



Confirmation Statement

Company Name: **LATE NIGHT DINING AT 5 HERTFORD STREET LIMITED**

Company Number: **07201948**



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Company Name: **LATE NIGHT DINING AT 5 HERTFORD STREET LIMITED**

Company Number: **07201948**

Confirmation **24/03/2017**

Statement date:

Sic Codes: **56101**

Principal activity description: **Licensed restaurants**

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	43750
	ORDINARY	Aggregate nominal value:	43750
Currency:	GBP		

Prescribed particulars

VOTING RIGHTSON A VOTE OR ON A WRITTEN RESOLUTION OR ON A RESOLUTION ON A POLL TAKEN AT A MEETING, EACH HOLDER OF A ORDINARY SHARES (AN “A ORDINARY SHAREHOLDER”) HAS ONE VOTE IN RESPECT OF EACH A ORDINARY SHARE HELD BY HIM.DIVIDEND RIGHTSSANY AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED AMONGST THE A ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. RIGHTS ON A RETURN OF CAPITALON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS TO 90% IN FAVOUR OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND C ORDINARY SHARES HELD BY EACH OF THEM AS IF THEY COMPRISED A SINGLE CLASS) AND 10% IN FAVOUR OF THE B ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES HELD BY EACH OF THEM) PROVIDED THAT:(I) IN THE EVENT THAT THE AGGREGATE SUBSCRIPTION PRICE PAID FOR B ORDINARY SHARES IS LESS THAN £10,000,000 THE ENTITLEMENT OF THE B ORDINARY SHAREHOLDERS SHALL BE REDUCED ON A PROPORTIONATE STRAIGHT LINE BASIS DOWN TO 0% IF THE AGGREGATE SUBSCRIPTION PRICE WAS NIL WITH ANY CORRESPONDING REDUCTION BEING ADDED TO THE ENTITLEMENT OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS; AND(II) AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS, B ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM.ON A SHARE SALE THE NET PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 17.4.1 AND THE DIRECTORS SHALL NOT REGISTER ANY TRANSFER OF SHARES IF THE PROCEEDS OF SALE ARE NOT SO DISTRIBUTED. REDEMPTIONTHE A ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	B	Number allotted	1656501
	ORDINARY	Aggregate nominal value:	16565.01
Currency:	GBP		

Prescribed particulars

VOTING RIGHTSEACH HOLDER OF ANY B ORDINARY SHARES (A “B ORDINARY SHAREHOLDER”) SHALL HAVE NO VOTING RIGHTS AND SHALL NOT BE ENTITLED TO RECEIVE NOTICE OR ATTEND, ANY GENERAL OR OTHER MEETINGS OF THE COMPANY AND SHALL NOT BE ENTITLED TO RECEIVE COPIES OF ANY RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS UNLESS THE BUSINESS OF THE MEETING OR THE PROPOSED WRITTEN RESOLUTION INCLUDES A RESOLUTION VARYING OR ABROGATING ANY OF THE RIGHTS OR RESTRICTIONS ATTACHED TO THE B ORDINARY SHARES IN WHICH CASE A B ORDINARY SHAREHOLDER SHALL BE ENTITLED TO RECEIVE NOTICE OF, ATTEND AND VOTE ONLY ON, OR TO AGREE ONLY TO, SUCH RESOLUTION. DIVIDEND RIGHTSANY AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED AMONGST THE B ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. RIGHTS ON A RETURN OF CAPITALON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS TO 90% IN FAVOUR OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND C ORDINARY SHARES HELD BY EACH OF THEM AS IF THEY COMPRISED A SINGLE CLASS) AND 10% IN FAVOUR OF THE B ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES HELD BY EACH OF THEM) PROVIDED THAT:(I) IN THE EVENT THAT THE AGGREGATE SUBSCRIPTION PRICE PAID FOR B ORDINARY SHARES IS LESS THAN £10,000,000 THE ENTITLEMENT OF THE B ORDINARY SHAREHOLDERS SHALL BE REDUCED ON A PROPORTIONATE STRAIGHT LINE BASIS DOWN TO 0% IF THE AGGREGATE SUBSCRIPTION PRICE WAS NIL WITH ANY CORRESPONDING REDUCTION BEING ADDED TO THE ENTITLEMENT OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS; AND(II) AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS, B ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM.ON A SHARE SALE THE NET PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 17.4.1 AND THE DIRECTORS SHALL NOT REGISTER ANY TRANSFER OF

SHARES IF THE PROCEEDS OF SALE ARE NOT SO DISTRIBUTED. REDEMPTIONTHE B ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	C	Number allotted	18750
	ORDINARY	Aggregate nominal value:	187.5
Currency:	GBP		

Prescribed particulars

VOTING RIGHTSON A VOTE ON A WRITTEN RESOLUTION OR ON A RESOLUTION ON A POLL TAKEN AT A MEETING, EACH HOLDER OF C ORDINARY SHARES (A “C ORDINARY SHAREHOLDER”) HAS ONE VOTE IN RESPECT OF EACH C ORDINARY SHARE HELD BY HIM.DIVIDEND RIGHTSANY AMOUNTS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPORTIONED AMONGST THE C ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBERS OF SUCH SHARES HELD BY THEM RESPECTIVELY. RIGHTS ON A RETURN OF CAPITALON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AS TO 90% IN FAVOUR OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND C ORDINARY SHARES HELD BY EACH OF THEM AS IF THEY COMPRISED A SINGLE CLASS) AND 10% IN FAVOUR OF THE B ORDINARY SHAREHOLDERS (IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES HELD BY EACH OF THEM) PROVIDED THAT:(I) IN THE EVENT THAT THE AGGREGATE SUBSCRIPTION PRICE PAID FOR B ORDINARY SHARES IS LESS THAN £10,000,000 THE ENTITLEMENT OF THE B ORDINARY SHAREHOLDERS SHALL BE REDUCED ON A PROPORTIONATE STRAIGHT LINE BASIS DOWN TO 0% IF THE AGGREGATE SUBSCRIPTION PRICE WAS NIL WITH ANY CORRESPONDING REDUCTION BEING ADDED TO THE ENTITLEMENT OF THE A ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS; AND(II) AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS, B ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM.ON A SHARE SALE THE NET PROCEEDS OF SALE SHALL BE DISTRIBUTED IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 17.4.1 AND THE DIRECTORS SHALL NOT REGISTER ANY TRANSFER OF SHARES IF THE PROCEEDS OF SALE ARE NOT SO DISTRIBUTED. REDEMPTIONTHE C ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	DEFERRED	Number allotted	625000
Currency:	GBP	Aggregate nominal value:	6250

Prescribed particulars

VOTING RIGHTS EACH HOLDER OF ANY DEFERRED SHARES (A “DEFERRED SHAREHOLDER”) SHALL HAVE NO VOTING RIGHTS AND SHALL NOT BE ENTITLED TO RECEIVE NOTICE OR ATTEND, ANY GENERAL OR OTHER MEETINGS OF THE COMPANY AND SHALL NOT BE ENTITLED TO RECEIVE COPIES OF ANY RESOLUTIONS PROPOSED AS WRITTEN RESOLUTIONS. **DIVIDEND RIGHTS** DEFERRED SHAREHOLDERS SHALL HAVE NO RIGHTS TO RECEIVE SUMS DISTRIBUTED BY THE COMPANY IN OR IN RESPECT OF ANY FINANCIAL YEAR IN RESPECT OF THE DEFERRED SHARES HELD BY SUCH DEFERRED SHAREHOLDERS. **RIGHTS ON A RETURN OF CAPITAL** AFTER THE RETURN OF £100 MILLION OF SUCH SURPLUS ASSETS AND BEFORE ANY ADDITIONAL DISTRIBUTION TO THE A ORDINARY SHAREHOLDERS, B ORDINARY SHAREHOLDERS AND C ORDINARY SHAREHOLDERS EACH DEFERRED SHAREHOLDER SHALL BE ENTITLED TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH DEFERRED SHARE HELD BY HIM. **REDEMPTION** THE DEFERRED SHARES CAN BE REDEEMED. THERE SHALL BE PAID ON EACH DEFERRED SHARE REDEEMED AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH SUCH DEFERRED SHARE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2344001
		Total aggregate nominal value:	66752.51
		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:	43125 A ORDINARY shares held as at the date of this confirmation statement
Name:	MR ROBIN MARCUS BIRLEY
Shareholding 2:	625 A ORDINARY shares held as at the date of this confirmation statement
Name:	MR CLIVE STUART RICHARDSON
Shareholding 3:	1656501 B ORDINARY shares held as at the date of this confirmation statement
Name:	5 HERTFORD STREET NOMINEES LIMITED
Shareholding 4:	6250 C ORDINARY shares held as at the date of this confirmation statement
Name:	ROBIN BIRLEY, CHRISTOPHER CHRISTOU -AND- ROBERT SOTERIOU (RE MOHLB W/T)
Shareholding 5:	6250 C ORDINARY shares held as at the date of this confirmation statement
Name:	CAVENHAM PRIVATE EQUITY AND DIRECTS
Shareholding 6:	6250 C ORDINARY shares held as at the date of this confirmation statement
Name:	TFB MORTGAGES LIMITED (RE: DODLAND)
Shareholding 7:	625000 DEFERRED shares held as at the date of this confirmation statement
Name:	MR ROBIN MARCUS BIRLEY

Persons with Significant Control (PSC)

PSC notifications

Notification Details

Date that person became **06/04/2016**
registrable:

Name: **MR ROBIN MARCUS BIRLEY**

Service address recorded as Company's registered office

Country/State Usually **ENGLAND**
Resident:

Date of Birth: ****/02/1958**

Nationality: **BRITISH**

Nature of control

The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.

The person holds, directly or indirectly, more than 50% but less than 75% of the voting rights in the company.

The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

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