



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **INTERNATIONAL CLOTHING DESIGNS (HOLDINGS) LIMITED**

Company Number: **00895642**

Date of this return: **31/07/2011**

SIC codes: **7415**

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

Situation of Registered Office: **26-28 CONWAY STREET
LONDON
W1T 6BQ**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR RAYMOND JOHN**

Surname: **MCCARTHY**

Former names:

Service Address: **6 FRANCHISE STREET
CHESHAM
BUCKINGHAMSHIRE
UNITED KINGDOM
HP5 3AG**

Company Director ***1***

Type: **Person**

Full forename(s): **RICHARD ALLAN**

Surname: **CARING**

Former names:

Service Address: **SPANIARDS FIELD
WILDWOOD RISE HAMPSTEAD
LONDON
NW11 6SX**

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

Date of Birth: **04/06/1948**

Nationality: **BRITISH**

Occupation: **CHAIRMAN**

Company Director 2

Type: **Person**

Full forename(s): **JAMES WYNDHAM STUART**

Surname: **LAWRENCE**

Former names:

Service Address: **169 OATLAND DRIVE
WEYBRIDGE
SURREY
KT13 9JY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **25/12/1970**

Nationality: **BRITISH**

Occupation: **ACCOUNTANT**

Company Director **3**

Type: **Person**
Full forename(s): **MR JONOTHAN CRAIG**

Surname: **TIPPER**

Former names:

Service Address: **7 IMPERIAL WAY
APSLEY LOCK
HEMEL HEMPSTEAD
HERTFORDSHIRE
HP3 9FJ**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **14/07/1964** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	9998
		<i>Aggregate nominal value</i>	9998
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO SHARES ARE AS SPECIFIED IN TABLE A IN THE SCHEDULE TO THE COMPANIES (TABLES A TO F) REGULATIONS 1985, SI 1985/805 EXCEPT TO THE EXTENT THAT THEY ARE EXCLUDED OR MODIFIED BY THE ARTICLES OF ASSOCIATION OF THE COMPANY. REGULATIONS 3 (REDEEMABLE SHARES), 8 (LIEN), 24 (TRANSFER OF SHARES), 40-41 (QUORUM), 64 (NUMBER OF DIRECTORS), 65-68 INCLUSIVE (ALTERNATE DIRECTORS), 73-78 INCLUSIVE & 80 (APPOINTMENT AND RETIREMENT OF DIRECTORS), 81 (DISQUALIFICATION AND REMOVAL OF DIRECTORS), 89 (QUORUM IN BOARD MEETINGS) AND 94-98 INCLUSIVE (PROCEEDINGS OF DIRECTORS), 118 (INDEMNITY), THE LAST TWO SENTENCES OF REGULATION 79 AND THE LAST SENTENCE OF REGULATION 84 SHALL NOT APPLY.

Class of shares	REDEEMABLE PREFERENCE	<i>Number allotted</i>	4455000
		<i>Aggregate nominal value</i>	4455000
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

ON A RETURN OF CAPITAL A WINDING UP OR ON A REDUCTION OF CAPITAL INVOLVING A RETURN OF CAPITAL, THE PREFERENCE SHARES SHALL ENTITLE THE HOLDERS THEREOF, IN PRIORITY TO THE ORDINARY SHARES, TO REPAYMENT OF THE CAPITAL PAID UP OR CREDITED AS PAID UP THEREON. THE PREFERENCE SHARES SHALL NOT ENTITLE THEIR HOLDERS TO ANY FURTHER OR OTHER RIGHT OF PARTICIPATION IN THE ASSETS OF THE COMPANY ON A WINDING UP OR OTHER RETURN OF CAPITAL. THE PREFERENCE SHARES SHALL NOT ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF OR TO ATTEND TO VOTE AT ANY GENERAL MEETING OF THE COMPANY UNLESS THE BUSINESS OF THE MEETING INCLUDES THE CONSIDERATION OF A RESOLUTION FOR WINDING UP THE COMPANY OR FOR A REDUCTION IN CAPITAL OR ANY RESOLUTION DIRECTLY OR ADVERSELY AFFECTING MODIFYING OR ABROGATING ANY OF THE SPECIAL RIGHTS OR PRIVILEGES ATTACHED TO THE PREFERENCE SHARES IN WHICH CASE THE HOLDERS THEREOF SHALL ONLY BE ENTITLED AT THE RELEVANT MEETING IN RESPECT OF SUCH RESOLUTION OR RESOLUTIONS. THE PREFERENCE SHARES SHALL BE REDEEMED UPON AND SUBJECT TO THE FOLLOWING TERMS AND CONDITIONS. A) THE COMPANY MAY, IN ACCORDANCE WITH THE PROVISIONS OF THESE ARTICLES AND THE ACT, AT ANY TIME, REDEEM ALL OR ANY OF THE PREFERENCE SHARES THEN IN ISSUE. B) FOR THE AVOIDANCE OF DOUBT ONLY, THE PREFERENCE SHARES SHALL NOT BE REDEEMABLE AT THE REQUEST OF THE HOLDERS. C) THE COMPANY SHALL FIRST GIVE NOT LESS THAN 28 DAYS A PRIOR WRITTEN NOTICE OF REDEMPTION TO THE HOLDERS OF THE PREFERENCE SHARES (THE REDEMPTION NOTICE). THE REDEMPTION NOTICE SHALL FIX THE TIME AND PLACE FOR SUCH REDEMPTION (AND IN THE CASE OF A NOTICE PURSUANT TO PARAGRAPH B ABOVE SHALL SPECIFY THE PREFERENCE SHARES TO WHICH IT RELATES). AT THE TIME AND PLACE SO FIXED, THE REGISTERED HOLDERS OF THE PREFERENCE SHARES SPECIFIED IN THE REDEMPTION NOTICE SHALL BE BOUND TO DELIVER TO THE COMPANY THE CERTIFICATE(S) FOR SUCH SHARES FOR CANCELLATION AND THEREUPON THE COMPANY SHALL PAY TO (OR TO THE ORDER OF) SUCH HOLDERS (BY CHEQUE DISPATCHED AT THE SHAREHOLDER'S RISK) ALL MONIES PAYABLE IN RESPECT OF THE REDEMPTION OF SUCH SHARES, AND SUCH PAYMENT SHALL BE MADE THROUGH A BANK OF THE COMPANY SHALL THINK FIT. D) AS FROM THE DATE OF EXPIRY OF THE NOTICE OF REDEMPTION THE PREFERENCE SHARES TO WHICH THE NOTICE RELATES SHALL BE EXTINGUISHED AND SHALL CEASE TO CONFER ANY RIGHTS UPON THE HOLDERS THEREOF (EXCEPT THE RIGHT TO RECEIVE THE REDEMPTION MONIES.) E) IF THE HOLDER OF PREFERENCE SHARES WHOSE SHARES ARE LIABLE TO BE REDEEMED UNDER THIS PARAGRAPH SHALL FAIL OR REFUSE TO DELIVER UP THE CERTIFICATE FOR HIS SHARES THE COMPANY MAY RETAIN THE REDEMPTION MONIES UNTIL DELIVERY UP OF THE CERTIFICATE OR OF AN INDEMNITY IN RESPECT THEREOF SATISFACTORY TO THE COMPANY AND SHALL WITHIN 7 DAYS THEREAFTER (BY CHEQUE DISPATCHED AT THE HOLDER'S RISK) SEND THE REDEMPTION MONIES TO THE HOLDER. NO HOLDER OF PREFERENCE SHARES SHALL HAVE ANY CLAIM AGAINST THE COMPANY FOR INTEREST ON ANY REDEMPTION MONIES SO RETAINED.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	4464998
		<i>Total aggregate nominal value</i>	4464998

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 31/07/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding 1 : **4455000 REDEEMABLE PREFERENCE shares held as at 2011-07-31**
Name: **INTERNATIONAL GARMENT SOURCING HOLDINGS LTD**

Shareholding 2 : **9998 ORDINARY shares held as at 2011-07-31**
Name: **RICHARD ALLAN CARING**

Authorisation

Authenticated

This form was authorised by one of the following:

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