



Companies House
— for the record —

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **28/06/2010**

Company Name: **PROVEN ENERGY LIMITED**

Company Number: **SC071400**

Date of this return: **23/05/2010**

SIC codes: **3663**
7420

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

Situation of Registered Office: **WARDHEAD PARK
BY STEWARTON
AYRSHIRE
KA3 5LH**

Officers of the company

Company Secretary 1

Type: **Corporate**
Name: **WJM SECRETARIES LIMITED**
Registered or principal address: **302 ST VINCENT STREET
GLASGOW
G2 5RZ**

European Economic Area (EEA) Company

Register Location: **SCOTLAND**
Registration Number: **SC197245**

Consented to Act: **Y** *Date authorised:* *Authenticated:* **YES**

Company Director 1

Type: **Person**
Full forename(s): **ANDREW MARK**
Surname: **AFFLECK**
Former names:
Service Address: **16 NEW END
HAMPSTEAD
LONDON
NW3 1DD**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **18/05/1966** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director **2**

Type: **Person**
Full forename(s): **MR PAUL**
Surname: **ASTON**
Former names:
Service Address: **2A ACACIA GROVE**
 BERKHAMSTED
 HERTS
 ENGLAND
 HP4 3AJ

Country/State Usually Resident: **ENGLAND**

Date of Birth: **05/11/1960** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MR JONATHAN MARK**
Surname: **NOWILL**
Former names:
Service Address: **BRINDLEY CROFT FARM**
 ONECOTE
 LEEK
 ST13 7RZ

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

Date of Birth: **08/08/1961** *Nationality:* **BRITISH**
Occupation: **ENGINEERING DIRECTOR**

Company Director **4**

Type: **Person**
Full forename(s): **MR GORDON**
Surname: **PROVEN**
Former names:
Service Address: **CASTLE COTTAGE
PORTENCROSS
WEST KILBRIDE
AYRSHIRE
KA23 9QA**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **14/06/1947** *Nationality:* **BRITISH**
Occupation: **ENGINEER**

Company Director **5**

Type: **Person**
Full forename(s): **MR. CHRISTOPHER DAVID**
Surname: **SIMPSON**
Former names:
Service Address: **96 MOUNT VIEW ROAD
LONDON
N4 4JX**

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

Date of Birth: **21/04/1950** *Nationality:* **BRITISH**
Occupation: **CHAIRMAN**

Statement of Capital (Share Capital)

| | | | |
|------------------------|-------------------|--------------------------------|----------------|
| Class of shares | A ORDINARY | <i>Number allotted</i> | 7300000 |
| <i>Currency</i> | | <i>Aggregate nominal value</i> | 7300000 |
| | GBP | <i>Amount paid</i> | 1 |
| | | <i>Amount unpaid</i> | 1 |

Prescribed particulars

VOTING - "A? ORDINARY SHARES CONFER THE RIGHT TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS. ON A SHOW OF HANDS, EACH HOLDER OF ?A? ORDINARY SHARES PRESENT IN PERSON OR (BEING A CORPORATION) BY A REPRESENTATIVE HAS ONE VOTE. ON A POLL EACH HOLDER OF ?A? ORDINARY SHARES PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) BY A REPRESENTATIVE, IS ENTITLED TO EXERCISE THE NUMBER OF VOTES WHICH HE WOULD HAVE BEEN ENTITLED TO EXERCISE IF ALL THE ?A? ORDINARY SHARES HELD BY HIM HAD BEEN CONVERTED INTO ORDINARY SHARES IMMEDIATELY BEFORE THE HOLDING OF THE GENERAL MEETING. DIVIDENDS - THE HOLDERS OF THE ?A? ORDINARY SHARES SHALL BE ENTITLED, IN PRIORITY TO ANY PAYMENT OF DIVIDEND TO THE HOLDERS OF THE ORDINARY SHARES OR THE HOLDERS OF ANY OTHER CLASS OF SHARES OR STOCK ISSUED BY THE COMPANY, TO BE PAID A CUMULATIVE PREFERENTIAL DIVIDEND AT THE DIVIDEND RATE ON THE NOMINAL VALUE OF EACH ?A? ORDINARY SHARE HELD BY THEM. IN THE EVENT A DIVIDEND IS DECLARED ON THE ORDINARY SHARES, EACH HOLDER OF ?A? ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE A DIVIDEND EQUAL TO THE DIVIDEND SUCH HOLDER WOULD HAVE BEEN ENTITLED TO RECEIVE HAD ALL THE ?A? ORDINARY SHARES BEEN CONVERTED INTO ORDINARY SHARES PRIOR TO THE RECORD DATE FOR THE PAYMENT OF SUCH DIVIDEND. CAPITAL - THE ?A? ORDINARY SHARES SHALL CARRY A PREFERENTIAL RETURN ON A RETURN OF CAPITAL. ON THE OCCURRENCE OF A LIQUIDATION EVENT AND FROM THE LIQUIDATION PROCEEDS THE HOLDERS OF THE ?A? ORDINARY SHARES SHALL BE ENTITLED TO A PREFERENTIAL CAPITAL RETURN IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ANY OTHER CLASS OF SHARES. IN RESPECT OF EACH ?A? ORDINARY SHARE AS A PRIORITY TO ANY PAYMENT TO THE HOLDERS OF ANY OTHER CLASS OF SHARES AN AMOUNT IN RESPECT OF EACH SUCH SHARE EQUAL TO THE AGGREGATE OF: (A) THE ORIGINAL ISSUE PRICE; (B) THE ACCUMULATED BUT UNPAID DIVIDENDS (WHETHER DECLARED OR NOT) AT THE DIVIDEND RATE ACCRUED CALCULATED UP TO THE DATE OF THE LIQUIDATION EVENT; AND (C) THEREAFTER SUBJECT TO AND FOLLOWING THE PAYMENT TO BE MADE IN RESPECT OF THE ORIGINAL ISSUE PRICE AND ACCUMULATED BUT UNPAID DIVIDENDS (SUCH PAYMENT TO BE MADE IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES), AN AMOUNT EQUAL TO THE ENTITLEMENT OF EACH SUCH ?A? ORDINARY SHARE IN ANY REMAINING LIQUIDATION PROCEEDS CALCULATED ON A PRO RATA BASIS WITH EACH ORDINARY SHARE AS IF EACH ?A? ORDINARY SHARE HAD BEEN CONVERTED INTO ORDINARY SHARES. REDEMPTION - IN THE EVENT THAT AN INITIAL PUBLIC OFFERING OR LIQUIDATION EVENT HAS NOT OCCURRED WITHIN 5 YEARS FROM THE DATE OF ADOPTION OF 23RD DECEMBER 2008 EACH HOLDER OF ?A? ORDINARY SHARES SHALL BE REQUIRED ON FIFTH ANNIVERSARY OF THE DATE OF ADOPTION TO EITHER: (A) CONVERT THEIR ?A? ORDINARY SHARES INTO ORDINARY SHARES IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION ; OR (B) GIVE NOTICE OF REDEMPTION TO THE COMPANY TO REQUIRE THE COMPANY TO REDEEM THE ?A? ORDINARY SHARES AT AN AMOUNT EQUAL TO THE AGGREGATE OF THE ORIGINAL ISSUE PRICE AND THE ACCUMULATED BUT UNPAID DIVIDENDS ACCRUED AT THE DIVIDEND RATE CALCULATED UP TO THE DATE OF REDEMPTION.

| | | | |
|-------------------------------|--|--------------------------------|--------------|
| Class of shares | ORDINARY | <i>Number allotted</i> | 60110 |
| | | <i>Aggregate nominal value</i> | 60110 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 0 |
| <i>Prescribed particulars</i> | VOTING RIGHTS ARE ONE VOTE PER SHARE. | | |

Statement of Capital (Totals)

| | | | |
|-----------------|------------|--------------------------------------|----------------|
| <i>Currency</i> | GBP | <i>Total number of shares</i> | 7360110 |
| | | <i>Total aggregate nominal value</i> | 7360110 |

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 23/05/2010 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding : 1

2647 ORDINARY Shares held as at 23/05/2010

Name: **GEOFFREY PROVEN**

Address:

Shareholding : 2

13319 ORDINARY Shares held as at 23/05/2010

Name: **SUSANNE PROVEN**

Address:

Shareholding : 3

32 ORDINARY Shares held as at 23/05/2010

Name: **GRAEME SUTHERLAND**

Address:

Shareholding : 4

2237 ORDINARY Shares held as at 23/05/2010

Name: **RICHARD CALDOW**

Address:

Shareholding : 5

3 ORDINARY Shares held as at 23/05/2010

Name: **STEPHEN IRVING**

Address:

Shareholding : 6

32 ORDINARY Shares held as at 23/05/2010

Name: **GRAEME STALKER**

Address:

Shareholding : 7

59 ORDINARY Shares held as at 23/05/2010

Name: **PETER HUGHES**

Address:

Shareholding : 8

5 ORDINARY Shares held as at 23/05/2010

Name: **DAVID JOLLY**

Address:

Shareholding : 9

18032 ORDINARY Shares held as at 23/05/2010

Name: **GORDON PROVEN**

Address:

Shareholding : 10

5714 ORDINARY Shares held as at 23/05/2010

Name: **LOW CARBON ACCELERATOR LTD**

Address:

Shareholding : 11

6600000 A ORDINARY Shares held as at 23/05/2010

Name:

LOW CARBON ACCELERATOR LTD

Address:

Shareholding : 12

350000 A ORDINARY Shares held as at 23/05/2010

Name:

GORDON PROVEN

Address:

Shareholding : 13

350000 A ORDINARY Shares held as at 23/05/2010

Name:

SUSANNE PROVEN

Address:

Shareholding : 14

5548 ORDINARY Shares held as at 23/05/2010

Name: **PAUL ASTON**

Address:

Shareholding : 15

1387 ORDINARY Shares held as at 23/05/2010

Name: **SCOTT FERGUS**

Address:

Shareholding : 16

3467 ORDINARY Shares held as at 23/05/2010

Name: **STEVE MCMAHON**

Address:

Shareholding : 17

3467 ORDINARY Shares held as at 23/05/2010

Name: **JONATHAN NOWILL**

Address:

Shareholding : 18

1387 ORDINARY Shares held as at 23/05/2010

Name: **PAUL JOHNSTON**

Address:

Shareholding : 19

2774 ORDINARY Shares held as at 23/05/2010

Name: **CHRIS SIMPSON**

Address:

Authorisation

Authenticated

This form was authorised by one of the following:

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