



Companies House

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **26/03/2014**

**X34GMII6W**

---

*Company Name:* **MILL ACQUISITIONS 1 LIMITED**

*Company Number:* **06055540**

*Date of this return:* **26/03/2014**

*SIC codes:* **70100**

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

*Situation of Registered Office:* **40-41 GREAT MARLBOROUGH STREET  
LONDON  
W1F 7JQ**

**Officers of the company**

## *Company Secretary* 1

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

*Surname:* **WOLFSON**

*Former names:*

*Service Address recorded as Company's registered office*

---

## *Company Director* 1

*Type:* **Person**  
*Full forename(s):* **PATRICK**

*Surname:* **JOSEPH**

*Former names:*

*Service Address:* **VANCOUVER LODGE  
HIGH STREET  
DADFORD  
BUCKINGHAMSHIRE  
MK18 5JX**

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

*Date of Birth:* **12/04/1957** *Nationality:* **BRITISH**  
*Occupation:* **PRODUCTION MANAGER**

*Company Director* 2

*Type:* **Person**

*Full forename(s):* **MR ROBIN RICHARD**

*Surname:* **SHENFIELD**

*Former names:*

*Service Address:* **17A Highbury Terrace Mews  
London  
N5 1UT**

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

*Date of Birth:* **20/01/1956** *Nationality:* **BRITISH**

*Occupation:* **MANAGING DIRECTOR**

---

*Company Director*    **3**

*Type:*                                **Person**

*Full forename(s):*                **MICHAEL BARRY**

*Surname:*                                **WOLFSON**

*Former names:*

*Service Address:*                **4 ABBEY VIEW  
RADLETT  
HERTFORDSHIRE  
WD7 8LT**

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

*Date of Birth:*    **24/11/1969**                                *Nationality:*    **BRITISH**

*Occupation:*    **CHARTERED ACCOUNTANT**

## Statement of Capital (Share Capital)

---

<b>Class of shares</b>	<b>DEFERRED</b>	<i>Number allotted</i>	<b>1262411</b>
		<i>Aggregate nominal value</i>	<b>12624.11</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

EACH SHARE RANKS PARI PASSU WITH THE A ORDINARY SHARES AND IS ENTITLED TO ONE VOTE IN ALL CIRCUMSTANCES AND TO A PRO RATA DISTRIBUTION OF DIVIDEND.

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>450249</b>
		<i>Aggregate nominal value</i>	<b>4502.49</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

RANKS PARI PASSU WITH ORDINARY A SHARES WITH ONE VOTE PER SHARE IN ALL CIRCUMSTANCES AND A PRO RATA ENTITLEMENT TO DISTRIBUTIONS/DIVIDENDS. ALSO HAS RIGHTS OF CONVERSION AS DETAILED IN THE ARTICLES.

<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>1204796</b>
		<i>Aggregate nominal value</i>	<b>12047.96</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

RANKS PARI PASSU WITH ORDINARY SHARES WITH ONE VOTE PER SHARE IN ALL CIRCUMSTANCES AND A PRO RATA ENTITLEMENT TO DISTRIBUTIONS/DIVIDENDS. ALSO HAS RIGHTS OF CONVERSION AS DETAILED IN THE ARTICLES.

<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>208127</b>
		<i>Aggregate nominal value</i>	<b>2081.27</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

**ORDINARY B SHARES HAVE NO DIVIDEND OR VOTING RIGHTS. SPECIFIC PROVISIONS IN THE ARTICLES FOR CALCULATION OF SALE PROCEEDS AND CONVERSION TO DEFERRED SHARES IN THE EVENT OF A QUALIFYING EXIT.**

<b>Class of shares</b>	<b>PREFERENCE</b>	<i>Number allotted</i>	<b>14588914</b>
		<i>Aggregate nominal value</i>	<b>14588914</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

**EACH PREFERENCE SHARE CONFERS ON THE HOLDER THE RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND OF 15.477% OF THE SUBSCRIPTION PRICE. DIVIDEND IS PAID BEFORE DIVIDENDS TO ORDINARY/A ORDINARY SHARES. ENTITLED TO RECEIVE NOTICE OF, ATTEND BUT NOT VOTE AT GENERAL MEETINGS UNLESS RESOLUTION EFFECTS PREFERENCE SHARE RIGHTS OR IS FOR WINDING UP.**

---

## Statement of Capital (Totals)

---

<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>17714497</b>
		<i>Total aggregate nominal value</i>	<b>14620169.83</b>

---

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 26/03/2014 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* : **1204796 ORDINARY A shares held as at the date of this return**  
*Name:* **BADGER USA INC**

*Shareholding 2* : **208127 ORDINARY B shares held as at the date of this return**  
*Name:* **BADGER USA INC**

*Shareholding 3* : **1262411 DEFERRED shares held as at the date of this return**  
*Name:* **BADGER USA INC**

*Shareholding 4* : **14588914 PREFERENCE shares held as at the date of this return**

*Name:* BADGER USA INC

*Shareholding 5* : 450249 ORDINARY shares held as at the date of this return

*Name:* BADGER USA INC

---

### *Authorisation*

*Authenticated*

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

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