



Companies House

AR01 (ef)

Annual Return



Received for filing in Electronic Format on the: **11/05/2015**

X476Y7SR

Company Name: **M2 SMILE LIMITED**

Company Number: **05800796**

Date of this return: **28/04/2015**

SIC codes: **82990**

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

Situation of Registered Office: **C/O M2 DIGITAL LIMITED
PO BOX 2000
380 CHESTER ROAD
MANCHESTER
M16 9XX**

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

**TWO SNOW HILL
BIRMINGHAM
ENGLAND
B4 6WR**

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)

Officers of the company

Company Director **1**

Type: **Person**
Full forename(s): **MR STEVEN PAUL**

Surname: **RIGBY**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **06/12/1972** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

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

Surname: **TAYLOR**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **17/07/1970** *Nationality:* **BRITISH**

Occupation: **MANAGING DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY SHARES	<i>Number allotted</i>	497500
		<i>Aggregate nominal value</i>	49750
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. A ORDINARY SHARES CARRY RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES. A ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES.

Class of shares	B ORDINARY SHARES	<i>Number allotted</i>	302500
		<i>Aggregate nominal value</i>	30250
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

B ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. B ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES. B ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES.

Class of shares	B1 ORDINARY SHARES	<i>Number allotted</i>	10862
		<i>Aggregate nominal value</i>	1086.2
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

B1 ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. B1 ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES SUBJECT TO A CAP OF £353,000 B1 ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN PRIORITY TO ALL OTHER SHARES SUBJECT ONLY TO PREFERENTIAL RIGHTS OF PREFERENCE SHARES.

Class of shares	C1 ORDINARY SHARES	<i>Number allotted</i>	1000
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

C1 ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. C1 ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES SUBJECT TO CAP OF £750,000, C1 ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN PRIORITY TO ALL OTHER SHARES SAVE FOR B1 ORDINARY SHARES AND PREFERENCE SHARES

Class of shares	D ORDINARY SHARES	<i>Number allotted</i>	57079230
		<i>Aggregate nominal value</i>	5707923
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

D ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. D ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES. D ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES.

Class of shares	PREFERENCE SHARES	<i>Number allotted</i>	11869443
		<i>Aggregate nominal value</i>	11869443
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

PREFERENCE SHARES CARRY VOTING RIGHTS PARI PASSU. PREFERENCE SHARES CARRY A PREFERENTIAL RIGHT TO A DIVIDEND BEFORE ALL OTHER SHARES IN AN AMOUNT EQUAL TO £0.01 PER PREFERENCE SHARE. PREFERENCE SHARES CARRY PREFERENTIAL RIGHT BEFORE ALL OTHER SHARES TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL IN AN AMOUNT EQUAL TO THE AGGREGATE NOMINAL VALUE OF THE PREFERENCE SHARES.

Class of shares	C ORDINARY	<i>Number allotted</i>	175000
		<i>Aggregate nominal value</i>	17500
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

C ORDINARY SHARES CARRY VOTING RIGHTS PARI PASSU. C ORDINARY SHARES CARRY THE RIGHT TO A DIVIDEND PARI PASSU WITH ALL OTHER SHARES SAVE FOR PREFERENTIAL RIGHT OF INCOME OF PREFERENCE SHARES. C ORDINARY SHARES CARRY RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A RETURN OF CAPITAL PARI PASSU WITH ALL OTHER SHARES SUBJECT TO PREFERENTIAL RIGHTS OF B1 ORDINARY SHARES, C1 ORDINARY SHARES AND PREFERENCE SHARES

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	69935535
		<i>Total aggregate nominal value</i>	17676052.2

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 28/04/2015 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>	: 497500 A ORDINARY SHARES shares held as at the date of this return SPECIALIST COMPUTER CENTRES PLC
<i>Shareholding 2</i> <i>Name:</i>	: 302500 B ORDINARY SHARES shares held as at the date of this return SPECIALIST COMPUTER CENTRES PLC
<i>Shareholding 3</i> <i>Name:</i>	: 175000 C ORDINARY shares held as at the date of this return SPECIALIST COMPUTER CENTRES PLC
<i>Shareholding 4</i> <i>Name:</i>	: 57079230 D ORDINARY SHARES shares held as at the date of this return SPECIALIST COMPUTER CENTRES PLC
<i>Shareholding 5</i> <i>Name:</i>	: 2000 B1 ORDINARY SHARES shares held as at the date of this return JOHN HIGHAM
<i>Shareholding 6</i> <i>Name:</i>	: 6308 B1 ORDINARY SHARES shares held as at the date of this return JOHN TAYLOR
<i>Shareholding 7</i> <i>Name:</i>	: 700 C1 ORDINARY SHARES shares held as at the date of this return JOHN TAYLOR
<i>Shareholding 8</i> <i>Name:</i>	: 2554 B1 ORDINARY SHARES shares held as at the date of this return DAMIEN BAKER
<i>Shareholding 9</i> <i>Name:</i>	: 300 C1 ORDINARY SHARES shares held as at the date of this return DAMIEN BAKER
<i>Shareholding 10</i> <i>Name:</i>	: 11869443 PREFERENCE SHARES shares held as at the date of this return SPECIALIST COMPUTER CENTRES PLC

Authorisation

Authenticated

This form was authorised by one of the following:

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



Companies House

COMPANY NAME: M2 SMILE LIMITED

COMPANY NUMBER: 05800796

A second filed AR01 was registered on 30/09/2017.