



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **PRINCESS YACHTS (HOLDINGS) LIMITED**

Company Number: **06409725**



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Company Name: **PRINCESS YACHTS (HOLDINGS) LIMITED**

Company Number: **06409725**

Confirmation **28/06/2023**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	528557425
	ORDINARY	Aggregate nominal value:	5285574.25
Currency:	GBP		

Prescribed particulars

A ORDINARY VOTING

Class of Shares:	B	Number allotted	780000
	ORDINARY	Aggregate nominal value:	7800
Currency:	GBP		

Prescribed particulars

B ORDINARY NON VOTING

Class of Shares:	C	Number allotted	200000
	ORDINARY	Aggregate nominal value:	2000
Currency:	GBP		

Prescribed particulars

A) VOTING RIGHTS – THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS EACH A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL HAVE ONE VOTE AND ON A POLL THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE AND B ORDINARY SHARE RESPECTIVELY HELD BY THEM. PREFERENCE SHARES SHALL NOT CARRY ANY RIGHT TO VOTE AT GENERAL MEETINGS OF THE COMPANY UNLESS: THE RESOLUTION IS ONE WHICH DIRECTLY OR INDIRECTLY VARIES, MODIFIES, ALTERS OR ABROGATES ANY OF THE RIGHTS, PRIVILEGES, LIMITATIONS OR RESTRICTIONS ATTACHING TO THE PREFERENCE SHARES; OR THE RESOLUTION IS FOR THE WINDING UP OF THE COMPANY, THE REDUCTION OF SHARE CAPITAL, OR THE PURCHASE BY THE COMPANY OF ANY OF ITS SHARES. B) DISTRIBUTION OF DIVIDENDS: THE COMPANY MAY, UPON THE RECOMMENDATION OF THE DIRECTORS, BY ORDINARY RESOLUTION, DIRECT PAYMENT OF A DIVIDEND IN WHOLE OR IN PART BY THE DISTRIBUTION OF SPECIFIC ASSETS (AND IN PARTICULAR OF PAID-UP SHARES OR DEBENTURES OF ANY OTHER COMPANY) AND THE DIRECTORS SHALL GIVE EFFECT TO SUCH RESOLUTION. WHERE ANY DIFFICULTY ARISES IN REGARD TO SUCH DISTRIBUTION, THE DIRECTORS MAY SETTLE THE SAME AS THEY THINK EXPEDIENT AND IN PARTICULAR MAY ISSUE FRACTIONAL CERTIFICATES, MAY FIX THE VALUE FOR DISTRIBUTION OF SUCH SPECIFIC ASSETS OR ANY PART THEREOF, MAY DETERMINE THAT CASH SHALL BE PAID TO ANY SHAREHOLDER UPON THE FOOTING OF THE VALUE SO FIXED IN ORDER TO ADJUST THE RIGHTS OF SHAREHOLDERS AND MAY VEST ANY ASSETS IN TRUSTEES. C) SUBJECT TO THE RIGHTS OF THE PREFERENCE SHARES, ON A RETURN OF CAPITAL ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE (OTHER THAN ON A REDEMPTION OF PURCHASE OF SHARES), THE BALANCE OF ANY ASSETS AVAILABLE FOR DISTRIBUTION AMONG THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS, SUBJECT TO ANY SPECIAL RIGHTS WHICH MAY BE ATTACHED TO ANY OTHER CLASS OF SHARES, SHALL BE DISTRIBUTED AMONG THE A ORDINARY SHAREHOLDERS AND B ORDINARY SHARES HELD BY THEM RESPECTIVELY PRO RATA TO THEIR NOMINAL AMOUNT SUBJECT TO ANY SUCH DISTRIBUTION IN RESPECT OF THE A ORDINARY SHARES (BUT NOT, FOR THE AVOIDANCE OF DOUBT, THE B ORDINARY SHARES) BEING ADJUSTED ON AN EXIT AS A RESULT OF THE RIGHTS OF THE C ORDINARY SHARES AND THE D ORDINARY SHARES SET OUT IN THESE ARTICLES. D) THE COMPANY SHALL HAVE THE RIGHT, SUBJECT TO THE ACT, TO REDEEM AT ANY TIME AND FROM TIME TO TIME DURING THE PERIOD COMMENCING ON THE ACQUISITION

COMPLETION DATE AND ENDING ON 31 DECEMBER 2020 THE WHOLE OR ANY PART OF THE PREFERENCE SHARES FOR THE TIME BEING ISSUED AND OUTSTANDING UPON GIVING TO THE HOLDERS OF THE PARTICULAR PREFERENCE SHARES TO BE REDEEMED NOT LESS THAN 28 DAYS' PRIOR NOTICE IN WRITING OF THE DATE (THE "PREFERENCE SHARE REDEMPTION DATE") WHEN SUCH REDEMPTION IS TO BE EFFECTIVE.

Class of Shares:	D	Number allotted	20000
	ORDINARY	Aggregate nominal value:	200
Currency:	GBP		
Prescribed particulars			

A) VOTING RIGHTS – THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND SPEAK AT AND VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS EACH A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL HAVE ONE VOTE AND ON A POLL THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE AND B ORDINARY SHARE RESPECTIVELY HELD BY THEM. PREFERENCE SHARES SHALL NOT CARRY ANY RIGHT TO VOTE AT GENERAL MEETINGS OF THE COMPANY UNLESS: THE RESOLUTION IS ONE WHICH DIRECTLY OR INDIRECTLY VARIES, MODIFIES, ALTERS OR ABROGATES ANY OF THE RIGHTS, PRIVILEGES, LIMITATIONS OR RESTRICTIONS ATTACHING TO THE PREFERENCE SHARES; OR THE RESOLUTION IS FOR THE WINDING UP OF THE COMPANY, THE REDUCTION OF SHARE CAPITAL, OR THE PURCHASE BY THE COMPANY OF ANY OF ITS SHARES. B) DISTRIBUTION OF DIVIDENDS: THE COMPANY MAY, UPON THE RECOMMENDATION OF THE DIRECTORS, BY ORDINARY RESOLUTION, DIRECT PAYMENT OF A DIVIDEND IN WHOLE OR IN PART BY THE DISTRIBUTION OF SPECIFIC ASSETS (AND IN PARTICULAR OF PAID-UP SHARES OR DEBENTURES OF ANY OTHER COMPANY) AND THE DIRECTORS SHALL GIVE EFFECT TO SUCH RESOLUTION. WHERE ANY DIFFICULTY ARISES IN REGARD TO SUCH DISTRIBUTION, THE DIRECTORS MAY SETTLE THE SAME AS THEY THINK EXPEDIENT AND IN PARTICULAR MAY ISSUE FRACTIONAL CERTIFICATES, MAY FIX THE VALUE FOR DISTRIBUTION OF SUCH SPECIFIC ASSETS OR ANY PART THEREOF, MAY DETERMINE THAT CASH SHALL BE PAID TO ANY SHAREHOLDER UPON THE FOOTING OF THE VALUE SO FIXED IN ORDER TO ADJUST THE RIGHTS OF SHAREHOLDERS AND MAY VEST ANY ASSETS IN TRUSTEES. C) SUBJECT TO THE RIGHTS OF THE PREFERENCE SHARES, ON A RETURN OF CAPITAL ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE (OTHER THAN ON A REDEMPTION OF PURCHASE OF SHARES), THE BALANCE OF ANY ASSETS AVAILABLE FOR DISTRIBUTION AMONG THE A ORDINARY SHAREHOLDERS AND THE B ORDINARY SHAREHOLDERS, SUBJECT TO ANY SPECIAL RIGHTS WHICH MAY BE ATTACHED TO ANY OTHER CLASS OF SHARES, SHALL BE DISTRIBUTED AMONG THE A ORDINARY SHAREHOLDERS AND B ORDINARY SHARES HELD BY THEM RESPECTIVELY PRO RATA TO THEIR NOMINAL AMOUNT SUBJECT TO ANY SUCH DISTRIBUTION IN RESPECT OF THE A ORDINARY SHARES (BUT NOT, FOR THE AVOIDANCE OF DOUBT, THE B ORDINARY SHARES) BEING ADJUSTED ON AN EXIT AS A RESULT OF THE RIGHTS OF THE C ORDINARY SHARES AND THE D ORDINARY SHARES SET OUT IN THESE ARTICLES. D) THE COMPANY SHALL HAVE THE RIGHT, SUBJECT TO THE ACT, TO REDEEM AT ANY TIME AND FROM TIME TO TIME DURING THE PERIOD COMMENCING ON THE ACQUISITION

COMPLETION DATE AND ENDING ON 31 DECEMBER 2020 THE WHOLE OR ANY PART OF THE PREFERENCE SHARES FOR THE TIME BEING ISSUED AND OUTSTANDING UPON GIVING TO THE HOLDERS OF THE PARTICULAR PREFERENCE SHARES TO BE REDEEMED NOT LESS THAN 28 DAYS' PRIOR NOTICE IN WRITING OF THE DATE (THE "PREFERENCE SHARE REDEMPTION DATE") WHEN SUCH REDEMPTION IS TO BE EFFECTIVE.

Class of Shares:	A1	Number allotted	53630138
	ORDINARY	Aggregate nominal value:	53630138

Currency: **GBP**

Prescribed particulars

THE A1 ORDINARY SHARES RANK IN PRIORITY TO ALL OTHER CLASSES OF SHARE WITH RESPECT TO DIVIDENDS, DISTRIBUTIONS AND RETURNS OF CAPITAL, PROVIDED THAT THE AGGREGATE AMOUNT DISTRIBUTED TO THE HOLDERS OF A1 ORDINARY SHARES SHALL NOT EXCEED £53,630,138. THE SHARES ARE NON-VOTING SHARES AND ARE NOT REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	62100000
Currency:	GBP	Aggregate nominal value:	621000

Prescribed particulars

PREFERENCE

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	645287563
		Total aggregate nominal value:	59546712.25
		Total aggregate amount unpaid:	0

Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1:	3000000 transferred on 2023-03-15 0 A ORDINARY shares held as at the date of this confirmation statement
Name:	RNO GROUP SCA
Shareholding 2:	400000 transferred on 2023-03-15 0 B ORDINARY shares held as at the date of this confirmation statement
Name:	RNO GROUP SCA
Shareholding 3:	62100000 transferred on 2023-03-15 0 PREFERENCE shares held as at the date of this confirmation statement
Name:	RNO GROUP SCA
Shareholding 4:	100000 transferred on 2023-02-10 100000 transferred on 2023-03-15 0 B ORDINARY shares held as at the date of this confirmation statement
Name:	CHRISTOPHER JOHN LESLIE GATES
Shareholding 5:	50000 transferred on 2023-03-15 0 B ORDINARY shares held as at the date of this confirmation statement
Name:	SARAH VEREY
Shareholding 6:	75000 transferred on 2023-03-15 0 B ORDINARY shares held as at the date of this confirmation statement
Name:	WILLIAM DANIEL GREEN
Shareholding 7:	5463 transferred on 2023-03-15 0 D ORDINARY shares held as at the date of this confirmation statement
Name:	RNO GROUP SCA
Shareholding 8:	2997 transferred on 2023-03-15 0 D ORDINARY shares held as at the date of this confirmation statement
Name:	IAN BALMFORTH
Shareholding 9:	5000 transferred on 2023-03-15 0 D ORDINARY shares held as at the date of this confirmation statement

Name: **PAUL MACKENZIE**

Shareholding 10: **5000 transferred on 2023-03-15**
0 D ORDINARY shares held as at the date of this confirmation statement

Name: **GRAHAM MAXA**

Shareholding 11: **1540 transferred on 2023-03-15**
0 D ORDINARY shares held as at the date of this confirmation statement

Name: **BENJAMIN WRIGHT**

Shareholding 12: **200000 transferred on 2023-03-15**
0 C ORDINARY shares held as at the date of this confirmation statement

Name: **ANTONY SHERIFF**

Shareholding 13: **5000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **METIN AFIYA**

Shareholding 14: **10000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **ADRIAN BRATT**

Shareholding 15: **5000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **JAMES CHAMBERS**

Shareholding 16: **10000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **ANDREW LAWRENCE**

Shareholding 17: **5000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **EDWARD STRIEBIG**

Shareholding 18: **5000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **ADRIAN TARSKY**

Shareholding 19: **10000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement

Name: **NICHOLAS WILLIAMSON**

Shareholding 20: **5000 transferred on 2023-03-15**
0 B ORDINARY shares held as at the date of this confirmation statement
Name: **DEAN SHORT**

Shareholding 21: **62100000 PREFERENCE shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Shareholding 22: **528557425 A ORDINARY shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Shareholding 23: **53630138 A1 ORDINARY shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Shareholding 24: **780000 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Shareholding 25: **200000 C ORDINARY shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Shareholding 26: **20000 D ORDINARY shares held as at the date of this confirmation statement**
Name: **MAYFLOWER BIDCO LIMITED**

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

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