



Companies House

AR01 (ef)

Annual Return



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X3LCCPRN

Company Name: **ANIMALCARE LTD**

Company Number: **01500876**

Date of this return: **08/11/2014**

SIC codes: **46460**
46900

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

Situation of Registered Office: **UNIT 7 10 GREAT NORTH WAY**
YORK BUSINESS PARK NETHER POPPLETON
YORK
YO26 6RB

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

C/O ANIMALCARE GROUP PLC
UNIT 7 10 GREAT NORTH WAY, YORK BUSINESS PARK
NETHER POPPLETON
YORK
ENGLAND
YO26 6RB

The following records have moved to the single alternative inspection location:

Register of members (section 114)

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR CHRISTOPHER**

Surname: **BREWSTER**

Former names:

Service Address recorded as Company's registered office

Company Director 1

Type: **Person**
Full forename(s): **MR CHRISTOPHER**

Surname: **BREWSTER**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **03/02/1976** Nationality: **BRITISH**

Occupation: **CHIEF FINANCIAL OFFICER**

Company Director 2

Type: **Person**
Full forename(s): **LORD ARTHUR FRANCIS NICHOLAS WILLS**

Surname: **MARQUESS OF DOWNSHIRE**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **04/02/1959** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **DR IAIN DAVID**

Surname: **MENNEER**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **08/05/1970** *Nationality:* **BRITISH**

Occupation: **CHIEF EXECUTIVE OFFICER**

Statement of Capital (Share Capital)

| | | | |
|------------------------|-----------------|--------------------------------|---------------|
| Class of shares | ORDINARY | <i>Number allotted</i> | 556000 |
| | | <i>Aggregate nominal value</i> | 556000 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|------------------------|-------------------|--------------------------------|--------------|
| Class of shares | A ORDINARY | <i>Number allotted</i> | 51128 |
| | | <i>Aggregate nominal value</i> | 51128 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

A ORDINARY SHARES CARRY FULL VOTING RIGHTS. SAVE FOR AN EXIT DISTRIBUTION, A ORDINARY SHARES SHALL NOT CARRY A RIGHT TO RECEIVE ANY DIVIDENDS. ON AN EXIT OR REALISATION EVENT, THE A ORDINARY SHARES WILL PARTICIPATE IN A MAXIMUM OF 8% IN THE VALUE OF THE COMPANY IN EXCESS OF A REALISATION VALUE OR HURDLE OF £39,000,000 (THIRTY NINE MILLION POUNDS). THE ARTICLES OF ASSOCIATION PROVIDE THAT, IN CERTAIN CIRCUMSTANCES, THE A ORDINARY SHAREHOLDERS MAY SUBMIT A PUT NOTICE TO ANIMALCARE GROUP PLC ("THE PARENT") REQUIRING THE PARENT TO PURCHASE THE A ORDINARY SHARES AT A PRICE EQUAL TO FAIR VALUE. THE PUT OPTION CAN BE EXERCISED ON THE EARLIER OF THE FOLLOWING EVENTS: (I) THREE YEARS AFTER THE DATE OF ACQUISITION OF THE A ORDINARY SHARES, BEING 27TH JUNE 2017; (II) A WINDING UP OF ANIMALCARE GROUP PLC OR THE ACQUISITION OF A CONTROLLING INTEREST IN ANIMALCARE GROUP PLC; OR (III) A SHARE SALE OR LISTING OF ANIMALCARE LTD

| | | | |
|------------------------|-------------------|--------------------------------|--------------|
| Class of shares | B ORDINARY | <i>Number allotted</i> | 11800 |
| | | <i>Aggregate nominal value</i> | 11800 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

B ORDINARY SHARES CARRY FULL VOTING RIGHTS. THESE SHARES HAVE A RIGHT TO A DIVIDEND (ON A NON-FIXED COUPON BASIS) IN AN AMOUNT EQUAL TO 2 PER CENT PER ANNUM ABOVE LIBOR WHEN APPLIED TO THE NOMINAL VALUE OF THE B ORDINARY SHARES. ON AN EXIT OR REALISATION EVENT, THE B ORDINARY SHARES ARE ONLY ENTITLED TO THE REPAYMENT OF NOMINAL VALUE PLUS ANY UNPAID DIVIDENDS. THE ARTICLES OF ASSOCIATION PROVIDE THAT, IN CERTAIN CIRCUMSTANCES, THE B ORDINARY SHAREHOLDERS MAY SUBMIT A PUT NOTICE TO ANIMALCARE GROUP PLC ("THE PARENT") REQUIRING THE PARENT TO PURCHASE THE B ORDINARY SHARES AT A PRICE EQUAL TO NOMINAL VALUE. THE PUT OPTION CAN BE EXERCISED ON THE EARLIER OF THE FOLLOWING EVENTS: (I) THREE YEARS AFTER THE DATE OF ACQUISITION OF THE B ORDINARY SHARES, BEING 27TH JUNE 2017; (II) A WINDING UP OF ANIMALCARE GROUP PLC OR THE ACQUISITION OF A CONTROLLING INTEREST IN ANIMALCARE GROUP PLC; OR (III) A SHARE SALE OR LISTING OF ANIMALCARE LTD

Statement of Capital (Totals)

| | | | |
|-----------------|------------|--------------------------------------|---------------|
| <i>Currency</i> | GBP | <i>Total number of shares</i> | 618928 |
| | | <i>Total aggregate nominal value</i> | 618928 |

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 08/11/2014 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 : **556000 ORDINARY shares held as at the date of this return**
Name: **ANIMALCARE GROUP PLC**

Shareholding 2 : **11800 B ORDINARY shares held as at the date of this return**
Name: **CHRISTOPHER BREWSTER**

Shareholding 3 : **19173 A ORDINARY shares held as at the date of this return**
Name: **CHRISTOPHER BREWSTER**

Shareholding 4 : **31955 A ORDINARY shares held as at the date of this return**

Name:

IAIN MENNEER

Authorisation

Authenticated

This form was authorised by one of the following:

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