



Companies House
— for the record —

RE-SCAN

AR01 (ef)

Annual Return

Received for filing in Electronic Format on the 21/02/2013



X22PFLEG

Company Name **MORGAN HUNT GROUP LIMITED**

Company Number **06509363**

Date of this return **20/02/2013**

SIC codes **78200**

Company Type **Private company limited by shares**

Situation of Registered Office **5TH FLOOR, 16
OLD BAILEY
LONDON
UNITED KINGDOM
EC4M 7EG**

Officers of the company

Company Secretary 1

Type **Person**
Full forename(s) **MR JOHN MARCUS**

Surname **SEALY**

Former names.

Service Address recorded as Company's registered office

Company Director 1

Type. **Person**
Full forename(s) **MR RUPERT PATRICK**

Surname **FORDHAM**

Former names

Service Address **WAPPENHAM MANOR
WAPPENHAM
TOWCESTER
NORTHAMPTONSHIRE
NN12 8SH**

Country/State Usually Resident **UNITED KINGDOM**

Date of Birth **20/08/1960** *Nationality* **BRITISH**
Occupation **DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s) **MR STEPHEN**

Surname **FORDHAM**

Former names.

Service Address **71 ELGIN CRESCENT
LONDON
W11 2JE**

Country/State Usually Resident **UNITED KINGDOM**

Date of Birth **13/02/1963**

Nationality **BRITISH**

Occupation **DIRECTOR**

Company Director 3

Type. **Person**
Full forename(s) **MR. JOHN MARCUS**

Surname **SEALY**

Former names

Service Address recorded as Company's registered office

Country/State Usually Resident **UNITED KINGDOM**

Date of Birth **24/08/1968** *Nationality* **BRITISH**

Occupation **COMPANY SECRETARY**

Statement of Capital (Share Capital)

Class of shares	DEFERRED	<i>Number allotted</i>	892201
		<i>Aggregate nominal value</i>	892192.07799
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.99999
		<i>Amount unpaid per share</i>	0

Prescribed particulars

EACH SHARE ENTITLES THE HOLDERS THEREOF ONLY TO THE REPAYMENT OF THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES AFTER PAYMENT IN RESPECT OF EACH ORDINARY SHARE OF THE AMOUNT PAID UP ON SUCH SHARE AND £10,000,000; (B) NOT OTHERWISE ENTITLE THE HOLDERS THEREOF TO RECEIVE OR PARTICIPATE IN ANY WAY IN ANY PROFITS OR ASSETS OF THE COMPANY, (C) NOT ENTITLE THEIR HOLDERS TO PARTICIPATE IN ANY PRE-EMPTIVE OFFER OF SHARES OR SUBSCRIPTION RIGHTS FOR SUBSCRIPTION OR PURCHASE; AND (D) NOT ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY.

Class of shares	ORDINARY	<i>Number allotted</i>	892201
		<i>Aggregate nominal value</i>	8 92201
<i>Currency</i>	GBP	<i>Amount paid</i>	0.00001
		<i>Amount unpaid</i>	0

Prescribed particulars

THIS SUMMARY IS TO BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY (THE "ARTICLES") AND CAPITALISED TERMS USED HERE SHALL HAVE THE SAME MEANING AS IN THE ARTICLES OF ASSOCIATION OF THE COMPANY THE RIGHTS ATTACHING TO ORDINARY SHARES ARE AS FOLLOWS: EXCEPT AS EXPRESSLY PROVIDED IN THESE ARTICLES, EACH HOLDER OF ORDINARY SHARES PRESENT IN PERSON OR BY PROXY OR CORPORATE OR OTHER VOTING REPRESENTATIVE PERMITTED BY THESE ARTICLES SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL TO ONE VOTE FOR EACH ORDINARY SHARE OF WHICH HE IS THE HOLDER. 8.2 EXCEPT AS PROVIDED BELOW, EACH HOLDER OF ORDINARY SHARES HOLDING NOT LESS THAN TEN PER CENT OF ALL THE ISSUED ORDINARY SHARES PRESENT IN PERSON OR BY PROXY OR CORPORATE REPRESENTATIVE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND, ON A POLL, THE NUMBER OF VOTES AVAILABLE TO ALL THE HOLDERS OF ORDINARY SHARES ENTITLED TO VOTE SHALL BE EQUAL TO THE NUMBER OF THEN ISSUED ORDINARY SHARES ("THE TOTAL AVAILABLE VOTES") AND SHALL BE EXERCISABLE BY THE HOLDERS OF THE ORDINARY SHARES AS FOLLOWS. (A) EACH MEMBER HOLDING AT LEAST TEN PER CENT BUT LESS THAN TWENTY PER CENT OF THE ISSUED ORDINARY SHARES, SHALL HAVE ONE VOTE FOR EACH ORDINARY SHARE HELD BY HIM, AND (B) THOSE MEMBERS RESPECTIVELY HOLDING AT LEAST TWENTY PER CENT OF ALL THE ISSUED ORDINARY SHARES SHALL BE ENTITLED BETWEEN THEM TO EXERCISE THE REMAINING TOTAL AVAILABLE VOTES PRO-RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM 8 3 NO HOLDER OF ORDINARY SHARES HOLDING LESS THAN TEN PER CENT OF ALL THE ISSUED ORDINARY SHARES SHALL IN THAT CAPACITY BE ENTITLED TO RECEIVE NOTICE OF OR ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY

Class of shares	A ORDINARY	<i>Number allotted</i>	43333184
		<i>Aggregate nominal value</i>	433 33184
<i>Currency</i>	GBP	<i>Amount paid</i>	0 00001
		<i>Amount unpaid</i>	0

Prescribed particulars

THIS SUMMARY IS TO BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY (THE "ARTICLES") AND CAPITALISED TERMS USED HERE' SHALL HAVE THE SAME MEANING AS IN THE ARTICLES OF ASSOCIATION OF THE COMPANY THE RIGHTS ATTACHING TO ORDINARY SHARES ARE AS FOLLOWS: EXCEPT AS EXPRESSLY PROVIDED IN THESE ARTICLES, EACH HOLDER OF ORDINARY SHARES PRESENT IN PERSON OR BY PROXY OR CORPORATE OR OTHER VOTING REPRESENTATIVE PERMITTED BY THESE ARTICLES SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL TO ONE VOTE FOR EACH ORDINARY SHARE OF WHICH HE IS THE HOLDER. 8.2 EXCEPT AS PROVIDED BELOW, EACH HOLDER OF ORDINARY SHARES HOLDING NOT LESS THAN TEN PER CENT OF ALL THE ISSUED ORDINARY SHARES PRESENT IN PERSON OR BY PROXY OR CORPORATE REPRESENTATIVE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND, ON A POLL, THE NUMBER OF VOTES AVAILABLE TO ALL THE HOLDERS OF ORDINARY SHARES ENTITLED TO VOTE SHALL BE EQUAL TO THE NUMBER OF THEN ISSUED ORDINARY SHARES ("THE TOTAL AVAILABLE VOTES") AND SHALL BE EXERCISABLE BY THE HOLDERS OF THE ORDINARY SHARES AS FOLLOWS. (A) EACH MEMBER HOLDING AT LEAST TEN PER CENT BUT LESS THAN TWENTY PER CENT OF THE ISSUED ORDINARY SHARES, SHALL HAVE ONE VOTE FOR EACH ORDINARY SHARE HELD BY HIM; AND (B) THOSE MEMBERS RESPECTIVELY HOLDING AT LEAST TWENTY PER CENT OF ALL THE ISSUED ORDINARY SHARES SHALL BE ENTITLED BETWEEN THEM TO EXERCISE THE REMAINING TOTAL AVAILABLE VOTES PRO-RATA TO THE NUMBER OF ORDINARY SHARES RESPECTIVELY HELD BY THEM 8 3 NO HOLDER OF ORDINARY SHARES HOLDING LESS THAN TEN PER CENT OF ALL THE ISSUED ORDINARY SHARES SHALL IN THAT CAPACITY BE ENTITLED TO RECEIVE NOTICE OF OR ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY.

Class of shares	SERIES B1 SHARES	<i>Number allotted</i>	7992540
		<i>Aggregate nominal value</i>	79.9254
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0 00001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE B EQUITY SHARES WILL RANK FOR PARTICIPATION ON A SHARE BY SHARE BASIS, NOTWITHSTANDING ANY DIFFERENT NOMINAL VALUES THAT THEY MAY HAVE. EACH B SHARE IS SUBJECT TO THE FOLLOWING PROVISIONS UNLESS OTHERWISE AGREED IN WRITING BY THE MAJORITY SHAREHOLDER CONSENT. THE HURDLE AMOUNT OF A B SHARE FIXED ON ITS ACQUISITION SHALL NOT BE LESS THAN THE FAIR VALUE OF AN ORDINARY SHARE ON THE DATE OF THAT ACQUISITION, AS REASONABLY ESTIMATED BY THE BOARD. NO B SHARE MAY BE IN ISSUE UNLESS IT HAS A HURDLE CONDITION, WHICH THE BOARD SHALL SPECIFY ON ITS ACQUISITION UNLESS IT IS PART OF THE SAME SERIES AS OTHER B SHARES ALREADY IN ISSUE IN WHICH CASE IT WILL BE SUBJECT TO THE SAME HURDLE CONDITION.

Class of shares	SERIESB2 SHARES	<i>Number allotted</i>	1065672
		<i>Aggregate nominal value</i>	10 65672
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0 00001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE B EQUITY SHARES WILL RANK FOR PARTICIPATION ON A SHARE BY SHARE BASIS, NOTWITHSTANDING ANY DIFFERENT NOMINAL VALUES THAT THEY MAY HAVE EACH B SHARE IS SUBJECT TO THE FOLLOWING PROVISIONS UNLESS OTHERWISE AGREED IN WRITING BY THE MAJORITY SHAREHOLDER CONSENT: THE HURDLE AMOUNT OF A B SHARE FIXED ON ITS ACQUISITION SHALL NOT BE LESS THAN THE FAIR VALUE OF AN ORDINARY SHARE ON THE DATE OF THAT ACQUISITION, AS REASONABLY ESTIMATED BY THE BOARD NO B SHARE MAY BE IN ISSUE UNLESS IT HAS A HURDLE CONDITION, WHICH THE BOARD SHALL SPECIFY ON ITS ACQUISITION UNLESS IT IS PART OF THE SAME SERIES AS OTHER B SHARES ALREADY IN ISSUE IN WHICH CASE IT WILL BE SUBJECT TO THE SAME HURDLE CONDITION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	54175798
		<i>Total aggregate nominal value</i>	892724 91396

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 20/02/2013 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 Name:</i>	300293 ORDINARY shares held as at the date of this return RUPERT FORDHAM
<i>Shareholding 2 Name:</i>	300292 ORDINARY shares held as at the date of this return STEPHEN FORDHAM
<i>Shareholding 3 Name:</i>	120000 ORDINARY shares held as at the date of this return HELEN STOKES
<i>Shareholding 4 Name</i>	68734 ORDINARY shares held as at the date of this return SHS HOLDINGS LTD
<i>Shareholding 5 Name:</i>	25000 ORDINARY shares held as at the date of this return HUGH WOODS BALLARD
<i>Shareholding 6 Name:</i>	17809 ORDINARY shares held as at the date of this return ANNA ORCHARD
<i>Shareholding 7 Name:</i>	10000 ORDINARY shares held as at the date of this return PHILLIP DIXON
<i>Shareholding 8 Name</i>	10000 ORDINARY shares held as at the date of this return SARAH BENNETT
<i>Shareholding 9 Name:</i>	8712 ORDINARY shares held as at the date of this return FLORMAN FAMILY TRUST
<i>Shareholding 10 Name</i>	5837 ORDINARY shares held as at the date of this return OLIVER POPHAM
<i>Shareholding 11 Name:</i>	5227 ORDINARY shares held as at the date of this return JYOTI MANANI
<i>Shareholding 12 Name</i>	2962 ORDINARY shares held as at the date of this return BERNADETTE CLARK
<i>Shareholding 13</i>	2875 ORDINARY shares held as at the date of this return

<i>Name:</i>	VERITY PANTER
<i>Shareholding 14 Name:</i>	2352 ORDINARY shares held as at the date of this return SAM MATTEY
<i>Shareholding 15 Name:</i>	2352 ORDINARY shares held as at the date of this return WESLEY COLE
<i>Shareholding 16 Name:</i>	2352 ORDINARY shares held as at the date of this return JANIE EMMERSON
<i>Shareholding 17 Name:</i>	1742 ORDINARY shares held as at the date of this return MARTIN INGRAM
<i>Shareholding 18 Name:</i>	1742 ORDINARY shares held as at the date of this return KATHERINE RAMSDEN
<i>Shareholding 19 Name:</i>	1742 ORDINARY shares held as at the date of this return MOHINDER MANN
<i>Shareholding 20 Name:</i>	871 ORDINARY shares held as at the date of this return KAREN MURRAY
<i>Shareholding 21 Name:</i>	697 ORDINARY shares held as at the date of this return ANDY CROW
<i>Shareholding 22 Name:</i>	610 ORDINARY shares held as at the date of this return RIA NEWHAM
<i>Shareholding 23 Name:</i>	300293 DEFERRED shares held as at the date of this return RUPERT FORDHAM
<i>Shareholding 24 Name:</i>	15648055 A ORDINARY shares held as at the date of this return RUPERT FORDHAM
<i>Shareholding 25 Name:</i>	300292 DEFERRED shares held as at the date of this return STEPHEN FORDHAM
<i>Shareholding 26 Name:</i>	15647100 A ORDINARY shares held as at the date of this return STEPHEN FORDHAM
<i>Shareholding 27 Name:</i>	120000 DEFERRED shares held as at the date of this return HELEN STOKES
<i>Shareholding 28</i>	3780937 A ORDINARY shares held as at the date of this return

<i>Name</i>	HELEN STOKES
<i>Shareholding 29 Name:</i>	25000 DEFERRED shares held as at the date of this return HUGH WOODS BALLARD
<i>Shareholding 30 Name:</i>	764521 A ORDINARY shares held as at the date of this return HUGH WOODS BALLARD
<i>Shareholding 31 Name:</i>	68734 DEFERRED shares held as at the date of this return SHS HOLDINGS LTD
<i>Shareholding 32 Name:</i>	771712 A ORDINARY shares held as at the date of this return SHS HOLDINGS LTD
<i>Shareholding 33 Name:</i>	17809 DEFERRED shares held as at the date of this return ANNA ORCHARD
<i>Shareholding 34 Name</i>	2978447 A ORDINARY shares held as at the date of this return ANNA ORCHARD
<i>Shareholding 35 Name</i>	10000 DEFERRED shares held as at the date of this return PHILLIP DIXON
<i>Shareholding 36 Name</i>	377519 A ORDINARY shares held as at the date of this return PHILLIP DIXON
<i>Shareholding 37 Name</i>	10000 DEFERRED shares held as at the date of this return SARAH BENNETT
<i>Shareholding 38 Name:</i>	101930 A ORDINARY shares held as at the date of this return SARAH BENNETT
<i>Shareholding 39 Name</i>	8712 DEFERRED shares held as at the date of this return FLORMAN FAMILY SETTLEMENT
<i>Shareholding 40 Name:</i>	101930 A ORDINARY shares held as at the date of this return FLORMAN FAMILY SETTLEMENT
<i>Shareholding 41 Name</i>	5837 DEFERRED shares held as at the date of this return OLIVER POPHAM
<i>Shareholding 42 Name:</i>	101930 A ORDINARY shares held as at the date of this return OLIVER POPHAM
<i>Shareholding 43</i>	5227 DEFERRED shares held as at the date of this return

<i>Name.</i>	JYOTI MANANI
<i>Shareholding 44 Name.</i>	: 252938 A ORDINARY shares held as at the date of this return JYOTI MANANI
<i>Shareholding 45 Name:</i>	· 2962 DEFERRED shares held as at the date of this return BERNADETTE COOPER
<i>Shareholding 46 Name</i>	37752 A ORDINARY shares held as at the date of this return BERNADETTE COOPER
<i>Shareholding 47 Name</i>	· 2875 DEFERRED shares held as at the date of this return VERITY PANTER
<i>Shareholding 48 Name</i>	248775 A ORDINARY shares held as at the date of this return VERITY PANTER
<i>Shareholding 49 Name</i>	· 2352 DEFERRED shares held as at the date of this return SAM MATTEY
<i>Shareholding 50 Name.</i>	· 128357 A ORDINARY shares held as at the date of this return SAM MATTEY
<i>Shareholding 51 Name.</i>	· 2352 DEFERRED shares held as at the date of this return WESLEY COLE
<i>Shareholding 52 Name.</i>	· 75504 A ORDINARY shares held as at the date of this return WESLEY COLE
<i>Shareholding 53 Name</i>	· 2352 DEFERRED shares held as at the date of this return JANIE EMERSON
<i>Shareholding 54 Name</i>	· 75504 A ORDINARY shares held as at the date of this return JANIE EMERSON
<i>Shareholding 55 Name</i>	· 1742 DEFERRED shares held as at the date of this return MARTIN INGRAM
<i>Shareholding 56 Name</i>	· 30202 A ORDINARY shares held as at the date of this return MARTIN INGRAM
<i>Shareholding 57 Name.</i>	: 1742 DEFERRED shares held as at the date of this return KATHERINE RAMSDEN
<i>Shareholding 58</i>	· 26426 A ORDINARY shares held as at the date of this return

<i>Name</i>	KATHERINE RAMSDEN
<i>Shareholding 59 Name</i>	· 1742 DEFERRED shares held as at the date of this return MOHINDER MANN
<i>Shareholding 60 Name</i>	810251 A ORDINARY shares held as at the date of this return MOHINDER MANN
<i>Shareholding 61 Name:</i>	· 871 DEFERRED shares held as at the date of this return KAREN MURRAY
<i>Shareholding 62 Name</i>	124581 A ORDINARY shares held as at the date of this return KAREN MURRAY
<i>Shareholding 63 Name</i>	· 697 DEFERRED shares held as at the date of this return ANDY CROW
<i>Shareholding 64 Name</i>	26426 A ORDINARY shares held as at the date of this return ANDY CROW
<i>Shareholding 65 Name</i>	· 610 DEFERRED shares held as at the date of this return RIA NEWHAM
<i>Shareholding 66 Name</i>	37752 A ORDINARY shares held as at the date of this return RIA NEWHAM
<i>Shareholding 67 Name</i>	248775 A ORDINARY shares held as at the date of this return JEREMY LYON-LEE
<i>Shareholding 68 Name</i>	· 226512 A ORDINARY shares held as at the date of this return MICHELLE WEIR
<i>Shareholding 69 Name</i>	· 75504 A ORDINARY shares held as at the date of this return SIMON DIXON
<i>Shareholding 70 Name:</i>	248775 A ORDINARY shares held as at the date of this return SIOBHAN GANNON
<i>Shareholding 71 Name</i>	· 203860 A ORDINARY shares held as at the date of this return MARK CIAMBRIELLO
<i>Shareholding 72 Name</i>	· 37752 A ORDINARY shares held as at the date of this return NICOLA D'ARCY
<i>Shareholding 73</i>	· 37752 A ORDINARY shares held as at the date of this return

Name: JILL CUNNINGHAM

Shareholding 74 : 26426 A ORDINARY shares held as at the date of this return
Name: PATRICK WALL

Shareholding 75 : 52853 A ORDINARY shares held as at the date of this return
Name: ANDY PERKINS

Shareholding 76 : 26426 A ORDINARY shares held as at the date of this return
Name: ALISON UPTON

Shareholding 77 : 7992540 SERIES B1 SHARES shares held as at the date of this return
Name: TERRY BENSON

Shareholding 78 : 1065672 SERIESB2 SHARES shares held as at the date of this return
Name: JAMES STEVENSON

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: MORGAN HUNT GROUP LIMITED
COMPANY NUMBER: 06509363

A SECOND FILED AR01 WAS REGISTERED ON 26/03/2014.