

# OS CC01

## Return by an overseas company of an alteration to constitutional documents

☒ **What this form is for**  
You may use this form to show an  
alteration to constitutional  
documents of an overseas company.

☐ **What this form is for**  
You cannot use this form to show  
any other changes to the company.

THURSDAY



A12 \*A7YSFIMI\* #218  
COMPANIES HOUSE

### 1 Overseas company details

Company number F C 0 2 9 8 3 3

Company name in full  
or alternative name as  
registered in the UK Stonegate Pub Company Limited

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

### 2 Alteration of the constitutional document(s)

Details of change Amendment of clause 2 & clause 8 of the Memorandum of  
Association.

### 3 Date of alteration to the constitutional document(s)

The company gives notice ① that the constitutional document(s) for this  
company were altered on the date below.

Date of alteration <sup>d</sup> 0 <sup>d</sup> 4 <sup>m</sup> 1 <sup>m</sup> 2 <sup>y</sup> 2 <sup>y</sup> 0 <sup>y</sup> 1 <sup>y</sup> 8

Copies of the following documents have been attached

- A new certified copy of the constitution of the company, as altered.
- A certified translation, if applicable.

① This notice must be delivered to  
the Registrar within 21 days of the  
notice of alteration being received  
in the UK in due course of post (if  
dispatched with due diligence).

### 4 UK establishments

A return must be delivered in respect of any alteration to the company  
particulars by each UK establishment. If, however, a company has more than one  
UK establishment, it may deliver only one form in respect of all those  
UK establishments, provided it completes the table below.

UK establishment name	Registration number

### 5 Signature

I am signing this form on behalf of the overseas company. ②

Signature

Signature

X 

X

② This form may be signed by  
Director, Secretary,  
Permanent representative

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## Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Mazars LLP

160 Midsummer Boulevard

Address

The Pinnacle

Post town

Milton Keynes

County/Region

Buckinghamshire

Postcode

M K 9 1 F F

Country

DX

Telephone



## Important information

Please note that all information on this form will appear on the public record.



## Where to send

You may return this form to any Companies House address:

### England and Wales:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

### Scotland:

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

### Northern Ireland:

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N.R. Belfast 1.



## Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number as registered in the UK match the information held on the public Register.
- ☐ You have entered details of the alteration to the constitutional documents in Section 2.
- ☐ You have entered the date of alteration to the constitutional document(s) in Section 3.
- ☐ You have completed Section 4, if applicable.
- ☐ You have submitted the new constitutional documents of the company (with a certified translation, if appropriate) with this form.
- ☐ You have signed the form.



## Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**THE COMPANIES LAW  
EXEMPTED COMPANY LIMITED BY SHARES  
AMENDED AND RESTATED  
MEMORANDUM OF ASSOCIATION  
OF**

**STONEGATE PUB COMPANY LIMITED**

(adopted by Special Resolution dated 4 December 2018)

1. The name of the Company is **Stonegate Pub Company Limited**.
2. The registered office of the Company shall be at the offices of Conyers Trust Company (Cayman) Limited, Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands.
3. Subject to the following provisions of this Memorandum, the objects for which the Company is established are unrestricted.
4. Subject to the following provisions of this Memorandum, the Company shall have and be capable of exercising all the functions of a natural person of full capacity irrespective of any question of corporate benefit, as provided by Section 27(2) of the Companies Law.
5. Nothing in this Memorandum shall permit the Company to carry on a business for which a licence is required under the laws of the Cayman Islands unless duly licensed.
6. The Company shall not trade in the Cayman Islands with any person, firm or corporation except in furtherance of the business of the Company carried on outside the Cayman Islands; provided that nothing in this clause shall be construed as to prevent the Company effecting and concluding contracts in the Cayman Islands, and exercising in the Cayman Islands all of its powers necessary for the carrying on of its business outside the Cayman Islands.
7. The liability of each member is limited to the amount from time to time unpaid on such member's shares.



Company No. 244248

8. The share capital of the Company is £1,736,392.20 divided into 173,639,220 shares of a nominal or par value of £0.01 each.
9. The Company may exercise the power contained in the Companies Law to deregister in the Cayman Islands and be registered by way of continuation in another jurisdiction.

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Legal – 11888812.2

