



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **SHAPELOOSE LIMITED**

Company Number: **03521130**

Date of this return: **03/03/2013**

SIC codes: **99999**

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

Situation of Registered Office: **C/O MAYBOURNE HOTELS GROUP
30 OLD BURLINGTON STREET
MAYFAIR
LONDON
W1S 3AR**

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 DLA PIPER LLP
3 NOBLE STREET
LONDON
UNITED KINGDOM
EC2V 7EE

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

Register of members (section 114)
Register of directors (section 162)
Register of secretaries (section 275)
Register of debenture holders (section 743)

Officers of the company

Company Secretary 1

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

Surname: **WALKER**

Former names:

Service Address recorded as Company's registered office

Company Director **1**

Type: **Person**

Full forename(s): **MR STEPHEN JUDE**

Surname: **ALDEN**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **14/01/1960**

Nationality: **MALTESE**

Occupation: **CEO**

Company Director 2

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

Surname: **WALKER**

Former names:

Service Address: **MAYBOURNE HOTELS LTD 30 OLD BURLINGTON STREET
MAYFAIR
LONDON
UNITED KINGDOM
W1S 3AR**

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

Date of Birth: **20/12/1966** *Nationality:* **BRITISH**
Occupation: **ACCOUNTANT**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	2
		<i>Aggregate nominal value</i>	2
<i>Currency</i>	GBP	<i>Amount paid</i>	0
		<i>Amount unpaid</i>	0

Prescribed particulars

2. ALLOTMENT OF SHARES 2.1 SHARES WHICH ARE COMPRISED IN THE AUTHORISED SHARE CAPITAL WITH WHICH THE COMPANY IS INCORPORATED SHALL BE UNDER THE CONTROL OF THE DIRECTORS WHO MAY (SUBJECT TO SECTION 80 OF THE ACT AND TO ARTICLE 2.4 BELOW) ALLOT, GRANT OPTIONS OVER OR OTHERWISE DISPOSE OF THE SAME, TO SUCH PERSONS, ON SUCH TERMS AND IN SUCH MANNER AS THEY THINK FIT. 2.2 ALL SHARES WHICH ARE NOT COMPRISED IN THE AUTHORISED SHARE CAPITAL WITH WHICH THE COMPANY IS INCORPORATED AND WHICH THE DIRECTORS PROPOSE TO ISSUE SHALL FIRST BE OFFERED TO THE MEMBERS IN PROPORTION AS NEARLY AS MAY BE TO THE NUMBER OF THE EXISTING SHARES HELD BY THEM RESPECTIVELY UNLESS THE COMPANY IN GENERAL MEETING SHALL BY SPECIAL RESOLUTION OTHERWISE DIRECT. THE OFFER SHALL BE MADE BY NOTICE SPECIFYING THE NUMBER OF SHARES OFFERED, AND LIMITING A PERIOD (NOT BEING LESS THAN 14 DAYS) WITHIN WHICH THE OFFER, IF NOT ACCEPTED, WILL BE DEEMED TO BE DECLINED. AFTER THE EXPIRATION OF THAT PERIOD, THOSE SHARES SO DEEMED TO BE DECLINED SHALL BE OFFERED IN THE PROPORTION AFORESAID TO THE PERSONS WHO HAVE, WITHIN THE SAID PERIOD, ACCEPTED ALL THE SHARES OFFERED TO THEM; SUCH FURTHER OFFER SHALL BE MADE IN LIKE TERMS IN THE SAME MANNER AND LIMITED BY A LIKE PERIOD AS THE ORIGINAL OFFER. ANY SHARES NOT ACCEPTED PURSUANT TO SUCH OFFER OR FURTHER OFFER AS AFORESAID OR NOT CAPABLE OF BEING OFFERED AS AFORESAID EXCEPT BY WAY OF FRACTIONS AND ANY SHARES RELEASED FROM THE PROVISIONS OF THIS ARTICLE BY ANY SUCH SPECIAL RESOLUTION AS AFORESAID SHALL BE UNDER THE CONTROL OF THE DIRECTORS, WHO MAY ALLOT, GRANT OPTIONS OVER OR OTHERWISE DISPOSE OF THE SAME TO SUCH PERSONS, ON SUCH TERMS, AND IN SUCH MANNER AS THEY THINK FIT, PROVIDED THAT, IN THE CASE OF SHARES NOT ACCEPTED AS AFORESAID, SUCH SHARES SHALL NOT BE DISPOSED OF ON TERMS WHICH ARE MORE FAVOURABLE TO THE SUBSCRIBERS THEREFOR THAN THE TERMS ON WHICH THEY WERE OFFERED TO THE MEMBERS. THE FOREGOING PROVISIONS OF THIS ARTICLE 2.2 SHALL HAVE EFFECT SUBJECT TO SECTION 80 OF THE ACT. 2.3 IN ACCORDANCE WITH SECTION 91(1) OF THE ACT SECTIONS 89(1) AND 90(1) TO (6) (INCLUSIVE) OF THE ACT SHALL NOT APPLY TO THE COMPANY. 2.4 THE DIRECTORS ARE GENERALLY AND UNCONDITIONALLY AUTHORISED FOR THE PURPOSES OF SECTION 80 OF THE ACT TO EXERCISE ANY POWER OF THE COMPANY TO ALLOT AND GRANT RIGHTS TO SUBSCRIBE FOR OR CONVERT SECURITIES INTO SHARES OF THE COMPANY UP TO THE AMOUNT OF THE AUTHORISED SHARE CAPITAL WITH WHICH THE COMPANY IS INCORPORATED AT ANY TIME OR TIMES DURING THE PERIOD OF FIVE YEARS FROM THE DATE OF INCORPORATION AND THE DIRECTORS MAY, AFTER THAT PERIOD, ALLOT ANY SHARES OR GRANT ANY SUCH RIGHTS UNDER THIS AUTHORITY IN PURSUANCE OF AN OFFER OR AGREEMENT SO TO DO MADE BY THE COMPANY WITHIN THAT PERIOD. THE AUTHORITY HEREBY GIVEN MAY AT ANY TIME (SUBJECT TO THE SAID SECTION 80) BE RENEWED, REVOKED OR VARIED BY ORDINARY RESOLUTION. 3. SHARES 3.1 THE LIEN CONFERRED BY REGULATION 8 IN TABLE A SHALL ATTACH ALSO TO FULLY PAID-UP SHARES, AND THE COMPANY SHALL ALSO HAVE A FIRST AND PARAMOUNT LIEN ON ALL SHARES, WHETHER FULLY PAID OR NOT, STANDING REGISTERED IN THE NAME OF ANY PERSON INDEBTED OR UNDER LIABILITY TO THE COMPANY, WHETHER HE SHALL BE THE SOLE REGISTERED HOLDER THEREOF OR SHALL BE ONE OF TWO OR MORE JOINT HOLDERS, FOR ALL MONEYS PRESENTLY PAYABLE BY HIM OR HIS ESTATE TO THE COMPANY. REGULATION 8 IN TABLE A SHALL BE MODIFIED ACCORDINGLY. 3.2 THE LIABILITY OF ANY MEMBER IN DEFAULT IN RESPECT OF A CALL SHALL BE INCREASED BY THE ADDITION AT THE END OF THE FIRST SENTENCE OF REGULATION 18 IN TABLE A OF THE WORDS "AND ALL EXPENSES THAT MAY HAVE BEEN INCURRED BY THE COMPANY BY REASON OF SUCH NON-PAYMENT?".

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	2
		<i>Total aggregate nominal value</i>	2

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 03/03/2013 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 : **2 ORDINARY shares held as at the date of this return**
Name: **WESTARK PROPERTIES 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.