



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **10/12/2012**

**X1NHFMCR**

*Company Name:* **THE BERKELEY HOTEL LIMITED**

*Company Number:* **03669260**

*Date of this return:* **12/11/2012**

*SIC codes:* **55100**

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

*Situation of Registered Office:* **30 OLD BURLINGTON STREET  
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 UK 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)  
Directors' service contracts (section 228)  
Directors' indemnities (section 237)  
Register of secretaries (section 275)  
Records of resolutions and meetings (section 358)  
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 A	Number allotted	1000000
		Aggregate nominal value	100000
Currency	GBP	Amount paid	0
		Amount unpaid	0

### *Prescribed particulars*

THE SHARE CAPITAL OF THE COMPANY AT THE DATE OF THE ADOPTION OF THESE ARTICLES IS £150,000 CONSISTING OF 1,000,000 'A' ORDINARY SHARES OF 10 PENCE EACH (HEREINAFTER CALLED 'THE A ORDINARY SHARES') AND 500,000 'B' ORDINARY SHARES OF 10 PENCE EACH (HEREINAFTER CALLED 'THE B ORDINARY SHARES'). THE SPECIAL RIGHTS AND RESTRICTIONS ATTRIBUTABLE TO THE A ORDINARY SHARES AND THE B ORDINARY SHARES ARE AS FOLLOWS: AS REGARDS INCOME: THE PROFITS OF THE COMPANY WHICH THE DIRECTORS MAY FROM TIME TO TIME RESOLVE TO DISTRIBUTE OR WHICH THE DIRECTORS MAY RECOMMEND AND FROM TIME TO TIME BE APPROVED BY THE MEMBERS FOR DISTRIBUTION SHALL BE PAID IN THE FOLLOWING MANNER: 1) NO DISTRIBUTION OF PROFITS SHALL BE MADE TO THE HOLDERS OF EITHER CLASS OF SHARES WITHOUT A DISTRIBUTION BEING MADE TO THE HOLDERS OF THE OTHER CLASS OF SHARES IN ACCORDANCE WITH THE PROVISIONS OF THE FOLLOWING TWO CLAUSES OF THIS ARTICLE. II) IN THE CASE OF EACH DISTRIBUTION THE AMOUNT RESOLVED TO BE DISTRIBUTED SHALL BE ALLOCATED BY THE DIRECTORS BETWEEN THE A ORDINARY SHARES AND THE B ORDINARY SHARES AND PAID TO THE HOLDERS THEREOF IN A RATIO OF 10,000 TO 1; THAT IS TO SAY THAT THE AMOUNT OF THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS SHALL BE SUCH SUM THAT IS 10,000 (TEN THOUSAND) TIMES GREATER THAN THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS. FOR THE AVOIDANCE OF ANY DOUBT THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS SHALL BE A SUM EQUAL 1/10,000 (ONE TEN THOUSANDTH) OF THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS. III) IN ORDER TO DEAL WITH FRACTIONAL ENTITLEMENTS THE DIRECTORS MAY RESOLVE TO ALTER THE DIVIDEND PAYABLE TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES AND TO EACH OF THE HOLDERS OF THE B ORDINARY SHARES BY DOWNWARD ADJUSTMENT TO THE NEAREST £0.01 (ONE PENCE), THE AMOUNT OF ANY SUCH ADJUSTMENT MADE BY THE DIRECTORS AS AFORESAID SHALL BE RECORDED AGAINST THE RELEVANT SHAREHOLDER ACCOUNT IN THE BOOKS OF THE COMPANY AND HELD OVER WITHOUT ACCRUING INTEREST FOR PAYMENT WITH SUCH FUTURE DIVIDEND AS CIRCUMSTANCES PERMIT 1 B) AS REGARDS CAPITAL: ON A RETURN OF ASSETS ON A LIQUIDATION OR OTHERWISE AS MAY BE PERMITTED UNDER THESE ARTICLES, BY THE ACT OR BY ANY LAW FOR THE TIME BEING IN FORCE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES OR HAVING PROVIDED FULLY FOR ITS LIABILITIES SHALL IN EACH CASE BE ALLOCATED BETWEEN THE A ORDINARY SHARES AND THE B ORDINARY SHARES AND PAID TO THE HOLDERS THEREOF IN A RATIO OF 10,000 (TEN THOUSAND) TO 1 (ONE); THAT IS TO SAY THAT THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE SUCH SUM THAT IS 10,000 (TEN THOUSAND) TIMES GREATER THAN THE SUM ALLOCATED TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS. FOR THE AVOIDANCE OF ANY DOUBT THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS SHALL ON A LIQUIDATION OR OTHERWISE AS MAY BE PERMITTED UNDER THESE ARTICLES, BY THE ACT OR BY ANY LAW FOR THE TIME BEING IN FORCE BE ENTITLED TO RECEIVE FROM THE ASSETS OF THE COMPANY AVAILABLE A SUM EQUAL TO 1/10,000 (ONE TEN THOUSANDTH) OF THE SUM AVAILABLE TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS. C) AS REGARDS OTHER RIGHTS: SAVE AS PROVIDED ABOVE THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL IN ALL OTHER RESPECTS RANK PAR PASSU AND THE HOLDERS THEREOF

<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>500000</b>
		<i>Aggregate nominal value</i>	<b>50000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE SHARE CAPITAL OF THE COMPANY AT THE DATE OF THE ADOPTION OF THESE ARTICLES IS £150,000 CONSISTING OF 1,000,000 'A' ORDINARY SHARES OF 10 PENCE EACH (HEREINAFTER CALLED 'THE A ORDINARY SHARES') AND 500,000 'B' ORDINARY SHARES OF 10 PENCE EACH (HEREINAFTER CALLED 'THE B ORDINARY SHARES'). THE SPECIAL RIGHTS AND RESTRICTIONS ATTRIBUTABLE TO THE A ORDINARY SHARES AND THE B ORDINARY SHARES ARE AS FOLLOWS: AS REGARDS INCOME: THE PROFITS OF THE COMPANY WHICH THE DIRECTORS MAY FROM TIME TO TIME RESOLVE TO DISTRIBUTE OR WHICH THE DIRECTORS MAY RECOMMEND AND FROM TIME TO TIME BE APPROVED BY THE MEMBERS FOR DISTRIBUTION SHALL BE PAID IN THE FOLLOWING MANNER: 1) NO DISTRIBUTION OF PROFITS SHALL BE MADE TO THE HOLDERS OF EITHER CLASS OF SHARES WITHOUT A DISTRIBUTION BEING MADE TO THE HOLDERS OF THE OTHER CLASS OF SHARES IN ACCORDANCE WITH THE PROVISIONS OF THE FOLLOWING TWO CLAUSES OF THIS ARTICLE. II) IN THE CASE OF EACH DISTRIBUTION THE AMOUNT RESOLVED TO BE DISTRIBUTED SHALL BE ALLOCATED BY THE DIRECTORS BETWEEN THE A ORDINARY SHARES AND THE B ORDINARY SHARES AND PAID TO THE HOLDERS THEREOF IN A RATIO OF 10,000 TO 1; THAT IS TO SAY THAT THE AMOUNT OF THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS SHALL BE SUCH SUM THAT IS 10,000 (TEN THOUSAND) TIMES GREATER THAN THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS. FOR THE AVOIDANCE OF ANY DOUBT THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS SHALL BE A SUM EQUAL 1/10,000 (ONE TEN THOUSANDTH) OF THE DIVIDEND ALLOCATED AND PAID TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS. III) IN ORDER TO DEAL WITH FRACTIONAL ENTITLEMENTS THE DIRECTORS MAY RESOLVE TO ALTER THE DIVIDEND PAYABLE TO EACH OF THE HOLDERS OF THE A ORDINARY SHARES AND TO EACH OF THE HOLDERS OF THE B ORDINARY SHARES BY DOWNWARD ADJUSTMENT TO THE NEAREST £0.01 (ONE PENCE), THE AMOUNT OF ANY SUCH ADJUSTMENT MADE BY THE DIRECTORS AS AFORESAID SHALL BE RECORDED AGAINST THE RELEVANT SHAREHOLDER ACCOUNT IN THE BOOKS OF THE COMPANY AND HELD OVER WITHOUT ACCRUING INTEREST FOR PAYMENT WITH SUCH FUTURE DIVIDEND AS CIRCUMSTANCES PERMIT 1 B) AS REGARDS CAPITAL: ON A RETURN OF ASSETS ON A LIQUIDATION OR OTHERWISE AS MAY BE PERMITTED UNDER THESE ARTICLES, BY THE ACT OR BY ANY LAW FOR THE TIME BEING IN FORCE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES OR HAVING PROVIDED FULLY FOR ITS LIABILITIES SHALL IN EACH CASE BE ALLOCATED BETWEEN THE A ORDINARY SHARES AND THE B ORDINARY SHARES AND PAID TO THE HOLDERS THEREOF IN A RATIO OF 10,000 (TEN THOUSAND) TO 1 (ONE); THAT IS TO SAY THAT THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE SUCH SUM THAT IS 10,000 (TEN THOUSAND) TIMES GREATER THAN THE SUM ALLOCATED TO THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS. FOR THE AVOIDANCE OF ANY DOUBT THE HOLDERS OF THE B ORDINARY SHARES AS A CLASS SHALL ON A LIQUIDATION OR OTHERWISE AS MAY BE PERMITTED UNDER THESE ARTICLES, BY THE ACT OR BY ANY LAW FOR THE TIME BEING IN FORCE BE ENTITLED TO RECEIVE FROM THE ASSETS OF THE COMPANY AVAILABLE A SUM EQUAL TO 1/10,000 (ONE TEN THOUSANDTH) OF THE SUM AVAILABLE TO THE HOLDERS OF THE A ORDINARY SHARES AS A CLASS. C) AS REGARDS OTHER RIGHTS: SAVE AS PROVIDED ABOVE THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL IN ALL OTHER RESPECTS RANK PAR PASSU AND THE HOLDERS THEREOF

## Statement of Capital (Totals)

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>1500000</b>
		<i>Total aggregate nominal value</i>	<b>150000</b>

---

### *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 12/11/2012 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* : **500000 ORDINARY B shares held as at the date of this return**  
*Name:* **COROIN LTD**

*Shareholding 2* : **1000000 ORDINARY A shares held as at the date of this return**  
*Name:* **COROIN 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.