



Companies House

AR01 (ef)

Annual Return



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Company Name: **BART SPICES HOLDINGS LIMITED**

Company Number: **07116532**

Date of this return: **05/01/2014**

SIC codes: **10840**

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

Situation of Registered Office: **CHARLES HOUSE 5-11 REGENT STREET
LONDON
ENGLAND
SW1Y 4LR**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR KEITH JAMES**

Surname: **CROSSLEY**

Former names:

Service Address: **THE BART INGREDIENTS CO LTD YORK ROAD
BEDMINSTER
BRISTOL
ENGLAND
BS3 4AD**

Company Director ***1***

Type: **Person**

Full forename(s): **MR DAVID JOHN**

Surname: **COLLARD**

Former names:

Service Address: **THE BART INGREDIENTS CO LTD YORK ROAD
BEDMINSTER
BRISTOL
ENGLAND
BS3 4AD**

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

Date of Birth: **16/07/1967**

Nationality: **BRITISH**

Occupation: **CEO**

Company Director 2

Type: **Person**

Full forename(s): ANTHONY CHRISTOPHER

Surname: SILLS

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: ENGLAND

Date of Birth: 21/10/1980

Nationality: BRITISH

Occupation: INVESTMENT MANAGER

Company Director **3**

Type: **Person**

Full forename(s): **OLIVER QUENTIN JAMES**

Surname: **WYNOLL**

Former names:

Service Address: **CHARLES HOUSE 5 -11 REGENT STREET
LONDON
ENGLAND
SW1Y 4LR**

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

Date of Birth: **16/03/1969** *Nationality:* **BRITISH**

Occupation: **PRIVATE EQUITY INVESTMENT
MANAGER**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	85859
		<i>Aggregate nominal value</i>	85859
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

6. SUBJECT TO (I) THE REMAINING PROVISIONS OF THIS ARTICLE 6 AND (II) THE BOARD RECOMMENDING PAYMENT OF THE SAME, ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH ORDINARY SHARES HELD BY THE ORDINARY SHAREHOLDER AT THE RELEVANT TIME PROVIDED THAT IF THE AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR ARE MORE THAN £5,000,000, SUCH AVAILABLE PROFITS SHALL BE DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES AND DEFERRED ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE) ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME UNTIL THE HOLDERS OF THE DEFERRED ORDINARY SHARES SHALL HAVE RECEIVED A MAXIMUM AGGREGATE AMOUNT OF £25,000 IN RESPECT OF ALL DEFERRED ORDINARY SHARES IS ISSUE.

RETURN OF CAPITAL 7. THE RIGHTS AS REGARDS RETURN OF CAPITAL ATTACHED TO EACH CLASS OF SHARE SHALL BE AS SET OUT IN ARTICLE 8. 8. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE (EXCEPT ON A REDEMPTION OR PURCHASE BY THE COMPANY OF ANY SHARES), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: A. IN PRIORITY TO ANY PAYMENTS TO BE MADE PURSUANT TO ARTICLE 8(B), IN PAYING TO EACH HOLDER OF ORDINARY SHARES IN RESPECT OF EACH ORDINARY SHARE OF WHICH IT IS THE HOLDER, A SUM EQUAL TO THE ISSUE PRICE THEREOF; B. SUBJECT TO ARTICLE 8(C), THE BALANCE OF SUCH ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDER OF THE ORDINARY SHARES; AND C. AFTER THE DISTRIBUTION OF THE FIRST £1,000,000,000 OF SUCH ASSETS UNDER ARTICLES 8(A) AND 8(B), THE HOLDERS OF THE DEFERRED ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE £0.01 PER DEFERRED ORDINARY SHARE AND THEREAFTER, ANY BALANCE OF SUCH ASSET SHALL BE DISTRIBUTED IN THE SAME MANNER AS UNDER ARTICLE 8(B) ABOVE.

VOTING 9. THE SHARES IN THE COMPANY SHALL CARRY VOTES AS FOLLOWS: A. THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY, AND EACH ORDINARY SHARE SHALL CARRY ONE VOTE PER SHARE; AND B. THE DEFERRED ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF ANY GENERAL MEETING NOR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY.

REDEMPTION 10. THE DEFERRED ORDINARY SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR £1 PER DEFERRED ORDINARY SHARE REGISTERED IN THE NAME OF ANY HOLDER WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS AND PENDING THE TRANSFER AND/OR PURCHASE, RETAIN THE CERTIFICATES (IF ANY) IN RESPECT OF THEM.

COMPULSORY TRANSFER 11. THE CREATION AND ISSUE OF DEFERRED ORDINARY SHARES SHALL BE DEEMED TO CONFER IRREVOCABLE AUTHORITY ON THE COMPANY AT ANY TIME AFTER THAT CREATION AND ISSUE TO APPOINT ANY PERSON TO EXECUTE OR GIVE ON BEHALF OF THE HOLDER OF THOSE SHARES A TRANSFER OF THEM TO SUCH PERSON OR PERSONS AS THE COMPANY MAY DETERMINE.

12. EACH HOLDER OF DEFERRED ORDINARY SHARES HEREBY IRREVOCABLY APPOINTS ANY DIRECTOR AS HIS AGENT TO EXECUTE, COMPLETE AND DELIVER ANY FORM OF TRANSFER OR OTHER DOCUMENT REQUIRED TO GIVE EFFECT TO THE PROVISIONS OF THESE ARTICLES FOR AND ON HIS BEHALF INCLUDING IN RESPECT OF ANY TRANSFER PURSUANT TO ARTICLE 11

Class of shares	DEFERRED ORDINARY	<i>Number allotted</i>	6
		<i>Aggregate nominal value</i>	0.06
<i>Currency</i>	GBP	<i>Amount paid</i>	0.01
		<i>Amount unpaid</i>	0

Prescribed particulars

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Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	85865
		<i>Total aggregate nominal value</i>	85859.06

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 05/01/2014 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 : **85859 ORDINARY shares held as at the date of this return**
Name: **BART SPICES GROUP HOLDINGS LIMITED**

Shareholding 2 : **6 DEFERRED ORDINARY shares held as at the date of this return**
Name: **LANGHOLM CAPITAL NOMINEES LTD**

Authorisation

Authenticated

This form was authorised by one of the following:

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