



Companies House

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **18/12/2013**

Company Name: **EKOBAY LIMITED**

Company Number: **SC128521**

Date of this return: **17/10/2013**

SIC codes: **10710**
56101

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

Situation of Registered Office: **91/92 FINDHORN**
FORRES
MORAYSHIRE
SCOTLAND
IV36 3YG

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

91/92 FINDHORN
FORRES
MORAYSHIRE
SCOTLAND
IV36 3YG

There are no records kept at the above address

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **JANET MARY**

Surname: **BOULTBEE**

Former names:

Service Address: **27 FINDHORN
FORRES
MORAYSHIRE
IV36 3YE**

Company Director **1**

Type: **Person**
Full forename(s): **JANET MARY**

Surname: **BOULTBEE**

Former names:

Service Address: **27 FINDHORN
FORRES
MORAYSHIRE
IV36 3YE**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **14/08/1953** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Company Director **2**

Type: **Person**
Full forename(s): **DAVID ERNEST**

Surname: **HOYLE**

Former names:

Service Address: **SEAFORTH STATION HOUSE**
 FINDHORN
 FINDHORN
 MORAYSHIRE
 SCOTLAND
 IV36 3YF

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **26/11/1952** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY A	<i>Number allotted</i>	10000
		<i>Aggregate nominal value</i>	10000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

IN RELATION TO EACH RESOLUTION WHICH IS PROPOSED AT A GENERAL MEETING, ANY HOLDER OF A ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE AND, ON A POLL, SHALL HAVE ONE VOTE FOR EACH A ORDINARY SHARE OF WHICH HE/SHE/IT IS THE HOLDER. THE PROFITS (IF ANY) WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL (SUBJECT TO ARTICLE 11) BE PAYABLE TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES IN PROPONION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES, AND SHALL BE TAKEN TO ACCRUE ON A DAILY BASIS; THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL BE TREATED AS A SINGLE CLASS FOR THE PURPOSES OF THIS PARAGRAPH. ON A RETURN OF CAPITAL (WHETHER IN THE CONTEXT OF A WINDING-UP OR OTHERWISE), THE FUNDS OR OTHER ASSETS REPRESENTING THE RETURN OF CAPITAL SHALL (SUBJECT TO ARTICLE 11) BE PAID OR TRANSFERRED TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES IN PROPONION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES; THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL BE TREATED AS A SINGLE CLASS FOR THE PURPOSES OF THIS PARAGRAPH.

Class of shares	ORDINARY B	<i>Number allotted</i>	13000
		<i>Aggregate nominal value</i>	13000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE B ORDINARY SHARES SHALL ENTITLE THE HOLDER TO RECEIVE NOTICE OF GENERAL MEETINGS AND TO ATTEND AND SPEAK - BUT NOT VOTE - AT ANY GENERAL MEETING. THE PROFITS (IF ANY) WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL (SUBJECT TO ARTICLE 11) BE PAYABLE TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES IN PROPONION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES, AND SHALL BE TAKEN TO ACCRUE ON A DAILY BASIS; THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL BE TREATED AS A SINGLE CLASS FOR THE PURPOSES OF THIS PARAGRAPH. ON A RETURN OF CAPITAL (WHETHER IN THE CONTEXT OF A WINDING-UP OR OTHERWISE), THE FUNDS OR OTHER ASSETS REPRESENTING THE RETURN OF CAPITAL SHALL (SUBJECT TO ARTICLE 11) BE PAID OR TRANSFERRED TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES IN PROPONION TO THE AMOUNTS PAID UP OR CREDITED AS PAID UP ON SUCH SHARES; THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL BE TREATED AS A SINGLE CLASS FOR THE PURPOSES OF THIS PARAGRAPH.

Class of shares	GOLDEN SHARE	<i>Number allotted</i>	4
		<i>Aggregate nominal value</i>	4
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

SUBJECT TO SUB-PARAGRAPHS (II) AND (III) BELOW, THE GOLDEN SHARES SHALL ENTITLE THE HOLDERS TO RECEIVE NOTICE OF GENERAL MEETINGS AND TO ATTEND AND SPEAK - BUT NOT VOTE - AT ANY GENERAL MEETINGS (II) IF AT ANY GENERAL MEETING, ANY RESOLUTION OF A NATURE REFERRED TO IN SUB-PARAGRAPH (III) BELOW IS PROPOSED, A SEPARATE POLL SHALL BE HELD (IMMEDIATELY PRIOR TO THE RESOLUTION BEING PUT TO THE VOTE AT THE MEETING) AMONG THE HOLDERS OF THE GOLDEN SHARES PRESENT OR REPRESENTED AT THE MEETING TO DETERMINE HOW EACH OF THEM PROPOSES TO VOTE IN RELATION TO THE RESOLUTION (EACH OF THE HOLDERS OF GOLDEN SHARES HAVING ONE VOTE IN THAT POLL FOR EVERY GOLDEN SHARE OF WHICH IT IS HOLDER), AND IF THAT POLL SHOWS A MAJORITY VOTE AGAINST THE RESOLUTION, EACH OF THE HOLDERS OF GOLDEN SHARES WHICH INDICATED IN THAT POLL THAT IT WOULD VOTE AGAINST THE RESOLUTION SHALL, IN RELATION TO THAT RESOLUTION, HAVE SUCH NUMBER OF VOTES (IN AGGREGATE) AS EXCEEDS BY ONE THE TOTAL NUMBER OF VOTES WHICH MAY BE CAST AT THE MEETING BY ALL OTHER MEMBERS (EXCLUDING OTHER HOLDERS OF GOLDEN SHARES WHICH WERE PROPOSING TO VOTE AGAINST THE RESOLUTION) PRESENT OR REPRESENTED AT THE MEETING; THE PRECEDING PROVISIONS OF THIS ARTICLE SHALL ALSO APPLY IN RELATION TO ANY ALTERATION (THE ADOPTION OF ADDITIONAL OR SUBSTITUTE PROVISIONS BEING DEEMED FOR THIS PURPOSE TO CONSTITUTE AN ALTERATION) TO THE MEMORANDUM OR ARTICLES OF ASSOCIATION WHICH WOULD EXCLUDE OR MODIFY THE OPERATION OF THIS ARTICLE (III) THE PROVISIONS OF SUB-PARAGRAPH (II) ABOVE SHALL APPLY IN RELATION TO (A) ANY RESOLUTION FOR THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY (THE ADOPTION OF ADDITIONAL OR SUBSTITUTE PROVISIONS BEING DEEMED FOR THIS PURPOSE TO CONSTITUTE AN ALTERATION) WHICH WOULD EXCLUDE OR MODIFY THE OPERATION OF THE PROVISIONS SET OUT IN ARTICLES 12 TO 16 IN THE FORM IN WHICH THOSE PROVISIONS APPEAR IN THE _ : -. ARTICLES OF ASSOCIATION LODGED WITH THE REGISTRAR OF COMPANIES AT THE TIME OF INCORPORATION OF THE COMPANY OR (B) ANY RESOLUTION WHICH WOULD HAVE THE EFFECT OF ALTERING THE RIGHTS ATTACHING TO THE A ORDINARY SHARES OR THE B ORDINARY SHARES OR (C) ANY RESOLUTION INCREASING THE AUTHORISED SHARE CAPITAL OF THE COMPANY BY THE CREATION OF ADDITIONAL A ORDINARY SHARES. THE GOLDEN SHARES SHALL NOT CONFER ANY RIGHT TO PARTICIPATE IN ANY DIVIDEND OR DISTRIBUTION EXCEPT IN THE CASE WHERE THE COMPANY DETERMINES TO DISTRIBUTE, BY WAY OF DIVIDEND, TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES A SUM IN RESPECT OF ANY FINANCIAL YEAR IN EXCESS OF £10M.; IN THAT EVENT THE BALANCE OF THE PROFITS, TO THE EXTENT (IF ANY) THAT THE COMPANY DETERMINES TO DISTRIBUTE THEM (AND EXCLUDING, FOR THE AVOIDANCE OF DOUBT, ANY DISTRIBUTION TO THE HOLDERS OF ANY PREFERENCE SHARES WHICH ARE IN ISSUE AT THE TIME), SHALL BE PAYABLE AS TO 99% TO THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY SHARES AND AS TO 1% TO THE HOLDERS OF THE GOLDEN SHARES THE GOLDEN SHARES SHALL NOT CONFER ANY RIGHT TO PARTICIPATE IN ANY RETURN OF CAPITAL EXCEPT IN THE CASE WHERE THE HOLDERS OF A ORDINARY SHARES AND B ORDINARY SHARES RECEIVE PAYMENT OF A SUM PER SHARE EQUAL TO THE AMOUNT PAID UP ON THE SHARES TOGETHER WITH A PREMIUM OF £500,000 PER SHARE; IN THAT EVENT, THE BALANCE OF THE ASSETS REMAINING AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE ~~DISTRIBUTED AS TO 99% AMONGST THE HOLDERS OF THE A ORDINARY SHARES AND B ORDINARY~~

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	23004
		<i>Total aggregate nominal value</i>	23004

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 17/10/2013 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 : **5000 ORDINARY A shares held as at the date of this return**
Name: **JANET BOULTBEE**

Shareholding 2 : **1 GOLDEN SHARE shares held as at the date of this return**
Name: **NEW FINDHORN DIRECTIONS LTD**

Shareholding 3 : **1 GOLDEN SHARE shares held as at the date of this return**
Name: **EKOPIA RESOURCE EXCHANGE LTD**

Shareholding 4 : **1 GOLDEN SHARE shares held as at the date of this return**
Name: **FINDHORN FOUNDATION**

Shareholding 5 : **1 GOLDEN SHARE shares held as at the date of this return**
Name: **PHOENIX COMMUNITY STORES LTD**

Shareholding 6 : **6500 ORDINARY B shares held as at the date of this return**
Name: **JANET BOULTBEE**

Shareholding 7 : **6500 ORDINARY B shares held as at the date of this return**
Name: **DAVID HOYLE**

Shareholding 8 : **5000 ORDINARY A shares held as at the date of this return**
Name: **DAVID HOYLE**

Authorisation

Authenticated

This form was authorised by one of the following:

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