



Companies House

AR01 (ef)

Annual Return

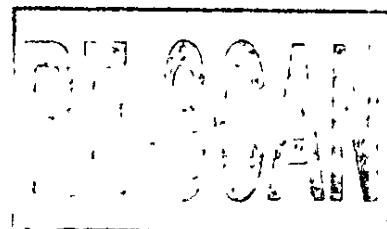


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<i>Company Name</i>	THE GYM GROUP HOLDINGS LIMITED
<i>Company Number.</i>	08528493
<i>Date of this return</i>	14/05/2015
<i>SIC codes</i>	64209
<i>Company Type</i>	Private company limited by shares
<i>Situation of Registered Office</i>	C/O THE GYM LIMITED WOODBIDGE HOUSE WOODBRIDGE MEADOWS GUILDFORD SURREY GU1 1BA

Officers of the company



Company Director **1**

Type **Person**
Full forename(s). **MR DAVID**

Surname **BURNS**

Former names

Service Address **25 BEDFORD STREET
LONDON
ENGLAND
WC2E 9ES**

Country/State Usually Resident **ENGLAND**

Date of Birth. **13/06/1970** *Nationality* **BRITISH**
Occupation **INVESTOR PARTNER**

Company Director **2**

Type **Person**
Full forename(s) **MR PAUL JOHN THOMAS**

Surname **GILBERT**

Former names.

Service Address **OLDFIELD ST ST. MARYS ROAD**
 BOWDON
 ALTRINCHAM
 CHESHIRE
 ENGLAND
 WA14 2PJ

Country/State Usually Resident **ENGLAND**

Date of Birth. **07/06/1962** *Nationality.* **BRITISH**
Occupation **DIRECTOR**

Company Director 3

Type Person
Full forename(s) MR JAMES

Surname GRAHAM

Former names.

Service Address recorded as Company's registered office

Country/State Usually Resident ENGLAND

Date of Birth 18/04/1967 *Nationality* BRITISH

Occupation DIRECTOR

Company Director 4

Type Person
Full forename(s) MR ANDREW JOHN

Surname MATHEWS

Former names

Service Address recorded as Company's registered office

Country/State Usually Resident ENGLAND

Date of Birth 07/08/1970 *Nationality* BRITISH

Occupation ACCOUNTANT

Company Director 5

Type **Person**
Full forename(s) **MR JOHN ROBERT**

Surname **TREHARNE**

Former names

Service Address recorded as Company's registered office

Country/State Usually Resident **ENGLAND**

Date of Birth **02/01/1954** *Nationality* **BRITISH**

Occupation **DIRECTOR**

Company Director

Type **Corporate**
Name **BRIDGES VENTURES LLP**

Registered or principal address **1 CRAVEN HILL
LONDON
ENGLAND
W2 3EN**

Non European Economic Area (EEA) Company

Legal Form **LIMITED LIABILITY PARTNERSHIP**
Law Governed **LIMITED LIABILITY PARTNERSHIPS ACT 2000**
Register Location **UNITED KINGDOM**
Registration Number **OC367510**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	385575
		<i>Aggregate nominal value</i>	3855 75
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND TO SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING FOR THE CLASS OF SHARE THEY HOLD. ON A WRITTEN RESOLUTION EACH SHARE IS ENTITLED TO ONE VOTE. ON A POLL EACH SHARE IS ENTITLED TO ONE VOTE. ON A SHOW OF HANDS EACH SHARE IS ENTITLED TO ONE VOTE. IN OTHER RESPECTS THE A ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	B ORDINARY	<i>Number allotted</i>	20486
		<i>Aggregate nominal value</i>	204.86
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

B ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND TO SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING FOR THE CLASS OF SHARE THEY HOLD. ON A WRITTEN RESOLUTION EACH SHARE IS ENTITLED TO TWO VOTES. ON A POLL EACH SHARE IS ENTITLED TO ONE VOTE. ON A SHOW OF HANDS EACH SHARE IS ENTITLED TO ONE VOTE. IN OTHER RESPECTS THE B ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	C1 ORDINARY	<i>Number allotted</i>	87642
		<i>Aggregate nominal value</i>	3505.68
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

EACH SHARE IS ENTITLED TO ONE VOTE. IN OTHER RESPECTS THE C1 ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	C2 ORDINARY	<i>Number allotted</i>	95463
		<i>Aggregate nominal value</i>	954.63
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

C2 ORDINARY SHAREHOLDERS ARE NOT ENTITLED TO RECEIVE NOTICE OF, NOR TO ATTEND OR TO SPEAK, AT ANY GENERAL MEETING NOR AT ANY SEPARATE CLASS MEETING FOR THE CLASS OF SHARE THEY HOLD. C2 SHARES HAVE NO VOTING RIGHTS. IN OTHER RESPECTS THE C2 ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	C3 ORDINARY	<i>Number allotted</i>	6895
		<i>Aggregate nominal value</i>	68.95
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

C3 ORDINARY SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND TO SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING FOR THE CLASS OF SHARE THEY HOLD. ON A WRITTEN RESOLUTION EACH SHARE IS ENTITLED TO TEN VOTES. ON A POLL EACH SHARE IS ENTITLED TO FIVE VOTES. ON A SHOW OF HANDS EACH SHARE IS ENTITLED TO ONE VOTE. IN OTHER RESPECTS THE C3 ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	C4 ORDINARY	<i>Number allotted</i>	50
		<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

C4 ORDINARY SHAREHOLDERS ARE NOT ENTITLED TO RECEIVE NOTICE OF, NOR TO ATTEND OR TO SPEAK, AT ANY GENERAL MEETING NOR AT ANY SEPARATE CLASS MEETING FOR THE CLASS OF SHARE THEY HOLD. ON A WRITTEN RESOLUTION, PURSUANT TO ARTICLE 12.4.1.5, C4 ORDINARY SHARES SHALL BE ENTITLED TO SUCH NUMBER OF VOTES WHICH, WHEN COUNTED TOGETHER WITH ALL OTHER VOTES CAPABLE OF BEING CAST BY THAT HOLDER OF THE C4 ORDINARY SHARES IN QUESTION IN RESPECT OF ANY OTHER CLASS OF SHARE HELD BY THE HOLDER OF THE C4 ORDINARY SHARES, EQUALS 5% OF ALL VOTES CAPABLE OF BEING CAST BY ALL SHAREHOLDERS. IN OTHER RESPECTS THE C4 ORDINARY SHARES ARE TREATED EQUALLY WITH ALL THE OTHER CLASSES OF A, B AND C ORDINARY SHARES.

Class of shares	PREFERENCE	<i>Number allotted</i>	48393939
		<i>Aggregate nominal value</i>	48.393939
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

PREFERENCE SHAREHOLDERS ARE ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING OR ON ANY WRITTEN RESOLUTION OF THE COMPANY. PREFERENCE SHAREHOLDERS ARE ENTITLED TO 10% PER ANNUM DIVIDENDS. ANY DIVIDEND REMAINING UNPAID AT 31 DECEMBER EACH YEAR IS ADDED TO THE SHARE CAPITAL FOR THE PURPOSE OF CALCULATING THE FOLLOWING YEAR'S DIVIDEND.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	48990050
		<i>Total aggregate nominal value</i>	8639.263939

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 14/05/2015 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 Name:</i>	257921 A ORDINARY shares held as at the date of this return PHOENIX EQUITY NOMINEES LIMITED
<i>Shareholding 2 Name:</i>	30738846 PREFERENCE shares held as at the date of this return PHOENIX EQUITY NOMINEES LIMITED
<i>Shareholding 3 Name:</i>	127654 A ORDINARY shares held as at the date of this return BRIDGES COMMUNITY VENTURES NOMINEES LIMITED
<i>Shareholding 4 Name:</i>	15213663 PREFERENCE shares held as at the date of this return BRIDGES COMMUNITY VENTURES NOMINEES LIMITED
<i>Shareholding 5 Name:</i>	14766 B ORDINARY shares held as at the date of this return JOHN TREHARNE
<i>Shareholding 6 Name:</i>	35446 C1 ORDINARY shares held as at the date of this return JOHN TREHARNE
<i>Shareholding 7 Name:</i>	35463 C2 ORDINARY shares held as at the date of this return JOHN TREHARNE

<i>Shareholding 8 Name</i>	1759780 PREFERENCE shares held as at the date of this return JOHN TREHARNE
<i>Shareholding 9 Name</i>	2824 B ORDINARY shares held as at the date of this return ANDREW JOHN MATHEWS
<i>Shareholding 10 Name</i>	33485 C1 ORDINARY shares held as at the date of this return ANDREW JOHN MATHEWS
<i>Shareholding 11 Name</i>	1970 C3 ORDINARY shares held as at the date of this return ANDREW JOHN MATHEWS
<i>Shareholding 12 Name</i>	336544 PREFERENCE shares held as at the date of this return ANDREW JOHN MATHEWS
<i>Shareholding 13 Name</i>	2896 B ORDINARY shares held as at the date of this return PAUL GILBERT
<i>Shareholding 14 Name</i>	18711 C1 ORDINARY shares held as at the date of this return PAUL GILBERT
<i>Shareholding 15 Name</i>	4925 C3 ORDINARY shares held as at the date of this return PAUL GILBERT
<i>Shareholding 16 Name</i>	345106 PREFERENCE shares held as at the date of this return PAUL GILBERT
<i>Shareholding 17 Name</i>	22500 C2 ORDINARY shares held as at the date of this return JONATHAN SPAVEN
<i>Shareholding 18 Name</i>	2150 C2 ORDINARY shares held as at the date of this return DAVID MELHUISE
<i>Shareholding 19 Name</i>	1600 C2 ORDINARY shares held as at the date of this return ANDREW ROBINSON
<i>Shareholding 20 Name</i>	1600 C2 ORDINARY shares held as at the date of this return KERRY KUSTER
<i>Shareholding 21 Name</i>	2150 C2 ORDINARY shares held as at the date of this return JASPER MCINTOSH
<i>Shareholding 22 Name</i>	50 C4 ORDINARY shares held as at the date of this return ANDREW MATHEWS

Shareholding 23 · 30000 C2 ORDINARY shares held as at the date of this return

Name · JAMES GRAHAM

Authorisation

Authenticated

This form was authorised by one of the following

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



Companies House

COMPANY NAME: THE GYM GROUP PL

COMPANY NUMBER: 8528493

A second filed AR01 was registered on 8th January 2016