



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **WSH International Investments Limited**

Company Number: **08747204**



Received for filing in Electronic Format on the: **24/10/2023**

XCESTD6W

Company Name: **WSH International Investments Limited**

Company Number: **08747204**

Confirmation **24/10/2023**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1006150
	ORDINARY	Aggregate nominal value:	1006150
Currency:	GBP		

Prescribed particulars

THE A ORDINARY SHARES ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF, TO ATTEND (AND SPEAK) BUT NOT TO VOTE AT ANY GENERAL MEETING OF THE COMPANY. SUBJECT TO (I) ANY APPROVALS PERMITTED BY THE FINANCE AGREEMENTS AND ARTICLE 38.3 AND (II) AN ORDINARY SHAREHOLDER MAJORITY, THE AVAILABLE PROFITS OF THE COMPANY WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES AND, WITH AN ORDINARY SHAREHOLDER MAJORITY, AMONGST THE HOLDERS OF THE A ORDINARY SHARES, PROVIDED THAT, AT ANY TIME, THE BOARD MAY WITH AN ORDINARY SHAREHOLDER MAJORITY (AND SUBJECT TO THE FINANCE AGREEMENTS AND ARTICLE 38.3) DETERMINE TO DISTRIBUTE ANY AVAILABLE PROFITS TO ITS PARENT UNDERTAKING BEFORE ANY PAYMENT OF DIVIDENDS. EVERY DIVIDEND SHALL BE DISTRIBUTED TO THE APPROPRIATE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBERS OF SHARES HELD BY THEM RESPECTIVELY AND SHALL ACCRUE ON A DAILY BASIS, ASSUMING A 365 DAY YEAR. ALL DIVIDENDS ARE EXPRESSED NET AND SHALL BE PAID IN CASH. SUBJECT TO ARTICLE 38, ANY DIVIDEND AND/OR DISTRIBUTION OF INCOME OR CAPITAL TO BE PAID OR MADE BY THE COMPANY (WHETHER ON A LIQUIDATION OR OTHERWISE) AND ANY CONSIDERATION TO BE RECEIVED BY THE SELLING MEMBERS ON AN EXIT (IN EACH CASE, THE "PROCEEDS") SHALL, UNLESS OTHERWISE APPROVED BY AN ORDINARY SHAREHOLDER MAJORITY, BE PLACED IN A DESIGNATED TRUSTEE ACCOUNT AND BE DISTRIBUTED AS BETWEEN THE MEMBERS IN SUCH MANNER AND SUCH ORDER OF PRIORITY AS PROVIDED IN ARTICLE 37.2. SUBJECT TO THE FINANCE AGREEMENTS AND ARTICLE 38.3, ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE MANNER AND IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 37.2 THE COMPANY MAY ISSUE NOTICE IN WRITING TO THE HOLDERS OF THE A ORDINARY SHARES TO BUY BACK ALL OR PART OF THE A ORDINARY SHARES. ALL DEFINITIONS ARE IN ACCORDANCE WITH THE ARTICLES.

Class of Shares:	ORDINARY	Number allotted	73812329
Currency:	GBP	Aggregate nominal value:	73812329

THE ORDINARY SHARES ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF, TO ATTEND AND TO VOTE AT ANY GENERAL MEETING AND ON ANY WRITTEN RESOLUTION OF THE COMPANY. SUBJECT TO (I) ANY APPROVALS PERMITTED BY THE FINANCE AGREEMENTS AND ARTICLE 38.3 AND (II) AN ORDINARY SHAREHOLDER MAJORITY, THE AVAILABLE PROFITS OF THE COMPANY WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES AND, WITH AN ORDINARY SHAREHOLDER MAJORITY, AMONGST THE HOLDERS OF THE A ORDINARY SHARES, PROVIDED THAT, AT ANY TIME, THE BOARD MAY WITH AN ORDINARY SHAREHOLDER MAJORITY (AND SUBJECT TO THE FINANCE AGREEMENTS AND ARTICLE 38.3) DETERMINE TO DISTRIBUTE ANY AVAILABLE PROFITS TO ITS PARENT UNDERTAKING BEFORE ANY PAYMENT OF DIVIDENDS. EVERY DIVIDEND SHALL BE DISTRIBUTED TO THE APPROPRIATE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBERS OF SHARES HELD BY THEM RESPECTIVELY AND SHALL ACCRUE ON A DAILY BASIS, ASSUMING A 365 DAY YEAR. ALL DIVIDENDS ARE EXPRESSED NET AND SHALL BE PAID IN CASH. SUBJECT TO ARTICLE 38, ANY DIVIDEND AND/OR DISTRIBUTION OF INCOME OR CAPITAL TO BE PAID OR MADE BY THE COMPANY (WHETHER ON A LIQUIDATION OR OTHERWISE) AND ANY CONSIDERATION TO BE RECEIVED BY THE SELLING MEMBERS ON AN EXIT SHALL, UNLESS OTHERWISE APPROVED BY AN ORDINARY SHAREHOLDER MAJORITY, BE PLACED IN A DESIGNATED TRUSTEE ACCOUNT AND BE DISTRIBUTED AS BETWEEN THE MEMBERS IN SUCH MANNER AND SUCH ORDER OF PRIORITY AS PROVIDED IN ARTICLE 37.2. SUBJECT TO THE FINANCE AGREEMENTS AND ARTICLE 38.3, ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE MANNER AND IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 37.2. THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION. ALL DEFINED TERMS ARE IN ACCORDANCE WITH THE ARTICLES.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	74818479
		Total aggregate nominal value:	74818479
		Total aggregate amount	0
		unpaid:	

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:	40625 A ORDINARY shares held as at the date of this confirmation statement
Name:	NICHOLAS ADRIAN HOWE
Shareholding 2:	71775 A ORDINARY shares held as at the date of this confirmation statement
Name:	CHRISTOPHER NOEL MAHONY
Shareholding 3:	78650 transferred on 2023-04-03 815100 A ORDINARY shares held as at the date of this confirmation statement
Name:	OVERSEAS PENSIONS AND BENEFITS LIMITED (AS TRUSTEES OF THE WESTBURY STREET HOLDINGS EMPLOYEE' SHARE OWNERSHIP PLAN TRUST)
Shareholding 4:	78650 A ORDINARY shares held as at the date of this confirmation statement
Name:	WSH INVESTMENTS LIMITED
Shareholding 5:	73812329 ORDINARY shares held as at the date of this confirmation statement
Name:	WSH INVESTMENTS 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