



Companies House

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **20/06/2014**

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*Company Name:* **D.U.K.E. CONTINENTAL PARTNERS LIMITED**

*Company Number:* **SC286340**

*Date of this return:* **17/06/2014**

*SIC codes:* **64209**

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

*Situation of Registered Office:* **1ST FLOOR EXCHANGE PLACE 3  
3 SEMPLE STREET  
EDINBURGH  
EH3 8BL**

**Officers of the company**

## *Company Secretary 1*

*Type:* **Corporate**

*Name:* **VALAD SECRETARIAL SERVICES LIMITED**

*Registered or  
principal address:* **1ST FLOOR EXCHANGE PLACE 3 3 SEMPLE STREET  
EDINBURGH  
UNITED KINGDOM  
EH3 8BL**

## *European Economic Area (EEA) Company*

*Register Location:* **SCOTLAND**

*Registration Number:* **SC219311**

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*Company Director*    **1**

*Type:*                      **Person**

*Full forename(s):*        **MR MARTYN JAMES**

*Surname:*                **MCCARTHY**

*Former names:*

*Service Address:*        **1ST FLOOR  
UNIT 16 MANOR COURT BUSINESS PARK  
SCARBOROUGH  
UNITED KINGDOM  
YO11 3TU**

*Country/State Usually Resident:*    **ENGLAND**

*Date of Birth:*    **02/04/1972**

*Nationality:*    **AUSTRALIAN**

*Occupation:*    **CEO EUROPE**

## *Company Director 2*

*Type:* **Corporate**

*Name:* **VALSEC DIRECTOR LIMITED**

*Registered or  
principal address:* **1ST FLOOR  
UNIT 16 MANOR COURT BUSINESS PARK  
SCARBOROUGH  
UNITED KINGDOM  
YO11 3TU**

## *European Economic Area (EEA) Company*

*Register Location:* **ENGLAND**

*Registration Number:* **5307786**

## Statement of Capital (Share Capital)

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|                        |                   |                                |           |
|------------------------|-------------------|--------------------------------|-----------|
| <b>Class of shares</b> | <b>A ORDINARY</b> | <i>Number allotted</i>         | <b>50</b> |
|                        |                   | <i>Aggregate nominal value</i> | <b>50</b> |
| <i>Currency</i>        | <b>EUR</b>        | <i>Amount paid per share</i>   | <b>1</b>  |
|                        |                   | <i>Amount unpaid per share</i> | <b>0</b>  |

### *Prescribed particulars*

(A) EVERY SHAREHOLDER HAS ONE VOTE ON A SHOW OF HANDS AND ON A POLL ONE VOTE FOR EVERY SHARE HELD; (B) THE SHARES RANK EQUALLY AS REGARDS DIVIDENDS AND HAVE NO PREFERENTIAL RIGHT TO RECEIVE A DIVIDEND; (C) THE SHARES RANK EQUALLY AS REGARDS CAPITAL AND HAVE NO PREFERENTIAL RIGHT TO PARTICIPATE IN A DISTRIBUTION; AND (D) THE SHARES ARE NOT REDEEMABLE OR LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.

|                        |                   |                                |           |
|------------------------|-------------------|--------------------------------|-----------|
| <b>Class of shares</b> | <b>B ORDINARY</b> | <i>Number allotted</i>         | <b>50</b> |
|                        |                   | <i>Aggregate nominal value</i> | <b>50</b> |
| <i>Currency</i>        | <b>EUR</b>        | <i>Amount paid per share</i>   | <b>1</b>  |
|                        |                   | <i>Amount unpaid per share</i> | <b>0</b>  |

### *Prescribed particulars*

(A) EVERY SHAREHOLDER HAS ONE VOTE ON A SHOW OF HANDS AND ON A POLL ONE VOTE FOR EVERY SHARE HELD; (B) THE SHARES RANK EQUALLY AS REGARDS DIVIDENDS AND HAVE NO PREFERENTIAL RIGHT TO RECEIVE A DIVIDEND; (C) THE SHARES RANK EQUALLY AS REGARDS CAPITAL AND HAVE NO PREFERENTIAL RIGHT TO PARTICIPATE IN A DISTRIBUTION; AND (D) THE SHARES ARE NOT REDEEMABLE OR LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.

|                        |                   |                                |                 |
|------------------------|-------------------|--------------------------------|-----------------|
| <b>Class of shares</b> | <b>REDEEMABLE</b> | <i>Number allotted</i>         | <b>83624702</b> |
|                        | <b>PREFERENCE</b> | <i>Aggregate nominal value</i> | <b>83624702</b> |
| <i>Currency</i>        | <b>EUR</b>        | <i>Amount paid per share</i>   | <b>1</b>        |
|                        |                   | <i>Amount unpaid per share</i> | <b>0</b>        |

*Prescribed particulars*

ON A RETURN OF CAPITAL ON WINDING UP OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES (INCLUDING, FOR THE AVOIDANCE OF DOUBT, THE LOAN STOCK) SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: FIRST, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ANY OTHER CLASS OF SHARES TO PAYMENT OF A SUM EQUAL TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING ANY SHARE PREMIUM) ON THE PREFERENCE SHARES HELD BY THEM RESPECTIVELY; AND SECONDLY, THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES PRO RATA IN PROPORTION TO THE NUMBERS OF ORDINARY SHARES HELD BY EACH MEMBER. THE HOLDERS OF PREFERENCE SHARES SHALL NOT HAVE ANY RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY UNLESS THE BUSINESS OF THE MEETING INCLUDES A RESOLUTION FOR THE WINDING UP OF THE COMPANY.

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## Statement of Capital (Totals)

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|                 |            |                                      |                 |
|-----------------|------------|--------------------------------------|-----------------|
| <i>Currency</i> | <b>EUR</b> | <i>Total number of shares</i>        | <b>83624802</b> |
|                 |            | <i>Total aggregate nominal value</i> | <b>83624802</b> |

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 17/06/2014 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*

*Shareholding 1* : **50 A ORDINARY shares held as at the date of this return**  
*Name:* **HSDL NOMINEES LIMITED**

*Shareholding 2* : **50 B ORDINARY shares held as at the date of this return**  
*Name:* **HSDL NOMINEES LIMITED**

*Shareholding 3* : **83624702 REDEEMABLE PREFERENCE shares held as at the date of this return**  
*Name:* **HSDL NOMINEES LIMITED**

## *Authorisation*

*Authenticated*

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

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