



**Companies House**  
— for the record —

**AR01** (ef)

**Annual Return**



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Received for filing in Electronic Format on the: **23/08/2010**

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*Company Name:* **GLENCALVIE ESTATE**

*Company Number:* **04259520**

*Date of this return:* **26/07/2010**

*SIC codes:* **9272**

*Company Type:* **Private unlimited with share capital**

*Situation of Registered Office:* **64 ST. JAMES'S STREET  
NOTTINGHAM  
NOTTINGHAMSHIRE  
NG1 6FJ**

## 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 C/O HOWES PERCIVAL LLP  
1 BEDE ISLAND ROAD  
LEICESTER  
UNITED KINGDOM  
LE2 7EA**

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*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)  
Records of resolutions and meetings (section 358)  
Register of debenture holders (section 743)

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## Officers of the company

## *Company Secretary 1*

*Type:* **Corporate**  
*Name:* **HP SECRETARIAL SERVICES LIMITED**

*Registered or  
principal address:* **OXFORD HOUSE  
CLIFTONVILLE  
NORTHAMPTON  
NORTHAMPTONSHIRE  
UNITED KINGDOM  
NN1 5PN**

## *European Economic Area (EEA) Company*

*Register Location:* **ENGLAND AND WALES**  
*Registration Number:* **01755417**

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*Company Director*    ***I***

*Type:*                                **Person**  
*Full forename(s):*                **CHARLES RICHARD**

*Surname:*                            **BENNION**

*Former names:*

*Service Address:*                **THE OLD FARM  
LAUGHTON  
LUTTERWORTH  
LEICESTERSHIRE  
LE17 6QD**

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

*Date of Birth:*    **22/10/1948**                                *Nationality:*    **BRITISH**  
*Occupation:*    **SOLICITOR**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **NICHOLAS JOHN**

*Surname:* **FORMAN HARDY**

*Former names:*

*Service Address:* **CAR COLSTON HALL  
BINGHAM  
NOTTINGHAMSHIRE  
NG13 8JE**

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

*Date of Birth:* **27/09/1948** *Nationality:* **BRITISH**

*Occupation:* **COMPANY DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>701</b>
		<i>Aggregate nominal value</i>	<b>701</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>1</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

THE PARTICULARS OF THE VOTING RIGHTS ATTACHING TO THE A ORDINARY SHARES OF A#1.00 EACH IN THE CAPITAL OF THE COMPANY (THE "'A' SHARES") ARE THOSE PROVISIONS OF THE COMPANIES ACT 2006 PERTAINING TO VOTING RIGHTS ATTACHING TO SHARES, AS THOSE PROVISIONS ARE AMENDED OR SUPPLEMENTED BY THE RELEVANT PROVISIONS OF THE ARTICLES OF ASSOCIATION FROM TIME TO TIME OF GLENCALVIE ESTATE (THE "COMPANY"). WITHOUT PREJUDICE TO THE FOREGOING AND SUBJECT AS PROVIDED BELOW AND TO ANY OTHER SPECIAL RIGHTS OR RESTRICTIONS AS TO VOTING ATTACHED TO ANY SHARES BY OR IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION, ON A SHOW OF HANDS EVERY HOLDER OF A??AA?? SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON (OR BEING A CORPORATION IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE), SHALL HAVE ONE VOTE AND ON A POLL EVERY MEMBER (PRESENT IN PERSON OR BY PROXY OR IN THE CASE OF A CORPORATION, BY A DULY AUTHORISED REPRESENTATIVE) SHALL HAVE ONE VOTE FOR EVERY A??AA?? SHARE OF WHICH HE IS THE HOLDER. THE 'A' SHARES AND THE 'B' SHARES SHALL BY REASON OF THE RIGHTS GIVEN TO THEM BY ARTICLE 5 OF THE COMPANY'S ARTICLES OF ASSOCIATION CONSTITUTE SEPARATE CLASSES OF SHARES AND ACCORDINGLY ANY ALTERATION OF ARTICLE 5 OF THE COMPANY'S ARTICLES OF ASSOCIATION AND ANY VARIATION OR ABROGATION OF SUCH RIGHTS SHALL BE SUBJECT TO ARTICLE 7 OF THE COMPANY'S ARTICLES OF ASSOCIATION (VARIATION OF CLASS RIGHTS). ACCORDINGLY WHENEVER THE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES THE SPECIAL RIGHTS ATTACHED TO ANY CLASS MAY BE VARIED OR ABROGATED EITHER WHILST THE COMPANY IS A GOING CONCERN OR DURING OR IN CONTEMPLATION OF A WINDING UP WITH THE CONSENT IN WRITING OF THE HOLDERS OF 75% OF THE ISSUED SHARES OF THE RELEVANT CLASS OR WITH THE SANCTION OF AN EXTRAORDINARY RESOLUTION PASSED AT A SEPARATE MEETING OF THE HOLDERS OF THAT CLASS BUT NOT OTHERWISE. TO EVERY SUCH SEPARATE MEETING ALL THE PROVISIONS OF THE COMPANY'S ARTICLES OF ASSOCIATION RELATING TO GENERAL MEETINGS OF THE COMPANY OR THE PROCEEDINGS THEREAT SHALL MUTATIS MUTANDIS APPLY EXCEPT THAT; THE NECESSARY QUORUM SHALL BE ONE PERSON AT LEAST HOLDING OR REPRESENTING BY PROXY ONE-THIRD IN NOMINAL AMOUNT OF THE ISSUED SHARES OF THAT CLASS; THE HOLDERS OF SHARES OF THE RELEVANT CLASS SHALL ON A POLL HAVE ONE VOTE IN RESPECT OF EVERY SHARE OF THAT CLASS HELD BY THEM RESPECTIVELY; AND ANY HOLDER OF SHARES OF THAT CLASS PRESENT IN PERSON OR BY PROXY MAY DEMAND A POLL.

<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>701</b>
		<i>Aggregate nominal value</i>	<b>701</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>1</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE PARTICULARS OF THE VOTING RIGHTS ATTACHING TO THE B ORDINARY SHARES OF A#1.00 EACH IN THE CAPITAL OF THE COMPANY (THE "'B' SHARES") ARE THOSE PROVISIONS OF THE COMPANIES ACT 2006 PERTAINING TO VOTING RIGHTS ATTACHING TO SHARES, AS THOSE PROVISIONS ARE AMENDED OR SUPPLEMENTED BY THE RELEVANT PROVISIONS OF THE ARTICLES OF ASSOCIATION FROM TIME TO TIME OF THE COMPANY. WITHOUT PREJUDICE TO THE FOREGOING AND SUBJECT AS PROVIDED BELOW AND TO ANY OTHER SPECIAL RIGHTS OR RESTRICTIONS AS TO VOTING ATTACHED TO ANY SHARES BY OR IN ACCORDANCE WITH THE COMPANY'S ARTICLES OF ASSOCIATION, HOLDERS OF 'B' SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF GENERAL MEETINGS IN THE SAME MANNER AS THE HOLDERS OF A??AA?? SHARES AND SHALL BE ENTITLED TO ATTEND AND SPEAK (BUT NOT VOTE IN THEIR CAPACITY AS A HOLDER OF 'B' SHARES) PROVIDED THAT NOTWITHSTANDING ANYTHING TO THE CONTRARY HEREIN THE 'B' SHARES SHALL NOT CONFER ANY RIGHT TO VOTE EITHER ON A SHOW OF HANDS OR ON A POLL. THE 'A' SHARES AND THE 'B' SHARES SHALL BY REASON OF THE RIGHTS GIVEN TO THEM BY ARTICLE 5 OF THE COMPANY'S ARTICLES OF ASSOCIATION CONSTITUTE SEPARATE CLASSES OF SHARES AND ACCORDINGLY ANY ALTERATION OF ARTICLE 5 OF THE COMPANY'S ARTICLES OF ASSOCIATION AND ANY VARIATION OR ABROGATION OF SUCH RIGHTS SHALL BE SUBJECT TO ARTICLE 7 OF THE COMPANY'S ARTICLES OF ASSOCIATION (VARIATION OF CLASS RIGHTS). ACCORDINGLY WHENEVER THE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES THE SPECIAL RIGHTS ATTACHED TO ANY CLASS MAY BE VARIED OR ABROGATED EITHER WHILST THE COMPANY IS A GOING CONCERN OR DURING OR IN CONTEMPLATION OF A WINDING UP WITH THE CONSENT IN WRITING OF THE HOLDERS OF 75% OF THE ISSUED SHARES OF THE RELEVANT CLASS OR WITH THE SANCTION OF AN EXTRAORDINARY RESOLUTION PASSED AT A SEPARATE MEETING OF THE HOLDERS OF THAT CLASS BUT NOT OTHERWISE. TO EVERY SUCH SEPARATE MEETING ALL THE PROVISIONS OF THE COMPANY'S ARTICLES OF ASSOCIATION RELATING TO GENERAL MEETINGS OF THE COMPANY OR THE PROCEEDINGS THEREAT SHALL MUTATIS MUTANDIS APPLY EXCEPT THAT; THE NECESSARY QUORUM SHALL BE ONE PERSON AT LEAST HOLDING OR REPRESENTING BY PROXY ONE-THIRD IN NOMINAL AMOUNT OF THE ISSUED SHARES OF THAT CLASS; THE HOLDERS OF SHARES OF THE RELEVANT CLASS SHALL ON A POLL HAVE ONE VOTE IN RESPECT OF EVERY SHARE OF THAT CLASS HELD BY THEM RESPECTIVELY; AND ANY HOLDER OF SHARES OF THAT CLASS PRESENT IN PERSON OR BY PROXY MAY DEMAND A POLL.

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**Statement of Capital (Totals)**

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>1402</b>
		<i>Total aggregate nominal value</i>	<b>1402</b>

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 26/07/2010 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* : 0 ORDINARY A shares held as at 2010-07-26

351 shares transferred on 2009-12-08

*Name:* VIADECK LIMITED

*Shareholding 2* : 0 ORDINARY B shares held as at 2010-07-26

701 shares transferred on 2009-12-08

*Name:* VIADECK LIMITED

*Shareholding 3* : 701 ORDINARY A shares held as at 2010-07-26

*Name:* HARBOUR INVESTMENTS

*Shareholding 4* : 701 ORDINARY B shares held as at 2010-07-26

*Name:* HARBOUR INVESTMENTS

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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