



Companies House

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **14/03/2014**

X33O0ZPJ

---

*Company Name:* **MACLAY GROUP PLC**

*Company Number:* **SC133543**

*Date of this return:* **31/01/2014**

*SIC codes:* **56302**  
**68100**

*Company Type:* **Public limited company**

*Situation of Registered Office:* **UNIT 2/ 4 THE E-CENTRE**  
**COOPERAGE WAY BUSINESS VILLAGE**  
**ALLOA**  
**FK10 3LP**

**Officers of the company**

## *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **STEPHEN GERARD**

*Surname:* **MALLON**

*Former names:*

*Service Address:* **26 EASTWOODMAINS ROAD  
GIFFNOCK  
GLASGOW  
G46 6QF**

*Company Director*    **1**

*Type:*                                **Person**  
*Full forename(s):*                **EDWARD MICHAEL PATRICK**

*Surname:*                                **DENNY**

*Former names:*

*Service Address:*                        **WESTSIDEWOOD HOUSE  
CARNWATH  
SOUTH LANARKSHIRE  
ML11 8LJ**

*Country/State Usually Resident:*    **SCOTLAND**

*Date of Birth:*    **08/04/1943**                                *Nationality:*    **BRITISH**  
*Occupation:*    **CORPORATE MANAGER**

*Company Director*    **2**

*Type:*                                **Person**

*Full forename(s):*                **MR KENNETH CHARLES**

*Surname:*                            **GILHESPIE**

*Former names:*

*Service Address:*                **1 RAMSEY LODGE COURT, HILLSIDE ROAD  
ST. ALBANS  
HERTFORDSHIRE  
AL1 3QY**

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

*Date of Birth:*    **02/04/1943**                                *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR**

-----

*Company Director*    **3**

*Type:*                                **Person**  
*Full forename(s):*                **STEPHEN GERARD**

*Surname:*                                **MALLON**

*Former names:*

*Service Address:*                    **26 EASTWOODMAINS ROAD**  
    **GIFFNOCK**  
    **GLASGOW**  
    **G46 6QF**

*Country/State Usually Resident:*   **SCOTLAND**

*Date of Birth:*   **18/01/1962**                                *Nationality:*   **BRITISH**  
*Occupation:*    **DIRECTOR**

*Company Director* 4

*Type:* **Person**

*Full forename(s):* **THE RIGHT HONOURABLE PATRICK**

*Surname:* **THE EARL OF ANNANDALE AND HARTFELL**

*Former names:*

*Service Address:* **ANNANDALE ESTATE OFFICE  
ST ANNS  
LOCKERBIE  
DUMFRIESSHIRE  
DG11 1HQ**

*Country/State Usually Resident:* **SCOTLAND**

*Date of Birth:* **19/04/1941**

*Nationality:* **BRITISH**

*Occupation:* **LANDOWNER**

## Statement of Capital (Share Capital)

---

<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>225000</b>
		<i>Aggregate nominal value</i>	<b>225000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

FULL VOTING RIGHTS, BUT ONLY PARTICIPATE IN A RETURN OF CAPITAL UP TO THE AMOUNT PAID UP ON THE SHARES AFTER THE 'B' SHARES HAVE BEEN REDEEMED UP TO THEIR PAID UP VALUE.

<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>46428</b>
		<i>Aggregate nominal value</i>	<b>46428</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>28</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

LIMITED VOTING RIGHTS. IN A RETURN OF CAPITAL THEY HAVE FIRST ENTITLEMENT TO THE AVAILABLE ASSETS (AFTER ANY PREFERENCE SHARES HAVE BEEN REPAID) UP TO THE PAID UP VALUE ON THE SHARES. THEY ARE ALSO ENTITLED TO THE REMAINING ASSETS AFTER THE 'A' SHAREHOLDERS HAVE RECEIVED THE AMOUNT PAID UP ON THOSE SHARES.

<b>Class of shares</b>	<b>A PREFERENCE</b>	<i>Number allotted</i>	<b>21513</b>
		<i>Aggregate nominal value</i>	<b>21513</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

NON EQUITY CUMULATIVE PREFERENCE SHARES. NO VOTING RIGHTS.

<b>Class of shares</b>	<b>B PREFERENCE</b>	<i>Number allotted</i>	<b>28572</b>
		<i>Aggregate nominal value</i>	<b>28572</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>28</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

LIMITED VOTING RIGHTS. SUBJECT TO THE RIGHTS OF THE A PREFERENCE SHAREHOLDERS, ENTITLED TO RECEIVE DIVIDEND PAYMENTS. RIGHT TO PARTICIPATE IN A RETURN OF CAPITAL UP TO THE AMOUNT PAID PRIOR TO ALL OTHER CLASSES OF SHARES. THE B PREFERENCE SHARES ARE NOT REDEEMABLE BUT CAN BE CONVERTED INTO B ORDINARY SHARES

<b>Class of shares</b>	<b>C ORDINARY</b>	<i>Number allotted</i>	<b>19150</b>
		<i>Aggregate nominal value</i>	<b>19150</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

LIMITED VOTING RIGHTS. SUBJECT TO THE RIGHTS OF THE A PREFERENCE SHAREHOLDERS AND B PREFERENCE SHAREHOLDERS ENTITLED TO RECEIVE DIVIDEND PAYMENTS. RIGHT TO PARTICIPATE IN A RETURN OF CAPITAL AFTER THE A PREFERENCE, B PREFERENCE SHARES, A ORDINARY SHARES AND B ORDINARY SHARES HAVE BEEN PAID AS FOLLOWS:- (I) AN AMOUNT EQUAL TO THAT PAID TO THE A PREFERENCE SHAREHOLDER FOR THE B PREFERENCE SHARES; (II) AN AMOUNT UP TO THE THRESHOLD VALUE HAS BEEN PAID TO THE A ORDINARY SHARES AND B ORDINARY SHARES. THE C ORDINARY SHARES ARE NOT REDEEMABLE

---

## Statement of Capital (Totals)

---

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>340663</b>
		<i>Total aggregate nominal value</i>	<b>340663</b>

---

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 31/01/2014 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> <i>Name:</i>	: <b>3192 C ORDINARY shares held as at the date of this return</b> <b>BRUCE CLOW</b>
<i>Shareholding 2</i> <i>Name:</i>	: <b>15958 C ORDINARY shares held as at the date of this return</b> <b>STEPHEN MALLON</b>
<i>Shareholding 3</i> <i>Name:</i>	: <b>46428 ORDINARY B shares held as at the date of this return</b> <b>TENNENT CALEDONIAN BREWERIES (UK) LTD</b>
<i>Shareholding 4</i> <i>Name:</i>	: <b>28572 B PREFERENCE shares held as at the date of this return</b> <b>TENNENT CALEDONIAN BREWERIES (UK) LTD</b>
<i>Shareholding 5</i> <i>Name:</i>	: <b>225000 ORDINARY A shares held as at the date of this return</b> <b>MATTHEWS ONE LTD</b>
<i>Shareholding 6</i> <i>Name:</i>	: <b>21513 A PREFERENCE shares held as at the date of this return</b> <b>MATTHEWS ONE LTD</b>

---

## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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