEND OF £375 IN PROPORTION TO THE NUMBER OF C ORDINARY SHARES HELD BY IT RESPECTIVELY ("C NON-CUMULATIVE PREFERENTIAL DIVIDEND"). THE C NON-CUMULATIVE PREFERENTIAL DIVIDEND IS TO BE PAID CONTEMPORANEOUSLY WITH THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND. IN CALCULATING THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND, THE C NON-CUMULATIVE PREFERENTIAL DIVIDEND AND THE D NON-CUMULATIVE PREFERENTIAL DIVIDEND ARE DEDUCTED SO AS TO ENSURE THE HOLDERS OF C ORDINARY SHARES AND D ORDINARY SHARES ARE GIVEN PRIORITY ABOVE THE HOLDERS OF A ORDINARY SHARES. ONCE THE A, C AND D NON-CUMULATIVE PREFERENTIAL DIVIDENDS HAVE BEEN PAID, EACH HOLDER OF A C ORDINARY SHARE TOGETHER WITH THE HOLDERS OF ALL THE OTHER SHARES SHALL BE ENTITLED TO THE REMAINING BALANCE OF DISTRIBUTABLE PROFITS ON A PARRI PASSU BASIS AS IF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. ANY DISTRIBUTABLE PROFITS PAYABLE TO A HOLDER OF A C ORDINARY SHARE WILL BE PAYABLE BY THE COMPANY ON THE TENTH DAY AFTER THE 25TH JUNE, 25TH SEPTEMBER, 27TH DECEMBER AND 25TH MARCH (OR IF THAT DAY IS A SATURDAY OR SUNDAY OR A DAY ON WHICH BANKS ARE NOT OPEN IN LONDON FOR NORMAL BUSINESS BANKING ON THE NEXT FOLLOWING DAY WHICH IS NEITHER A SATURDAY OR SUNDAY AND ON WHICH BANKS ARE SO OPEN). NOTWITHSTANDING THE ABOVE, THE DISTRIBUTABLE PROFITS PAYABLE TO A HOLDER OF A C ORDINARY SHARE SHALL BE CAPPED AT AN AMOUNT NO GREATER THAN 50% OF THE PROFITS DISTRIBUTED BY THE COMPANY TO

Class of shares	D ORDINARY	<i>Number allotted</i>	61225
		<i>Aggregate nominal value</i>	6.1225
<i>Currency</i>	GBP	<i>Amount paid</i>	0.0001
		<i>Amount unpaid</i>	0

Prescribed particulars

ANY CAPITALISED DEFINED TERMS ARE AS DEFINED IN THE COMPANY'S ARTICLES OF THE ASSOCIATION UNLESS OTHERWISE DEFINED HEREIN. VOTING EACH HOLDER OF A D ORDINARY SHARE IS ENTITLED TO ONE VOTE PER D ORDINARY SHARE OF WHICH IT IS A HOLDER. RETURN OF CAPITAL ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY. THE PROCEEDS OF ANY SALE OF THE COMPANY SHALL BE DISTRIBUTED AMONGST THE HOLDER OF SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARES) IN PROPORTION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP IN RELATION TO THE NOMINAL VALUE ONLY OF THE SHARES HELD BY THEM RESPECTIVELY.

NOTWITHSTANDING ANY OF THE FOREGOING IN ORDER TO COMPLY WITH THE TAX LEGISLATION NO SINGLE COMPANY WHICH IS A HOLDER OF SHARES SHALL (TOGETHER WITH ANY CONNECTED PERSON) BE ENTITLED (WITHOUT REGARD TO ANY RIGHTS WHICH ANY HOLDER HAS AS A LOAN CREDITOR OR BY REASON OF THAT HOLDER'S POSSESSION OF, OR ENTITLEMENT TO ACQUIRE RELEVANT FIXED-RATE PREFERENCE SHARES) ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE (BUT, FOR THE AVOIDANCE OF DOUBT, NOT ON A SALE) TO RECEIVE MORE THAN 50% OF THE CAPITAL AVAILABLE FOR PAYMENT TO ALL MEMBERS. FOR THOSE PURPOSES THE EXPRESSION "LOAN CREDITOR" SHALL BEAR THE MEANINGS RESPECTIVELY GIVEN TO THEM BY SECTION 253 OF THE TAX ACT AND THE EXPRESSION "RELEVANT FIXED-RATE PREFERENCE SHARES" SHALL BEAR THE MEANING GIVEN BY CHAPTER 4, PART 6 OF THE TAX ACT. REDEMPTION RIGHTS D ORDINARY SHARES CARRY NO RIGHTS OF REDEMPTION. DIVIDENDS WHEN THE COMPANY HAS PROFITS AVAILABLE FOR DISTRIBUTION, A HOLDER OF A D ORDINARY SHARE IS ENTITLED TO RECEIVE A NON-CUMULATIVE PREFERENTIAL DIVIDEND OF £365, IN PROPORTION TO THE NUMBER OF D ORDINARY SHARES HELD BY IT RESPECTIVELY (THE "D NON-CUMULATIVE PREFERENTIAL DIVIDEND"). THE D NON-CUMULATIVE PREFERENTIAL DIVIDEND IS TO BE PAID CONTEMPORANEOUSLY WITH THE PAYMENT OF THE A-NON CUMULATIVE PREFERENTIAL DIVIDEND AND THE C NON-CUMULATIVE PREFERENTIAL DIVIDEND. IN CALCULATING THE A NON-CUMULATIVE PREFERENTIAL DIVIDEND, THE C NON-CUMULATIVE PREFERENTIAL DIVIDEND AND THE D NON-CUMULATIVE PREFERENTIAL DIVIDEND ARE DEDUCTED SO AS TO ENSURE THE HOLDERS OF C ORDINARY SHARES AND D ORDINARY SHARES ARE GIVEN PRIORITY ABOVE THE HOLDERS OF A ORDINARY SHARES. ONCE THE A, C AND D NON-CUMULATIVE PREFERENTIAL DIVIDENDS HAVE BEEN PAID, EACH HOLDER OF A D ORDINARY SHARE TOGETHER WITH THE HOLDERS OF ALL THE OTHER SHARES SHALL BE ENTITLED TO THE REMAINING BALANCE OF DISTRIBUTABLE PROFITS ON A PARRI PASSU BASIS AS IF THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. ANY DISTRIBUTABLE PROFITS PAYABLE TO A HOLDER OF A D ORDINARY SHARE WILL BE PAYABLE BY THE COMPANY ON THE TENTH DAY AFTER THE 25TH JUNE, 25TH SEPTEMBER, 27TH DECEMBER AND 25TH MARCH (OR IF THAT DAY IS A SATURDAY OR SUNDAY OR A DAY ON WHICH BANKS ARE NOT OPEN IN LONDON FOR NORMAL BUSINESS BANKING ON THE NEXT FOLLOWING DAY WHICH IS NEITHER A SATURDAY OR SUNDAY AND ON WHICH BANKS ARE SO OPEN). NOTWITHSTANDING THE ABOVE, THE DISTRIBUTABLE PROFITS PAYABLE TO A ~~HOLDER OF A D ORDINARY SHARE SHALL BE CAPPED AT AN AMOUNT NO GREATER THAN 50% OF THE~~

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	3061226
		<i>Total aggregate nominal value</i>	1500157.1225

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 19/03/2014 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

<i>Shareholding 1</i>	: 1 ORDINARY shares held as at the date of this return
<i>Name:</i>	WILLIAM JOHN AIKEN
<i>Shareholding 2</i>	: 500000 A ORDINARY shares held as at the date of this return
<i>Name:</i>	FORESIGHT SOLAR VCT PLC
<i>Shareholding 3</i>	: 1000000 B ORDINARY shares held as at the date of this return
<i>Name:</i>	FORESIGHT SOLAR VCT PLC
<i>Shareholding 4</i>	: 1500000 C ORDINARY shares held as at the date of this return
<i>Name:</i>	THE VCT CHARITABLE TRUST
<i>Shareholding 5</i>	: 61225 D ORDINARY shares held as at the date of this return
<i>Name:</i>	JENSON PARTNERS LLP

Authorisation

Authenticated

This form was authorised by one of the following:

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