



Companies House

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **23/01/2014**

X307BTTN

Company Name: **Tri-Air Developments Limited**

Company Number: **05678334**

Date of this return: **17/01/2014**

SIC codes: **72190**

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

Situation of Registered Office: **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

Officers of the company

Company Secretary 1

Type: **Corporate**
Name: **TAYLOR WESSING SECRETARIES LIMITED**

*Registered or
principal address:* **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **04328885**

Company Director **1**

Type: **Person**

Full forename(s): **LORRAINE INGRID**

Surname: **BALDRY**

Former names:

Service Address: **6 BINGHAM STREET
LONDON
UNITED KINGDOM
N1 2QQ**

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

Date of Birth: **22/05/1949**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **GIDEON**

Surname: **DAVENPORT**

Former names:

Service Address: **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

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

Date of Birth: **01/12/1970** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **GUY PHILIP**

Surname: **HAMMERSLEY**

Former names:

Service Address: **6 HOLTS MEADOW
REDBOURN
HERTS
UNITED KINGDOM
AL3 7BW**

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

Date of Birth: **03/09/1955** *Nationality:* **BRITISH**

Occupation: **GEOLOGIST AND COMPANY
DIRECTOR**

Company Director 4

Type: **Person**

Full forename(s): ALAN

Surname: MOLE

Former names:

Service Address: LABURNUM COTTAGE STATION ROAD
ECKINGTON
PERSHORE
WORCESTERSHIRE
UNITED KINGDOM
WR10 3BB

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 08/03/1951

Nationality: BRITISH

Occupation: INVENTOR

Company Director **5**

Type: **Person**

Full forename(s): **DR MARTIN**

Surname: **WYATT**

Former names:

Service Address: **THE BIRCHES SCHOOL LANE
ESSENDEN
HERTS
UNITED KINGDOM
AL9 6HD**

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

Date of Birth: **12/03/1950** *Nationality:* **BRITISH**

Occupation: **ENGINEER**

Statement of Capital (Share Capital)

Class of shares	A1 ORDINARY	<i>Number allotted</i>	80
		<i>Aggregate nominal value</i>	40
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE A1 ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 18.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A1 ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 18.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A1 ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF A1 ORDINARY, A2 ORDINARY AND A3 ORDINARY SHARES (THE "A SHARES") SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF A SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY TO BE EXERCISED IN SUCH MANNER AS IS AGREED BETWEEN THE HOLDERS OF THE A SHARES AND NOTIFIED TO THE COMPANY FROM TIME TO TIME. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	A2 ORDINARY	<i>Number allotted</i>	150000
		<i>Aggregate nominal value</i>	75000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE A2 ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 18.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A2 ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 18.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A2 ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF A1 ORDINARY, A2 ORDINARY AND A3 ORDINARY SHARES (THE "A SHARES") SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF A SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY TO BE EXERCISED IN SUCH MANNER AS IS AGREED BETWEEN THE HOLDERS OF THE A SHARES AND NOTIFIED TO THE COMPANY FROM TIME TO TIME. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	A3 ORDINARY	<i>Number allotted</i>	3
		<i>Aggregate nominal value</i>	1.5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE A3 ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 4.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A3 ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 4.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A1 ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF A1 ORDINARY, A2 ORDINARY AND A3 ORDINARY SHARES (THE "A SHARES") SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF A SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY TO BE EXERCISED IN SUCH MANNER AS IS AGREED BETWEEN THE HOLDERS OF THE A SHARES AND NOTIFIED TO THE COMPANY FROM TIME TO TIME. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	A3 ORDINARY	<i>Number allotted</i>	6
		<i>Aggregate nominal value</i>	3
<i>Currency</i>	GBP	<i>Amount paid per share</i>	13833.33
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE A3 ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 4.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A3 ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 4.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE A1 ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF A1 ORDINARY, A2 ORDINARY AND A3 ORDINARY SHARES (THE "A SHARES") SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF A SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY TO BE EXERCISED IN SUCH MANNER AS IS AGREED BETWEEN THE HOLDERS OF THE A SHARES AND NOTIFIED TO THE COMPANY FROM TIME TO TIME. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	B ORDINARY	<i>Number allotted</i>	340083
		<i>Aggregate nominal value</i>	170041.5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE B ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 41.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE B ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 41.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE B ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF B SHARES SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF B SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	B ORDINARY	<i>Number allotted</i>	12748
		<i>Aggregate nominal value</i>	6374
<i>Currency</i>	GBP	<i>Amount paid per share</i>	6.51
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE B ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 41.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE B ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 41.5 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE B ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF B SHARES SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF B SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 41.5 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	C ORDINARY	<i>Number allotted</i>	34
		<i>Aggregate nominal value</i>	17
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.5
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE C ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 17 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE C ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 17 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE C ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF C SHARES SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF C SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 17 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	C ORDINARY	<i>Number allotted</i>	6
		<i>Aggregate nominal value</i>	3
<i>Currency</i>	GBP	<i>Amount paid per share</i>	5666.67
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE C ORDINARY SHARES FROM TIME TO TIME IN ISSUE SHALL BE ENTITLED TO BE PAID OUT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AND RESOLVED TO BE DISTRIBUTED IN RESPECT OF EACH OF THE COMPANY'S FINANCIAL YEARS SUCH SUM AS IS EQUAL TO 17 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE C ORDINARY SHARES. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE DISTRIBUTED AS IS EQUAL TO 17 PER CENT. OF THE TOTAL SUM AVAILABLE FOR DISTRIBUTION AMONGST THE HOLDERS OF THE C ORDINARY SHARES. ON A SHOW OF HANDS THE HOLDERS OF C SHARES SHALL HAVE ONE COLLECTIVE VOTE AND ON A POLL THE HOLDERS OF C SHARES SHALL HAVE SUCH NUMBER OF VOTES AS CORRESPONDS TO 17 PER CENT. OF THE ISSUED SHARE CAPITAL OF THE COMPANY. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	502960
		<i>Total aggregate nominal value</i>	251480

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 17/01/2014 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>	: 80 A1 ORDINARY shares held as at the date of this return INVENTA PARTNERS LIMITED
<i>Shareholding 2</i> <i>Name:</i>	: 38250 A2 ORDINARY shares held as at the date of this return LORRAINE INGRID BALDRY
<i>Shareholding 3</i> <i>Name:</i>	: 9750 A2 ORDINARY shares held as at the date of this return ALEXANDER CAMERON
<i>Shareholding 4</i> <i>Name:</i>	: 38250 A2 ORDINARY shares held as at the date of this return GIDEON DAVENPORT
<i>Shareholding 5</i> <i>Name:</i>	: 38250 A2 ORDINARY shares held as at the date of this return KERRY THOMPSON
<i>Shareholding 6</i> <i>Name:</i>	: 25500 A2 ORDINARY shares held as at the date of this return ROBERT WILLIAMS
<i>Shareholding 7</i> <i>Name:</i>	: 9 A3 ORDINARY shares held as at the date of this return LORRAINE INGRID BALDRY
<i>Shareholding 8</i> <i>Name:</i>	: 352831 B ORDINARY shares held as at the date of this return BUILDING RESEARCH ESTABLISHMENT LIMITED
<i>Shareholding 9</i> <i>Name:</i>	: 40 C ORDINARY shares held as at the date of this return PROMANADE 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.