



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **ESTELLE MANOR LIMITED**

Company Number: **11258257**



Received for filing in Electronic Format on the: **19/03/2024**

XCZ76DFK

Company Name: **ESTELLE MANOR LIMITED**

Company Number: **11258257**

Confirmation **14/03/2024**

Statement date:

The company confirms that its intended future activities are lawful.

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1000
Currency:	GBP	Aggregate nominal value:	1000
Prescribed particulars			

VOTING ON A SHOW OF HANDS, EVERY A SHAREHOLDER HOLDING ONE OR MORE A SHARES AND EVERY B SHAREHOLDER HOLDING ONE OR MORE B SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A REPRESENTATIVE OR BY PROXY, SHALL HAVE ONE VOTE. ON A POLL, EVERY A SHAREHOLDER HOLDING ONE OR MORE A SHARES AND EVERY B SHAREHOLDER HOLDING ONE OR MORE B SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE FOR EVERY A SHARE OR B SHARE OF WHICH HE IS THE HOLDER. ON A WRITTEN RESOLUTION, EVERY A SHAREHOLDER HOLDING ONE OR MORE A SHARES AND EVERY B SHAREHOLDER HOLDING ONE OR MORE B SHARES AS AT THE TIME ON WHICH THE FIRST COPY OF THE RESOLUTION IS SENT OR SUBMITTED TO SUCH SHAREHOLDER IN ACCORDANCE WITH CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006, SHALL HAVE ONE VOTE FOR EVERY A SHARE OR B SHARE HELD. NOTWITHSTANDING THE NUMBER OF SHARES IN ISSUE THE B SHARES SHALL REPRESENT NO LESS THAN 5% OF THE VOTING RIGHTS AND THE HOLDERS OF THE B SHARES SHALL BE ENTITLED TO CALL FOR A POLL AND THE B VOTES CAST SHALL BE TREATED AS REPRESENTING 5% OF THE ORDINARY SHARE CAPITAL. DIVIDENDS UNLESS THE A SHAREHOLDERS UNANIMOUSLY AGREE TO THE CONTRARY, DIVIDENDS MAY ONLY BE DECLARED IN RESPECT OF A FULL FINANCIAL YEAR. ANY DIVIDENDS TO BE PAID IN RESPECT OF A PARTICULAR CLASS OF SHARES SHALL BE PAID BETWEEN THE HOLDER(S) OF THAT CLASS OF SHARE PRO-RATA TO THE NUMBER OF SHARES OF THAT CLASS HELD BY SUCH SHAREHOLDER(S). IF ANY INTERIM DIVIDENDS ARE PAID, THEY SHALL BE PAID ON ACCOUNT OF THE SHAREHOLDERS' ENTITLEMENTS TO DIVIDENDS TO BE PAID IN RESPECT OF THAT FINANCIAL YEAR. CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE: TO THE HOLDERS OF THE A SHARES AN AMOUNT EQUAL TO (I) THE COSTS INCURRED BY THE GROUP COMPANIES TO 31 DECEMBER 2015 AND CAPITAL EXPENDITURE SINCE THEN REDUCED BY AN AMOUNT EQUAL TO ANY LOAN REPAYMENTS MADE TO THE A SHAREHOLDERS OR ANY HOLDING COMPANY OF THE PARENT COMPANY ON A REFINANCING; AND (II) ANY CAPITAL DISTRIBUTION TO ANY SUCH COMPANY AND/OR A SHAREHOLDERS FOLLOWING A SALE OF ANY GROUP COMPANY ASSETS; AS TO 5% OF ANY REMAINING SURPLUS TO THE HOLDERS OF THE B SHARES AND THE BALANCE OF THE SURPLUS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES (OR OTHER CLASSES OF ORDINARY SHARE OTHER THAN THE B SHARES). ON A SHARE SALE, THE SHARE SALE PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 5% OF THE UPLIFT TO THE HOLDERS OF THE B SHARES,

WHERE THE UPLIFT MEANS THE AMOUNT BY WHICH THE ENTERPRISE VALUE OF THE SHARE SALE (BEING THE EQUITY VALUE OF THE OFFER PLUS THE LONG TERM AND SHORT TERM DEBT AND DEBT LIKE ITEMS OF THE GROUP COMPANIES LESS THE CASH AND CASH EQUIVALENT SUBJECT TO AN ADJUSTMENT FOR NORMALISED WORKING CAPITAL) EXCEEDS THE COSTS INCURRED BY THE GROUP COMPANIES TO 31 DECEMBER 2015 AND CAPITAL EXPENDITURE SINCE THEN; AND THE BALANCE OF THE SHARE SALE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A SHARES (OR OTHER CLASSES OF ORDINARY SHARE OTHER THAN THE B SHARES). SHARES ARE NOT STATED TO BE REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1000
		Total aggregate nominal value:	1000
		Total aggregate amount	0
		unpaid:	

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 shares held as at the date of this confirmation statement
Name:	NORLAKE HOSPITALITY 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