



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **WINTER RESTAURANTS HOLDINGS LIMITED**

Company Number: **10507047**



Received for filing in Electronic Format on the: **23/12/2022**

XBJHOHC2

Company Name: **WINTER RESTAURANTS HOLDINGS LIMITED**

Company Number: **10507047**

Confirmation **30/11/2022**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>1000</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>1000</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**EXCEPT AS OTHERWISE PROVIDED BY THE RIGHTS ATTACHED TO ANY SHARES FROM TIME TO TIME, ALL DIVIDENDS SHALL BE PAID ON SUCH CLASS OR CLASSES OF SHARE AS THE DIRECTORS MAY RESOLVE AND TO THE HOLDERS OF SUCH SHARES IN PROPORTION TO THE NUMBERS OF SHARES ON WHICH THE DIVIDEND IS PAID HELD BY THEM RESPECTIVELY, BUT IF ANY SHARE IS ISSUED ON TERMS THAT IT SHALL RANK FOR DIVIDEND AS FROM A PARTICULAR DATE, OR PARI PASSU AS REGARDS DIVIDENDS WITH A SHARE ALREADY ISSUED, THAT SHARE SHALL RANK FOR DIVIDEND ACCORDINGLY. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS TO 10 PER CENT IN FAVOUR OF THE B ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES HELD BY EACH OF THEM) PROVIDED THAT: IN THE EVENT THAT THE AGGREGATE SUBSCRIPTION PRICE PAID FOR B ORDINARY SHARES IS LESS THAN £2,000,000 THE ENTITLEMENT OF THE B ORDINARY SHAREHOLDERS SHALL BE REDUCED ON A PROPORTIONATE STRAIGHT LINE BASIS DOWN TO 0 PER CENT IF THE AGGREGATE SUBSCRIPTION PRICE WAS NIL WITH ANY CORRESPONDING REDUCTION BEING ADDED TO THE ENTITLEMENT OF THE A ORDINARY SHAREHOLDERS AND; AND AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS AND B ORDINARY SHAREHOLDERS, EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM. ON A POLL, EVERY A ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY ONE OR MORE DULY APPOINTED PROXIES OR (BEING A COMPANY) BY A REPRESENTATIVE OR BY ONE OR MORE DULY APPOINTED PROXIES SHALL HAVE ONE VOTE FOR EVERY A ORDINARY SHARE OF WHICH HE IS THE HOLDER. ON A WRITTEN RESOLUTION EVERY A ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY A ORDINARY SHARE OF WHICH HE IS THE HOLDER.**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>3649800</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>36498</b>

Currency: **GBP**

Prescribed particulars

EXCEPT AS OTHERWISE PROVIDED BY THE RIGHTS ATTACHED TO ANY SHARES FROM TIME TO TIME, ALL DIVIDENDS SHALL BE PAID ON SUCH CLASS OR CLASSES OF SHARE AS DIRECTORS MAY RESOLVE AND TO THE HOLDERS OF SUCH SHARES IN PROPORTION TO THE NUMBERS OF SHARES ON WHICH THE DIVIDEND IS PAID HELD BY THEM RESPECTIVELY, BUT IF ANY SHARE IS ISSUED ON TERMS THAT IT SHALL RANK FOR DIVIDEND AS FROM A PARTICULAR DATE, OR PARI PASSU AS REGARDS DIVIDENDS WITH A SHARE ALREADY ISSUED, THAT SHARE SHALL RANK FOR DIVIDEND ACCORDINGLY. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS TO 10 PER CENT IN FAVOUR OF THE B ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES HELD BY EACH OF THEM) PROVIDED THAT:- IN THE EVENT THAT THE AGGREGATE SUBSCRIPTION PRICE PAID FOR B ORDINARY SHARES IS LESS THAN £2,000,000 THE ENTITLEMENT TO THE B ORDINARY SHAREHOLDERS SHALL BE REDUCED ON A PROPORTIONATE STRAIGHT LINE BASIS DOWN TO 0 PER CENT IF THE AGGREGATE SUBSCRIPTION PRICE WAS NIL WITH ANY CORRESPONDING REDUCTION BEING ADDED TO THE ENTITLEMENT OF THE A ORDINARY SHAREHOLDERS; AND - AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS AND B ORDINARY SHAREHOLDERS, EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM. THE B ORDINARY SHAREHOLDERS AND THE DEFERRED SHAREHOLDERS SHALL HAVE NO VOTING RIGHTS AND SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, OR ATTEND, ANY GENERAL OR OTHER MEETINGS OF THE COMPANY AND SHALL NOT BE ENTITLED TO RECEIVE COPIES OF ANY RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS UNLESS THE BUSINESS OF THE MEETING OR THE PROPOSED WRITTEN RESOLUTION INCLUDES A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE B ORDINARY SHARES IN WHICH CASE THE B ORDINARY SHAREHOLDERS, BUT NOT THE DEFERRED SHAREHOLDERS, SHALL BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE ONLY ON, OR TO AGREE ONLY TO, SUCH RESOLUTION AND IN SUCH CIRCUMSTANCES: - ON A SHOW OF HANDS EVERY B ORDINARY SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A COMPANY) IS PRESENT BY A REPRESENTATIVE SHALL HAVE ONE VOTE AND EVERY PROXY DULY APPOINTED BY ONE OR MORE B ORDINARY SHAREHOLDERS (OR, WHERE MORE THAN ONE PROXY HAS BEEN DULY APPOINTED BY THE SAME MEMBER, ALL THE PROXIES APPOINTED BY THAT MEMBER TAKEN TOGETHER) SHALL HAVE ONE VOTE; - ON A POLL EVERY B ORDINARY

SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY ONE OR MORE DULY APPOINTED PROXIES OR (BEING A COMPANY) BY A REPRESENTATIVE OR BY ONE OR MORE DULY APPOINTED PROXIES SHALL HAVE ONE VOTE FOR EVERY B ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND - ON A WRITTEN RESOLUTION EVERY B ORDINARY SHAREHOLDER SHALL HAVE ONE VOTE FOR EVERY B ORDINARY SHARE OF WHICH HE IS THE HOLDER. UPON THE EXPIRY OF THE PERIOD OF 50 YEARS FROM THE DATE OF A PERMITTED B SHARE TRANSFER (THE "RELEVANT DATE") THE B ORDINARY SHARES HELD (OR ORIGINALLY HELD) BY SUCH FOUNDER INVESTOR SHALL AUTOMATICALLY AND WITHOUT FURTHER SANCTION OF THE SHAREHOLDERS OR RESOLUTION OF THE DIRECTORS CONVERT INTO A LIKE NUMBER OF DEFERRED SHARES. DEFERRED SHAREHOLDERS SHALL HAVE NO RIGHTS TO RECEIVE SUMS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR IN RESPECT OF THE DEFERRED SHARES HELD BY SUCH DEFERRED SHAREHOLDERS.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>3650800</b>
		Total aggregate nominal value:	<b>37498</b>
		Total aggregate amount unpaid:	<b>0</b>

## 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: **1000 A ORDINARY shares held as at the date of this confirmation statement**

Name: **MR ROBIN MARCUS BIRLEY**

Shareholding 2: **3649800 B ORDINARY shares held as at the date of this confirmation statement**

Name: **WINTER RESTAURANTS NOMINEES LIMITED**

## **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