



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **ABNEY 2003 LIMITED**

Company Number: **04787114**

Date of this return: **31/03/2012**

SIC codes: **68209**

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

Situation of Registered Office: **C/O BRUNTWOOD LIMITED
CITY TOWER PICCADILLY PLAZA
MANCHESTER
UNITED KINGDOM
M1 4BT**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **KATHARINE JANE**

Surname: **VOKES**

Former names:

Service Address recorded as Company's registered office

Company Director 1

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

Surname: **OGLESBY**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **09/09/1967** Nationality: **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director 2

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

Surname: **OGLESBY**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **05/06/1939** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director 3

Type: **Person**
Full forename(s): **KATHARINE JANE**

Surname: **VOKES**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **04/03/1969** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	50
		<i>Aggregate nominal value</i>	50
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE A RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE A RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	A PREFERENCE	<i>Number allotted</i>	39999998
		<i>Aggregate nominal value</i>	39999998
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES DO NOT CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS. (B) A NON-CUMULATIVE PREFERENTIAL DIVIDEND IS PAYABLE ON THE NOMINAL AMOUNT AT THE RATE OF 3% PER ANNUM PAYABLE QUARTERLY ON 31 MARCH, 30 JUNE, 30 SEPTEMBER AND 31 DECEMBER IN EACH YEAR TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. (C) ON A RETURN OF CAPITAL THE SURPLUS ASSETS REMAINING AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE APPLIED FIRST IN PAYING TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES (AS IF THEY CONSTITUTE ONE CLASS) AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH SHARE TOGETHER WITH ALL ARREARS AND ACCRUALS OF THE PREFERENTIAL DIVIDEND PAYABLE. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	B ORDINARY	<i>Number allotted</i>	50
		<i>Aggregate nominal value</i>	50
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE B RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE B RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	B PREFERENCE	<i>Number allotted</i>	2
		<i>Aggregate nominal value</i>	2
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS. THE HOLDERS HAVE ONE VOTE ON A SHOW OF HANDS AND 20,000,000 FOR EACH SHARE OF WHICH HE IS A HOLDER ON A POLL. (B) A NON-CUMULATIVE PREFERENTIAL DIVIDEND IS PAYABLE ON THE NOMINAL AMOUNT AT THE RATE OF 3% PER ANNUM PAYABLE QUARTERLY ON 31 MARCH, 30 JUNE, 30 SEPTEMBER AND 31 DECEMBER IN EACH YEAR TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES. (C) ON A RETURN OF CAPITAL THE SURPLUS ASSETS REMAINING AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE APPLIED FIRST IN PAYING TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES (AS IF THEY CONSTITUTE ONE CLASS) AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH SHARE TOGETHER WITH ALL ARREARS AND ACCRUALS OF THE PREFERENTIAL DIVIDEND PAYABLE. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	C ORDINARY	<i>Number allotted</i>	50
		<i>Aggregate nominal value</i>	50
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE C RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE C RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	C PREFERENCE	<i>Number allotted</i>	50000
		<i>Aggregate nominal value</i>	50000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES DO NOT CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS. (B) SUBJECT TO THE PAYMENT OF THE DIVIDENDS PAYABLE TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES THE HOLDERS OF THE SHARES ARE ENTITLED TO RECEIVE IN PROPORTION TO THE NUMBER OF C PREFERENCE SHARES HELD BY THEM THE FOLLOWING NON-CUMULATIVE DIVIDENDS: (I) UNTIL 30 SEPTEMBER 2022 A DIVIDEND OF £1,000,000 PER ANNUM IN AGGREGATE ACCRUING ON A DAILY BASIS IN RESPECT OF THE PERIOD OF 12 MONTHS COMMENCING ON 1 OCTOBER IN EACH YEAR AND PAID ON 15 SEPTEMBER IN EACH YEAR; AND (II) UNTIL 30 SEPTEMBER 2048 A DIVIDEND OF £500,000 IN AGGREGATE, INDEXED ACCRUING ON A DAILY BASIS IN RESPECT OF THE PERIOD OF 12 MONTHS COMMENCING ON 1 OCTOBER IN EACH YEAR AND PAID ON 15 SEPTEMBER IN EACH YEAR; AND (III) WITH EFFECT FROM 1 OCTOBER 2048 A DIVIDEND AT THE RATE OF 5% PER ANNUM ON THE NOMINAL BASIS ACCRUING ON A DAILY BASIS IN RESPECT OF THE PERIOD OF 12 MONTHS COMMENCING ON 1 OCTOBER IN EACH YEAR AND PAID ON 15 SEPTEMBER IN EACH YEAR. (C) ON A RETURN OF CAPITAL THE SURPLUS ASSETS REMAINING AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE APPLIED, SUBJECT TO PAYMENTS TO THE HOLDERS OF THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES, AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH SHARE TOGETHER WITH ALL ARREARS AND ACCRUALS OF THE PREFERENTIAL DIVIDEND PAYABLE. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	D ORDINARY	<i>Number allotted</i>	45
		<i>Aggregate nominal value</i>	45
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE D RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE D RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	E ORDINARY	<i>Number allotted</i>	45
		<i>Aggregate nominal value</i>	45
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE E RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE E RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	F ORDINARY	<i>Number allotted</i>	30
		<i>Aggregate nominal value</i>	30
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE F RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE F RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of shares	G ORDINARY	<i>Number allotted</i>	30
		<i>Aggregate nominal value</i>	30
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

(A) THE SHARES CONFER ON THE HOLDERS THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK AT AND VOTE AT GENERAL MEETINGS WITH ONE VOTE ON A SHOW OF HANDS AND ONE VOTE FOR EACH SHARE ON A POLL. (B) DIVIDENDS ARE PAYABLE OUT OF THE G RESERVE AS THE DIRECTORS MAY DETERMINE AND AFTER PAYMENTS DUE TO THE PREFERENCE SHAREHOLDERS. (C) ON A RETURN OF CAPITAL, SUBJECT TO PAYMENT OF THE PREFERENCE SHAREHOLDERS THE G RESERVE SHALL BE PAID TO THE HOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THE HOLDERS OF THE SHARES RESPECTIVELY. (D) THE SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	40050300
		<i>Total aggregate nominal value</i>	40050300

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 31/03/2012 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

<i>Shareholding 1</i>	: 50 A ORDINARY shares held as at the date of this return
<i>Name:</i>	CHRISTOPHER GEORGE OGLESBY (MJO 2003 NO 1)
<i>Name:</i>	PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 1)
<i>Name:</i>	ROBERT ESSON KITSON (MJO 2003 NO 1)
<i>Name:</i>	MICHAEL JOHN OGLESBY (MJO 2003 NO 1)
<i>Shareholding 2</i>	: 39999998 A PREFERENCE shares held as at the date of this return
<i>Name:</i>	JEAN DAVIES OGLESBY
<i>Shareholding 3</i>	: 50 B ORDINARY shares held as at the date of this return
<i>Name:</i>	CHRISTOPHER GEORGE OGLESBY (MJO 2003 NO 1)
<i>Name:</i>	PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 1)
<i>Name:</i>	ROBERT ESSON KITSON (MJO 2003 NO 1)
<i>Name:</i>	MICHAEL JOHN OGLESBY (MJO 2003 NO 1)
<i>Shareholding 4</i>	: 2 B PREFERENCE shares held as at the date of this return
<i>Name:</i>	MICHAEL JOHN OGLESBY
<i>Shareholding 5</i>	: 50 C ORDINARY shares held as at the date of this return
<i>Name:</i>	PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 1)
<i>Name:</i>	CHRISTOPHER GEORGE OGLESBY (MJO 2003 NO 1)
<i>Name:</i>	ROBERT ESSON KITSON (MJO 2003 NO 1)
<i>Name:</i>	MICHAEL JOHN OGLESBY (MJO 2003 NO 1)
<i>Shareholding 6</i>	: 45 D ORDINARY shares held as at the date of this return
<i>Name:</i>	ROBERT ESSON KITSON (MJO 2003 NO 2)
<i>Name:</i>	PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 2)

Name: KATHARINE JANE VOKES (MJO 2003 NO 2)

Name: MICHAEL JOHN OGLESBY (MJO 2003 NO 2)

Shareholding 7 : 45 E ORDINARY shares held as at the date of this return
Name: ROBERT ESSON KITSON (MJO 2003 NO 2)

Name: MICHAEL JOHN OGLESBY (MJO 2003 NO 2)

Name: KATHARINE JANE VOKES (MJO 2003 NO 2)

Name: PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 2)

Shareholding 8 : 30 F ORDINARY shares held as at the date of this return
Name: KATHARINE JANE VOKES (MJO 2003 NO 2)

Name: PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 2)

Name: ROBERT ESSON KITSON (MJO 2003 NO 2)

Name: MICHAEL JOHN OGLESBY (MJO 2003 NO 2)

Shareholding 9 : 30 G ORDINARY shares held as at the date of this return
Name: KATHARINE JANE VOKES (MJO 2003 NO 2)

Name: PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 2)

Name: ROBERT ESSON KITSON (MJO 2003 NO 2)

Name: MICHAEL JOHN OGLESBY (MJO 2003 NO 2)

Shareholding 10 : 25000 C PREFERENCE shares held as at the date of this return
Name: ROBERT ESSON KITSON (MJO 2003 NO 1)

Name: PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 1)

Name: CHRISTOPHER GEORGE OGLESBY (MJO 2003 NO 1)

Name: MICHAEL JOHN OGLESBY (MJO 2003 NO 1)

Shareholding 11 : 25000 C PREFERENCE shares held as at the date of this return
Name: KATHARINE JANE VOKES (MJO 2003 NO 2)

Name: PETER BERNARD APPLETON RENSHAW (MJO 2003 NO 2)

Name: ROBERT ESSON KITSON (MJO 2003 NO 2)

Authorisation

Authenticated

This form was authorised by one of the following:

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