



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **GASCOIGNE HALMAN GROUP LIMITED**

Company Number: **09796165**



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Company Name: **GASCOIGNE HALMAN GROUP LIMITED**

Company Number: **09796165**

Confirmation **05/09/2019**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	82750
	ORDINARY	Aggregate nominal value:	750.02025
	SHARES		

Currency: GBP

Prescribed particulars

"A ORDINARY SHARES": MEANS THE A ORDINARY SHARES OF £0.01 EACH IN THE CAPITAL OF THE COMPANY; "B ORDINARY SHARES": MEANS THE B ORDINARY SHARES OF £0.01 EACH IN THE CAPITAL OF THE COMPANY; "C SHARES": MEANS THE C SHARES OF £0.01 EACH IN THE CAPITAL OF THE COMPANY; "CONTROLLING INTEREST": MEANS AN INTEREST IN SHARES GIVING TO THE HOLDER OR HOLDERS (AND PERSONS ACTING IN CONCERT WITH SUCH PERSON) CONTROL OF THE COMPANY WITHIN THE MEANING OF SECTION 1124 CORPORATION TAX ACT 2010; "GROUP": MEANS THE COMPANY AND ITS SUBSIDIARIES (IF ANY) FROM TIME TO TIME AND REFERENCES TO MEMBER OF THE GROUP AND GROUP COMPANY ARE TO BE CONSTRUED ACCORDINGLY; "PROCEEDS": MEANS THE CONSIDERATION OR VALUE TO WHICH SHAREHOLDERS OR ANY OF THEM IS ENTITLED TO RECEIVE UPON A SALE OR RETURN OF CAPITAL; "RETURN OF CAPITAL": MEANS A RETURN OF ASSETS ON A LIQUIDATION OR WINDING UP, A BUYBACK OF SHARES OR A CAPITAL REDUCTION BY THE COMPANY; "SALE": MEANS A SALE OF A CONTROLLING INTEREST IN THE COMPANY OR A SALE OF ALL OR SUBSTANTIALLY ALL OF THE BUSINESS UNDERTAKING AND ASSETS OF THE GROUP; "SUBSIDIARIES": MEANS SUBSIDIARY AND SUBSIDIARY UNDERTAKINGS AS DEFINED IN SCHEDULE 6 OF THE 2006 ACT. SUBSIDIARY IS TO BE CONSTRUED ACCORDINGLY; 1.1 THE SHARE CAPITAL OF THE COMPANY AT THE ADOPTION DATE CONSISTS OF A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES WHICH SHALL RANK EQUALLY IN ALL RESPECTS SAVE AS SET OUT IN THIS PARAGRAPH 1. 1.2 ON A SALE OR RETURN OF CAPITAL (AND WHETHER PAID TO SHAREHOLDERS BY WAY OF CONSIDERATION FOR THE TRANSFER OF SHARES, DIVIDENDS OR OTHERWISE), THE PROCEEDS WILL BE DISTRIBUTED ON A PARI PASSU BASIS BETWEEN THE HOLDERS OF THE A ORDINARY SHARES AND THE B ORDINARY SHARES ON A PRO-RATA BASIS (BASED ON THEIR HOLDINGS OF A ORDINARY SHARES AND B ORDINARY SHARES (AS RELEVANT)). THE C SHARES, SHALL IN SUCH CIRCUMSTANCES, HAVE NO ENTITLEMENT. 1.3 EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE WILL ENTITLE ITS HOLDER TO RECEIVE NOTICE OF, ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY AND TO RECEIVE COPIES OF AND TO AGREE ANY PROPOSED WRITTEN RESOLUTION. THE C SHARES SHALL HAVE

NO ENTITLEMENT TO THE MATTERS SET OUT IN THIS PARAGRAPH 1.3. 1.4 THE PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR LAWFUL DISTRIBUTION IN RESPECT OF EACH FINANCIAL YEAR OF THE COMPANY SHALL BE APPLIED IN SUCH AMOUNTS AS THE BOARD SHALL DETERMINE, TAKING INTO ACCOUNT THE WORKING CAPITAL REQUIREMENTS OF THE GROUP PROVIDED THAT ANY DISTRIBUTION SHALL BE MADE BETWEEN THE A ORDINARY SHARES AND B ORDINARY SHARES ON A PRO-RATA BASIS. THE C SHARES SHALL NOT BE ENTITLED TO ANY DIVIDENDS. 1.5 IF THE HOLDER OF A ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY B ORDINARY SHARES, THOSE B ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF A ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE B ORDINARY SHARES. IF THE HOLDER OF B ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY A ORDINARY SHARES, THOSE A ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF B ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE A ORDINARY SHARES. 1.6 THE A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	B	Number allotted	17250
	ORDINARY	Aggregate nominal value:	249.99975
	SHARES		

Currency: **GBP**

Prescribed particulars

1.1 THE SHARE CAPITAL OF THE COMPANY AT THE ADOPTION DATE CONSISTS OF A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES WHICH SHALL RANK EQUALLY IN ALL RESPECTS SAVE AS SET OUT IN THIS PARAGRAPH 1. 1.2 ON A SALE OR RETURN OF CAPITAL (AND WHETHER PAID TO SHAREHOLDERS BY WAY OF CONSIDERATION FOR THE TRANSFER OF SHARES, DIVIDENDS OR OTHERWISE), THE PROCEEDS WILL BE DISTRIBUTED ON A PAN PASSU BASIS BETWEEN THE HOLDERS OF THE A ORDINARY SHARES AND THE B ORDINARY SHARES ON A PRO-RATA BASIS (BASED ON THEIR HOLDINGS OF A ORDINARY SHARES AND B ORDINARY SHARES (AS RELEVANT)). THE C SHARES, SHALL IN SUCH CIRCUMSTANCES, HAVE NO ENTITLEMENT. 1.3 EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE WILL ENTITLE ITS HOLDER TO RECEIVE NOTICE OF, ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY AND TO RECEIVE COPIES OF AND TO AGREE ANY PROPOSED WRITTEN RESOLUTION. THE C SHARES SHALL HAVE NO ENTITLEMENT TO THE MATTERS SET OUT IN THIS PARAGRAPH 1.3. 1.4 THE PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR LAWFUL DISTRIBUTION IN RESPECT OF EACH FINANCIAL YEAR OF THE COMPANY

SHALL BE APPLIED IN SUCH AMOUNTS AS THE BOARD SHALL DETERMINE, TAKING INTO ACCOUNT THE WORKING CAPITAL REQUIREMENTS OF THE GROUP PROVIDED THAT ANY DISTRIBUTION SHALL BE MADE BETWEEN THE A ORDINARY SHARES AND B ORDINARY SHARES ON A PRO-RATA BASIS. THE C SHARES SHALL NOT BE ENTITLED TO ANY DIVIDENDS. 1.5 IF THE HOLDER OF A ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY B ORDINARY SHARES, THOSE B ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF A ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE B ORDINARY SHARES. IF THE HOLDER OF B ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY A ORDINARY SHARES, THOSE A ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF B ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE A ORDINARY SHARES. 1.6 THE A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	C	Number allotted	1896905
	SHARES	Aggregate nominal value:	18969.05
Currency:	GBP		

Prescribed particulars

1.1 THE SHARE CAPITAL OF THE COMPANY AT THE ADOPTION DATE CONSISTS OF A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES WHICH SHALL RANK EQUALLY IN ALL RESPECTS SAVE AS SET OUT IN THIS PARAGRAPH 1. 1.2 ON A SALE OR RETURN OF CAPITAL (AND WHETHER PAID TO SHAREHOLDERS BY WAY OF CONSIDERATION FOR THE TRANSFER OF SHARES, DIVIDENDS OR OTHERWISE), THE PROCEEDS WILL BE DISTRIBUTED ON A PAN PASSU BASIS BETWEEN THE HOLDERS OF THE A ORDINARY SHARES AND THE B ORDINARY SHARES ON A PRO-RATA BASIS (BASED ON THEIR HOLDINGS OF A ORDINARY SHARES AND B ORDINARY SHARES (AS RELEVANT)). THE C SHARES, SHALL IN SUCH CIRCUMSTANCES, HAVE NO ENTITLEMENT. 1.3 EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE WILL ENTITLE ITS HOLDER TO RECEIVE NOTICE OF, ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY AND TO RECEIVE COPIES OF AND TO AGREE ANY PROPOSED WRITTEN RESOLUTION. THE C SHARES SHALL HAVE NO ENTITLEMENT TO THE MATTERS SET OUT IN THIS PARAGRAPH 1.3. 1.4 THE PROFITS OF THE COMPANY WHICH ARE AVAILABLE FOR LAWFUL DISTRIBUTION IN RESPECT OF EACH FINANCIAL YEAR OF THE COMPANY SHALL BE APPLIED IN SUCH AMOUNTS AS THE BOARD SHALL DETERMINE, TAKING INTO ACCOUNT THE WORKING CAPITAL REQUIREMENTS OF THE GROUP PROVIDED THAT ANY DISTRIBUTION SHALL BE MADE BETWEEN THE A ORDINARY SHARES

AND B ORDINARY SHARES ON A PRO-RATA BASIS. THE C SHARES SHALL NOT BE ENTITLED TO ANY DIVIDENDS. 1.5 IF THE HOLDER OF A ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY B ORDINARY SHARES, THOSE B ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF A ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE B ORDINARY SHARES. IF THE HOLDER OF B ORDINARY SHARES ACQUIRES OR SUBSCRIBES FOR ANY A ORDINARY SHARES, THOSE A ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO THE SAME NUMBER OF B ORDINARY SHARES FROM THE DATE OF REGISTRATION OF THOSE A ORDINARY SHARES. 1.6 THE A ORDINARY SHARES, B ORDINARY SHARES AND C SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1996905
		Total aggregate nominal value:	19969.07
		Total aggregate amount unpaid:	0

Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1:	1896905 C SHARES shares held as at the date of this confirmation statement
Name:	CONNELLS LIMITED
Shareholding 2:	5000 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	JOHN FREDERICK HALMAN
Shareholding 3:	0 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	MARTIN LEE FORREST
Shareholding 4:	1250 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	PETER JOHN HIGHAM
Shareholding 5:	2000 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	MARKUS JOLLEYS
Shareholding 6:	750 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	ANDREW ROGERS
Shareholding 7:	1500 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	NICHOLAS LONGWORTH
Shareholding 8:	750 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	MATTHEW CLARK
Shareholding 9:	2000 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	PHILLIP DIGGLE
Shareholding 10:	82750 A ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	CONNELLS LIMITED
Shareholding 11:	1000 B ORDINARY SHARES shares held as at the date of this confirmation statement
Name:	MICHAEL BERNARD THOMPSON

Shareholding 12: **1000 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **RICHARD LEECE**

Shareholding 13: **1000 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **ANDREW GRAHAM BUCKLEY**

Shareholding 14: **1000 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **BOBBY SHAHLAVI**

Shareholding 15: **0 B ORDINARY SHARES shares held as at the date of this confirmation statement**

Name: **CHRISTINE ANNE REES**

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

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