



Companies House
— for the record —

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **03/07/2013**

Company Name: **CAIRN CAPITAL GROUP LIMITED**

Company Number: **04788155**

Date of this return: **05/06/2013**

SIC codes: **64205**

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

Situation of Registered Office: **27 KNIGHTSBRIDGE
LONDON
SW1X 7LY**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **JAMES TITHERADGE**

Surname: **STARKY**

Former names:

Service Address: **FLAT 13 GUN WHARF
124 WAPPING HIGH STREET
LONDON
E1W 2NJ**

Company Director **1**

Type: **Person**

Full forename(s): **PAUL WILLIAM**

Surname: **CAMPBELL**

Former names:

Service Address: **13 ELDON ROAD
LONDON
W8 5PU**

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

Date of Birth: **28/10/1965**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **MR ALAN SINCLAIR**

Surname: **DEVINE**

Former names:

Service Address: **135 BISHOPSGATE
LONDON
ENGLAND
EC2M 3UR**

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

Date of Birth: **18/01/1960**

Nationality: **BRITISH**

Occupation: **BANKER**

Company Director **3**

Type: **Person**

Full forename(s): **MR TIMOTHY JAMES ALBERT**

Surname: **FROST**

Former names:

Service Address: **13 BEDFORD ROW
LONDON
WC1R 4BU**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **01/01/1965** *Nationality:* **BRITISH**

Occupation: **ASSET MANAGER**

Company Director 4

Type: **Person**
Full forename(s): **DAVID QUIXANO**

Surname: **HENRIQUES**

Former names:

Service Address: **CHALESHURST
RAMSNEST
GODALMING
SURREY
GU8 4ST**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **11/12/1964** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Company Director **5**

Type: **Person**

Full forename(s): **MR ROBERT PIERCE**

Surname: **JONES**

Former names:

Service Address: **19 DRAYTON GARDENS
LONDON
SW10 9RY**

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

Date of Birth: **19/05/1967** *Nationality:* **BRITISH**

Occupation: **ASSET MANAGER**

Company Director **6**

Type: **Person**
Full forename(s): **DAVID ANTHONY**

Surname: **LITTLEWOOD**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **08/04/1966** *Nationality:* **BRITISH**

Occupation: **ASSET MANAGER**

Company Director 7

Type: **Person**

Full forename(s): **ANTHONY GRANVILLE**

Surname: **MALLIN**

Former names:

Service Address: **29 Highbury Hill
London
N5 1SU**

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

Date of Birth: **26/05/1955**

Nationality: **BRITISH**

Occupation: **BANKER**

Statement of Capital (Share Capital)

Class of shares	ORDINARY A	<i>Number allotted</i>	14000
		<i>Aggregate nominal value</i>	140
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE A SHARES ARE ENTITLED TO 51 PER CENT. OF THE PROFITS WHICH THE COMPANY MAY DECIDE TO DISTRIBUTE AFTER PAYMENT OF THE PREFERENTIAL DIVIDEND, 51 PER CENT. OF PROCEEDS ON A RETURN OF CAPITAL ON A WINDING UP OR OTHERWISE AFTER ANY PAYMENT TO THE PREFERENCE SHAREHOLDERS AND ANY PAYMENT TO THE C SHAREHOLDERS, AND 51 PER CENT. OF THE VOTING RIGHTS (PROVIDED THAT ANY A SHARES HELD FROM TIME TO TIME BY EMPLOYEES OF THE COMPANY DO NOT CARRY ANY VOTING RIGHTS)

Class of shares	ORDINARY B	<i>Number allotted</i>	26285
		<i>Aggregate nominal value</i>	262.85
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE B SHARES ARE ENTITLED TO 49 PER CENT. OF THE PROFITS WHICH THE COMPANY MAY DECIDE TO DISTRIBUTE AFTER PAYMENT OF THE PREFERENTIAL DIVIDEND, 49 PER CENT. OF PROCEEDS ON A RETURN OF CAPITAL ON A WINDING UP OR OTHERWISE AFTER ANY PAYMENT TO THE PREFERENCE SHAREHOLDERS AND ANY PAYMENT TO THE C SHAREHOLDERS, AND 49 PER CENT. OF THE VOTING RIGHTS WHICH ARE EXERCISABLE IN RESPECT OF ANY RESOLUTION OF THE SHAREHOLDERS.

Class of shares	ORDINARY C	<i>Number allotted</i>	6000
		<i>Aggregate nominal value</i>	60
<i>Currency</i>	GBP	<i>Amount paid per share</i>	500
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE C SHARES ARE ENTITLED TO THE NOMINAL VALUE OF THEIR C SHARES ON A RETURN OF CAPITAL ON A WINDING UP OR OTHERWISE AFTER ANY PAYMENT TO THE PREFERENCE SHAREHOLDERS AND SUCH ENTITLEMENT SHALL BE SATISFIED BY THE COMPANY PURCHASING THE RELEVANT C SHARES AT THEIR NOMINAL VALUE. A C SHARE ENTITLES A C SHAREHOLDER TO RECEIVE NOTICE OF AND ATTEND BUT NOT TO VOTE AT GENERAL MEETINGS OF THE COMPANY AND DOES NOT ENTITLE A C SHAREHOLDER TO ANY RIGHTS OF PARTICIPATION IN THE PROFITS OF THE COMPANY.

Class of shares	PREFERENCE	<i>Number allotted</i>	4000
		<i>Aggregate nominal value</i>	40
<i>Currency</i>	GBP	<i>Amount paid per share</i>	500
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE PREFERENCE SHARES ARE ENTITLED TO A FIXED CUMULATIVE PREFERENCE DIVIDEND OF 50 PERCENT ON THE AMOUNT PAID UP ON THE PREFERENCE SHARES. ON A WINDING UP, THE PREFERENCE SHARES ARE ENTITLED TO AN AMOUNT EQUAL TO 250 PERCENT OF THE AMOUNT PAID UP ON THE PREFERENCE SHARES. TWO PREFERENCE SHARES AND THREE C ORDINARY SHARES FORM A "STAPLED SECURITY". THE COMPANY MAY REDEEM AT ANY TIME ANY TWO PREFERENCE SHARES (WHICH FORM PART OF A STAPLED SECURITY) AND SHALL REDEEM THE PREFERENCE SHARES ON A LISTING AND CERTAIN TRANSFERS. ON REDEMPTION AN AMOUNT EQUAL TO 250 PERCENT OF THE AMOUNT PAID UP IS PAYABLE. FOLLOWING THE REDEMPTION OF TWO PREFERENCE SHARES THE REMAINING THREE C SHARES THAT FORMED PART OF THE SAME STAPLED SECURITY SHALL BE TRANSFERRED TO THE A SHAREHOLDERS PRO RATA TO THEIR EXISTING A SHAREHOLDINGS. HOLDERS OF PREFERENCE SHARES ARE ENTITLED TO RECEIVE NOTICE OF BUT NOT TO ATTEND OR VOTE AT GENERAL MEETINGS.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	50285
		<i>Total aggregate nominal value</i>	502.85

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 05/06/2013 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

<i>Shareholding 1</i> <i>Name:</i>	: 4608 ORDINARY B shares held as at the date of this return PAUL CAMPBELL
<i>Shareholding 2</i> <i>Name:</i>	: 4609 ORDINARY B shares held as at the date of this return ROBERT PIERCE JONES
<i>Shareholding 3</i> <i>Name:</i>	: 2000 PREFERENCE shares held as at the date of this return RBS SPECIAL INVESTMENTS LIMITED
<i>Shareholding 4</i> <i>Name:</i>	: 4566 ORDINARY B shares held as at the date of this return DAVID HENRIQUES
<i>Shareholding 5</i> <i>Name:</i>	: 4609 ORDINARY B shares held as at the date of this return TIMOTHY FROST
<i>Shareholding 6</i> <i>Name:</i>	: 4255 ORDINARY A shares held as at the date of this return RBS SPECIAL INVESTMENTS LIMITED
<i>Shareholding 7</i> <i>Name:</i>	: 3000 ORDINARY C shares held as at the date of this return RBS SPECIAL INVESTMENTS LIMITED
<i>Shareholding 8</i> <i>Name:</i>	: 329 ORDINARY B shares held as at the date of this return ANDREW JACKSON
<i>Shareholding 9</i> <i>Name:</i>	: 4566 ORDINARY B shares held as at the date of this return DAVID LITTLEWOOD
<i>Shareholding 10</i> <i>Name:</i>	: 138 ORDINARY A shares held as at the date of this return MANUEL DELGADO
<i>Shareholding 11</i> <i>Name:</i>	: 69 ORDINARY A shares held as at the date of this return CHRISTOPHER BENTLEY
<i>Shareholding 12</i> <i>Name:</i>	: 248 ORDINARY A shares held as at the date of this return 129 shares transferred on 2013-02-21 DAVID LITTLEWOOD
<i>Shareholding 13</i>	: 360 ORDINARY A shares held as at the date of this return

120 shares transferred on 2013-02-21

Name: JAMES STARKY

Shareholding 14 : 4255 ORDINARY A shares held as at the date of this return
Name: STAR CAPITAL PARTNERS INVESTMENTS LLP

Shareholding 15 : 670 ORDINARY B shares held as at the date of this return
Name: JAMES STARKY

Shareholding 16 : 249 ORDINARY A shares held as at the date of this return
128 shares transferred on 2013-02-21
Name: DAVID HENRIQUES

Shareholding 17 : 672 ORDINARY A shares held as at the date of this return
117 shares transferred on 2013-02-21
Name: PAUL CAMPBELL

Shareholding 18 : 672 ORDINARY A shares held as at the date of this return
117 shares transferred on 2013-02-21
Name: ROBERT PIERCE JONES

Shareholding 19 : 1645 ORDINARY A shares held as at the date of this return
Name: TIMOTHY FROST

Shareholding 20 : 126 ORDINARY A shares held as at the date of this return
Name: ANDREW BURKE

Shareholding 21 : 180 ORDINARY B shares held as at the date of this return
Name: ANDREW BURKE

Shareholding 22 : 55 ORDINARY A shares held as at the date of this return
Name: ANDREW HADDLETON

Shareholding 23 : 126 ORDINARY A shares held as at the date of this return
Name: ANDREW JACKSON

Shareholding 24 : 0 ORDINARY A shares held as at the date of this return
127 shares transferred on 2012-10-19
Name: STEFANO LORETI

Shareholding 25 : 58 ORDINARY A shares held as at the date of this return
Name: RENEE TOFT

Shareholding 26 : 0 ORDINARY A shares held as at the date of this return

127 shares transferred on 2012-10-19

Name: ANDRE VOLLMANN

Shareholding 27 : 69 ORDINARY A shares held as at the date of this return
Name: OGIER EMPLOYEE BENEFIT TRUSTEE LIMITED

Shareholding 28 : 30 ORDINARY B shares held as at the date of this return
Name: MANUEL DELGADO

Shareholding 29 : 150 ORDINARY B shares held as at the date of this return
Name: ANDREW HADDLETON

Shareholding 30 : 24 ORDINARY B shares held as at the date of this return
Name: PETER HANSELL

Shareholding 31 : 1570 ORDINARY B shares held as at the date of this return
Name: NISHI SHANT

Shareholding 32 : 60 ORDINARY B shares held as at the date of this return
Name: RENEE TOFT

Shareholding 33 : 314 ORDINARY B shares held as at the date of this return
Name: OGIER EMPLOYEE BENEFIT TRUSTEE LIMITED

Shareholding 34 : 138 ORDINARY A shares held as at the date of this return
Name: OGIER EMPLOYEE BENEFIT TRUSTEE LIMITED

Shareholding 35 : 1200 PREFERENCE shares held as at the date of this return
Name: STAR CAPITAL INVESTMENTS LIMITED

Shareholding 36 : 1800 ORDINARY C shares held as at the date of this return
Name: STAR CAPITAL INVESTMENTS LIMITED

Shareholding 37 : 800 PREFERENCE shares held as at the date of this return
Name: ROYAL BANK OF SCOTLAND PLC

Shareholding 38 : 1200 ORDINARY C shares held as at the date of this return
Name: ROYAL BANK OF SCOTLAND PLC

Shareholding 39 : 254 ORDINARY A shares held as at the date of this return
Name: OGIER EMPLOYEE BENEFIT TRUSTEE LIMITED

Shareholding 40 : 611 ORDINARY A shares held as at the date of this return
Name: STAR CAPITAL PARTNERS INVESTMENTS LLP

Authorisation

Authenticated

This form was authorised by one of the following:

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