



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **UNITED BAKERIES (BATHGATE) LIMITED**

Company Number: **SC161497**

Date of this return: **10/11/2013**

SIC codes: **10710**

Company Type: **Private company limited by shares**

Situation of Registered Office: **43 INCHMUIR ROAD
WHITEHILL INDUSTRIAL ESTATE
BATHGATE
EH48 2EW**

Officers of the company

Company Secretary 1

Type: **Corporate**
Name: **HBJG SECRETARIAL LIMITED**

*Registered or
principal address:* **EXCHANGE TOWER 19 CANNING STREET
EDINBURGH
MIDLOTHIAN
UNITED KINGDOM
EH3 8EH**

European Economic Area (EEA) Company

Register Location: **SCOTLAND**
Registration Number: **SC131085**

Company Director **1**

Type: **Person**
Full forename(s): **MS ROZ**

Surname: **CUSCHIERI**

Former names:

Service Address: **22 NORTHUMBERLAND STREET
SOUTH WEST LANE
EDINBURGH
UNITED KINGDOM
EH3 6JD**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **04/03/1967** *Nationality:* **BRITISH**
Occupation: **NONE**

Company Director 2

Type: **Person**

Full forename(s): **MS STELLA HELEN**

Surname: **MORSE**

Former names:

Service Address: **22 NORTHUMBERLAND STREET
SOUTH WEST LANE
EDINBURGH
UNITED KINGDOM
EH3 6JD**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **10/08/1967**

Nationality: **BRITISH**

Occupation: **NONE**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	269231
		<i>Aggregate nominal value</i>	269231
<i>Currency</i>	GBP	<i>Amount paid</i>	0
		<i>Amount unpaid</i>	0

Prescribed particulars

1. PROVIDED THAT THE PREFERENCE DIVIDEND, THE FIXED DIVIDEND AND THE PARTICIPATING DIVIDEND (IF ANY) HAVE BEEN PAID IN FULL IN RESPECT OF THAT FINANCIAL YEAR AND IN RESPECT OF ALL PREVIOUS FINANCIAL YEARS OF THE COMPANY; AND ANY COMPENSATORY DIVIDEND DUE IN RESPECT OF ALL PREVIOUS FINANCIAL YEARS OF THE COMPANY HAS BEEN PAID IN FULL AND IN RESPECT OF THAT FINANCIAL YEAR IS DECLARED; AND ALL PREFERENCE SHARES WHICH HAVE FALLEN DUE FOR REDEMPTION HAVE BEEN REDEEMED, A DIVIDEND WILL BE PAID ON EACH SHARE OF AN AMOUNT UP TO BE NOT EXCEEDING THE AGGREGATE OF THE FIXED DIVIDEND AND THE PARTICIPATING DIVIDEND PAID ON EACH A ORDINARY SHARE FOR SUCH YEAR; AND SUBJECT THERETO THE PROFITS (IF ANY) WHICH THE COMPANY AND/OR THE DIRECTORS OF THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED WITH THE PRIOR WRITTEN CONSENT OF THE HOLDERS OF 75% OF THE A ORDINARY SHARES IN DISTRIBUTING THE BALANCE OF SUCH PROFITS (IF ANY) AMONGST THE HOLDERS OF THE A ORDINARY SHARES AD THE ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE). 2. THIRD, AFTER THE PREFERENCE SHARES AND THE A ORDINARY SHARES; ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED, PAYING £1 PER SHARE. THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES AND ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) IN PROPORTION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON THE A ORDINARY SHARES AND ORDINARY SHARES HELD BY THEM RESPECTIVELY. 3.VOTING RIGHTS: ONE VOTE PER SHARE HELD.

Class of shares	ORDINARY A	<i>Number allotted</i>	500000
		<i>Aggregate nominal value</i>	500000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0
		<i>Amount unpaid per share</i>	0

Prescribed particulars

1. SECOND TO BE PAID A FIXED CUMULATIVE PREFERENTIAL NET CASH DIVIDEND (?THE FIXED DIVIDEND) OF 9P PER ANNUM ON EACH SHARE ACCRUING FROM DATE OF SUBSCRIPTION AND PAYABLE HALF YEARLY. 2. PAID A FIXED CUMULATIVE NET CASH DIVIDEND (?THE PARTICIPATING DIVIDEND) OF A SUM WHICH WHEN ADDED TO THE FIXED DIVIDEND PAYABLE IN RESPECT OF THAT YEAR IS EQUAL TO 12% OF THE NET PROFIT OF THE COMPANY AND ITS SUBSIDIARIES FOR THE RELEVANT FINANCIAL YEAR. 3. PAID A CUMULATIVE PREFERENTIAL NET CASH DIVIDEND (THE COMPENSATORY DIVIDEND) ON EACH SHARE OF AN AMOUNT (IF ANY), WHICH, WHEN ADDED TO THE FIXED DIVIDEND AND THE PARTICIPATING DIVIDEND PAID ON SUCH SHARE FOR THE SAME FINANCIAL YEAR, SHALL EQUAL THE AGGREGATE OF (A) ANY INITIAL ORDINARY DIVIDEND PAID ON AL OF THE ORDINARY SHARES HELD BY OR ON BEHALF OF RELEVANT DIRECTORS AND THE EXCESS REMUNERATION DIVIDED BY THE NUMBER OF DIRECTORS? SHARES IN ISSUE ON THE LAST DAY OF THE RELEVANT FINANCIAL YEAR. 4. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED, (SECOND, AFTER THE PREFERENCE SHARES, PAYING £1 PER SHARE TOGETHER WITH A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE DIVIDENDS ON THE A ORDINARY SHARES CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL 5. ALL HOLDERS MAY AT ANY ONE TIME CONVERT THE WHOLE (BUT NOT PART ONLY) OF THEIR FULLY PAID A ORDINARY SHARES INTO A LIKE NUMBER OF FULLY PAID ORDINARY SHARES 6. VOTING RIGHTS: ONE VOTE PER SHARE HELD.

Class of shares	PREFERENCE	<i>Number allotted</i>	1750000
		<i>Aggregate nominal value</i>	17500
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0
		<i>Amount unpaid per share</i>	0

Prescribed particulars

1. FIRST TO BE PAID A FIXED CUMULATIVE PREFERENTIAL NET CASH DIVIDEND (?THE PREFERENTIAL DIVIDEND) OF 9P PER ANNUM ON EACH SHARE ACCRUING FROM DATE OF SUBSCRIPTION AND PAYABLE IN 2 EQUAL INSTALMENTS 2. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED, PAYING £1 PER SHARE TOGETHER WITH A SUM EQUAL TO ANY ARREARS OR ACCRUALS OF THE PREFERENCE DIVIDEND CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL 3.: VOTING RIGHTS: HOLDERS SHALL BE ENTITLED TO RECEIVED NOTICE OF ALL GENERAL MEETINGS BUT SHALL NOT BE ENTITLED TO ATTEND OR VOTE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	2519231
		<i>Total aggregate nominal value</i>	786731

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 10/11/2013 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

Shareholding 1 : **500000 ORDINARY A shares held as at the date of this return**
Name: **UNITED BAKERIES LTD**

Shareholding 2 : **1750000 PREFERENCE shares held as at the date of this return**
Name: **UNITED BAKERIES LTD**

Shareholding 3 : **269231 ORDINARY shares held as at the date of this return**
Name: **UNITED BAKERIES LTD**

Authorisation

Authenticated

This form was authorised by one of the following:

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