



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **PELAMIS WAVE POWER LIMITED**

Company Number: **SC182368**

Date of this return: **26/01/2013**

SIC codes: **74909**

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

Situation of Registered Office: **31 BATH ROAD
EDINBURGH
SCOTLAND
EH6 7AH**

Officers of the company

Company Director **1**

Type: **Person**

Full forename(s): **MR STUART GEORGE MACKIE**

Surname: **DEED**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **07/03/1962**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **GINA**

Surname: **DOMANIG**

Former names:

Service Address: **19 HASLIHALDE
UETIKON AM SEE
8707
SWITZERLAND**

Country/State Usually Resident: **SWITZERLAND**

Date of Birth: **12/04/1963** *Nationality:* **USA**

Occupation: **FUND MANAGER**

Company Director **3**

Type: **Person**
Full forename(s): **MR PER HORNUNG**

Surname: **PEDERSEN**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **DENMARK**

Date of Birth: **15/11/1953** *Nationality:* **DANISH**

Occupation: **DIRECTOR**

Company Director **4**

Type: **Person**
Full forename(s): **MR CHARLES**

Surname: **VASLET**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **SWITZERLAND**

Date of Birth: **15/03/1966** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director **5**

Type: **Person**

Full forename(s): **DR RICHARD WILLIAM**

Surname: **YEMM**

Former names:

Service Address: **4 ST MARY'S PLACE
JOPPA
EDINBURGH
MIDLOTHIAN
EH15 2QF**

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

Date of Birth: **23/05/1968** *Nationality:* **BRITISH**

Occupation: **MANAGING DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	493000
		<i>Aggregate nominal value</i>	123250
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ENTITLED TO VOTE, SHARE IN SURPLUS ASSETS ON A RETURN OF CAPITAL AFTER ALL OTHER LIABILITIES HAVE BEEN MET

Class of shares	A SERIES	<i>Number allotted</i>	4324729
		<i>Aggregate nominal value</i>	1081182.25
<i>Currency</i>	GBP	<i>Amount paid per share</i>	10
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A SHARES ENTITLED TO VOTE

Class of shares	A1 SERIES	<i>Number allotted</i>	1963852
		<i>Aggregate nominal value</i>	19638.52
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ENTITLED TO DIVIDENDS BUT ONLY AFTER DIVIDEND OF £6 HAS BEEN PAID ON EACH OF B SERIES SHARES. RIGHTS TO CONVERT INTO ORDINARY SHARES AT ANY TIME AND AUTOMATICALLY CONVERT ON THE OCCURRENCE OF AN IPO. ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL TO ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. ON LIQUIDATION OR CAPITAL REDUCTION ENTITLED TO £20 FOR EACH SHARE AFTER THE B SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS AND THEN THE BALANCE OF PROCEEDS UP TO £100,000,000 WILL BE SHARED BETWEEN A1 SERIES SHAREHOLDERS AND B SERIES SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS AND THEN TO A SHARE IN THE REMAINING BALANCE OF ANY PROCEEDS AFTER ALL THE B SERIES, A1 SERIES AND A SERIES SHAREHOLDERS HAVE RECEIVED ENTITLEMENTS. SUCH PROCEEDS WILL BE SHARED BETWEEN SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS.

Class of shares	B SERIES (1)	<i>Number allotted</i>	816057
		<i>Aggregate nominal value</i>	204014.25
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.9784
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ON LIQUIDATION OR CAPITAL REDUCTION, AFTER ALL LIABILITIES AND COSTS AND C SERIES SHARES PAID ENTITLED TO £6 FOR EACH SHARE AND THEN AFTER THE A1 SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS THE BALANCE OF PROCEEDS UP TO £100,000,000 WILL BE SHARED BETWEEN A1 SERIES SHAREHOLDERS AND B SERIES SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS AND THEN TO A SHARE IN THE REMAINING BALANCE OF ANY PROCEEDS AFTER ALL THE B SERIES, A1 SERIES AND A SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS. SUCH PROCEEDS WILL BE SHARED BETWEEN ALL SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS.

Class of shares	B SERIES (2)	<i>Number allotted</i>	500000
		<i>Aggregate nominal value</i>	125000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.996
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ON LIQUIDATION OR CAPITAL REDUCTION, AFTER ALL LIABILITIES AND COSTS AND C SERIES SHARES PAID ENTITLED TO £6 FOR EACH SHARE AND THEN AFTER THE A1 SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS THE BALANCE OF PROCEEDS UP TO £100,000,000 WILL BE SHARED BETWEEN A1 SERIES SHAREHOLDERS AND B SERIES SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS AND THEN TO A SHARE IN THE REMAINING BALANCE OF ANY PROCEEDS AFTER ALL THE B SERIES, A1 SERIES AND A SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS. SUCH PROCEEDS WILL BE SHARED BETWEEN ALL SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS.

Class of shares	B SERIES (3)	<i>Number allotted</i>	490333
		<i>Aggregate nominal value</i>	122583.25
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ON LIQUIDATION OR CAPITAL REDUCTION, AFTER ALL LIABILITIES AND COSTS AND C SERIES SHARES PAID ENTITLED TO £6 FOR EACH SHARE AND THEN AFTER THE A1 SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS THE BALANCE OF PROCEEDS UP TO £100,000,000 WILL BE SHARED BETWEEN A1 SERIES SHAREHOLDERS AND B SERIES SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS AND THEN TO A SHARE IN THE REMAINING BALANCE OF ANY PROCEEDS AFTER ALL THE B SERIES, A1 SERIES AND A SERIES SHAREHOLDERS HAVE RECEIVED THEIR ENTITLEMENTS. SUCH PROCEEDS WILL BE SHARED BETWEEN ALL SHAREHOLDERS PARI PASSU ON A PRO RATA BASIS.

Class of shares	C SERIES	<i>Number allotted</i>	23
		<i>Aggregate nominal value</i>	5.75
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.25
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ON LIQUIDATION ENTITLED TO AN AMOUNT COMPRISING THE SUM OF THE PAR VALUE OF THE C SERIES SHARE AND AN AMOUNT CALCULATED BY DIVIDING (A) 10% OF THE NET CASH PROCEEDS ARISING OUT OF THE RELEVANT EXIT EVENT (OR ALTERNATIVELY, WHERE THE EXIT EVENT DOES NOT GIVE RISE TO CASH PROCEEDS, 10% OF THE ISSUED OR RECEIVED SHARES ARISING OUT OF SUCH EXIT EVENT) BY (B) THE TOTAL NUMBER OF C SERIES SHARES IN ISSUE AT THAT DATE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	8587994
		<i>Total aggregate nominal value</i>	1675674.02

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 26/01/2013 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

<i>Shareholding 1</i> <i>Name:</i>	: 2000 ORDINARY shares held as at the date of this return JAMIE SMITH
<i>Shareholding 2</i> <i>Name:</i>	: 7000 ORDINARY shares held as at the date of this return ROSS HENDERSON
<i>Shareholding 3</i> <i>Name:</i>	: 65000 ORDINARY shares held as at the date of this return CHRIS RETZLER
<i>Shareholding 4</i> <i>Name:</i>	: 2000 ORDINARY shares held as at the date of this return OXFORD MCNEILL
<i>Shareholding 5</i> <i>Name:</i>	: 4000 ORDINARY shares held as at the date of this return ROBERT YEMM
<i>Shareholding 6</i> <i>Name:</i>	: 5000 ORDINARY shares held as at the date of this return JACOB AHLQUIST
<i>Shareholding 7</i> <i>Name:</i>	: 75000 ORDINARY shares held as at the date of this return DAVID PIZER
<i>Shareholding 8</i> <i>Name:</i>	: 7000 ORDINARY shares held as at the date of this return JOHN FINBOW
<i>Shareholding 9</i> <i>Name:</i>	: 2000 ORDINARY shares held as at the date of this return LESLIE MCNEILL
<i>Shareholding 10</i> <i>Name:</i>	: 241000 ORDINARY shares held as at the date of this return RICHARD YEMM
<i>Shareholding 11</i> <i>Name:</i>	: 1000 ORDINARY shares held as at the date of this return MICHAEL SMITH
<i>Shareholding 12</i> <i>Name:</i>	: 5000 ORDINARY shares held as at the date of this return CHARLES TAYLOR
<i>Shareholding 13</i>	: 3000 ORDINARY shares held as at the date of this return

Name: ALEXA CARCAS

Shareholding 14 : 9000 ORDINARY shares held as at the date of this return
Name: TERENCE CARCAS

Shareholding 15 : 5000 ORDINARY shares held as at the date of this return
Name: CARN GIBSON

Shareholding 16 : 7000 ORDINARY shares held as at the date of this return
Name: VICTORIA GIBSON

Shareholding 17 : 2000 ORDINARY shares held as at the date of this return
Name: COLIN POLLOCK

Shareholding 18 : 4000 ORDINARY shares held as at the date of this return
Name: GLENYS YEMM

Shareholding 19 : 2000 ORDINARY shares held as at the date of this return
Name: CHARLES ELKIN

Shareholding 20 : 10000 ORDINARY shares held as at the date of this return
Name: MICHAEL DAVIES

Shareholding 21 : 3000 ORDINARY shares held as at the date of this return
Name: MAX CARCAS

Shareholding 22 : 16000 ORDINARY shares held as at the date of this return
Name: CAROLE HENDERSON

Shareholding 23 : 1000 ORDINARY shares held as at the date of this return
Name: DAVID COOPER

Shareholding 24 : 5000 ORDINARY shares held as at the date of this return
Name: JAMES MITCHELL

Shareholding 25 : 1000 ORDINARY shares held as at the date of this return
Name: CHRISTOPHER HARE

Shareholding 26 : 4000 ORDINARY shares held as at the date of this return
Name: DOROTHY NEWLAND

Shareholding 27 : 224562 A SERIES shares held as at the date of this return
Name: EMERALD SUSTAINABILITY FUND LP

Shareholding 28 : 228058 A SERIES shares held as at the date of this return

Name: **CARBON TRUST INVESTMENTS LIMITED**

Shareholding 29 : **740616 A SERIES shares held as at the date of this return**
Name: **EMERALD ENERGY FUND 1 LP**

Shareholding 30 : **160791 A SERIES shares held as at the date of this return**
Name: **NEW ENERGIES INVEST AG**

Shareholding 31 : **287500 A SERIES shares held as at the date of this return**
Name: **NETTUNO POWER SPA**

Shareholding 32 : **87500 A SERIES shares held as at the date of this return**
Name: **GE CAPITAL CFE INC**

Shareholding 33 : **22500 A SERIES shares held as at the date of this return**
Name: **COMMONS CAPITAL LP**

Shareholding 34 : **47704 A SERIES shares held as at the date of this return**
Name: **BANK OF NEW YORK NOMINEES A/C BIL**

Shareholding 35 : **83482 A SERIES shares held as at the date of this return**
Name: **IMPAX ENVIRONMENTAL MARKETS PLC**

Shareholding 36 : **100000 A SERIES shares held as at the date of this return**
Name: **LBPB NOMINEES LIMITED**

Shareholding 37 : **5000 ORDINARY shares held as at the date of this return**
Name: **JANE MITCHELL**

Shareholding 38 : **72463 A SERIES shares held as at the date of this return**
Name: **LORD COLIN MOYNIHAN**

Shareholding 39 : **578304 A SERIES shares held as at the date of this return**
Name: **NUTRACO NOMINEES LIMITED**

Shareholding 40 : **131186 A SERIES shares held as at the date of this return**
Name: **PUK INVESTMENTS LIMITED**

Shareholding 41 : **25678 A SERIES shares held as at the date of this return**
Name: **SIGMA INNOVATION FUND (EAST OF SCOTLAND)**

Shareholding 42 : **50000 A SERIES shares held as at the date of this return**
Name: **SIGMA SUSTAINABLE ENERGIES FUND**

Shareholding 43 : **204832 A SERIES shares held as at the date of this return**

Name: HEADWAY INVESTMENT PARTNERS II LP

Shareholding 44 : 150000 A SERIES shares held as at the date of this return
Name: LEGACY ASSET PORTFOLIO PLC

Shareholding 45 : 9356 A SERIES shares held as at the date of this return
Name: VANTANIA HOLDINGS LIMITED

Shareholding 46 : 100000 A SERIES shares held as at the date of this return
Name: LEGACY ASSET PORTFOLIO PLC

Shareholding 47 : 11305 A SERIES shares held as at the date of this return
Name: PHILIP METCALF

Shareholding 48 : 200000 A SERIES shares held as at the date of this return
Name: SCOTTISH ENTERPRISE

Shareholding 49 : 778892 A SERIES shares held as at the date of this return
Name: STATOIL HYDRO VENTURE AS

Shareholding 50 : 30000 A SERIES shares held as at the date of this return
Name: VANTANIA HOLDINGS LIMITED

Shareholding 51 : 224562 A1 SERIES shares held as at the date of this return
Name: EMERALD SUSTAINABILITY FUND LP

Shareholding 52 : 104011 B SERIES (1) shares held as at the date of this return
Name: EMERALD SUSTAINABILITY FUND LP

Shareholding 53 : 740616 A1 SERIES shares held as at the date of this return
Name: EMERALD ENERGY FUND 1 LP

Shareholding 54 : 342699 B SERIES (1) shares held as at the date of this return
Name: EMERALD ENERGY FUND 1 LP

Shareholding 55 : 200000 A1 SERIES shares held as at the date of this return
Name: SCOTTISH ENTERPRISE

Shareholding 56 : 500000 B SERIES (2) shares held as at the date of this return
Name: SCOTTISH ENTERPRISE

Shareholding 57 : 204832 A1 SERIES shares held as at the date of this return
Name: HEADWAY INVESTMENT PARTNERS II LP

Shareholding 58 : 94725 B SERIES (1) shares held as at the date of this return

Name: **HEADWAY INVESTMENT PARTNERS II LP**

Shareholding 59 : **160791 A1 SERIES shares held as at the date of this return**
Name: **NEW ENERGIES INVEST AG**

Shareholding 60 : **150000 B SERIES (3) shares held as at the date of this return**
Name: **NEW ENERGIES INVEST AG**

Shareholding 61 : **56221 A1 SERIES shares held as at the date of this return**
Name: **LORD COLIN MOYNIHAN**

Shareholding 62 : **26000 B SERIES (1) shares held as at the date of this return**
Name: **LORD COLIN MOYNIHAN**

Shareholding 63 : **22500 A1 SERIES shares held as at the date of this return**
Name: **COMMONS CAPITAL**

Shareholding 64 : **10405 B SERIES (1) shares held as at the date of this return**
Name: **COMMONS CAPITAL**

Shareholding 65 : **108110 A1 SERIES shares held as at the date of this return**
Name: **NETTUNO POWER SPA**

Shareholding 66 : **49996 B SERIES (1) shares held as at the date of this return**
Name: **NETTUNO POWER SPA**

Shareholding 67 : **47704 A1 SERIES shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS (IRELAND) FUND**

Shareholding 68 : **22061 B SERIES (1) shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS (IRELAND) FUND**

Shareholding 69 : **83482 A1 SERIES shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS PLC**

Shareholding 70 : **38606 B SERIES (1) shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS PLC**

Shareholding 71 : **50000 A1 SERIES shares held as at the date of this return**
Name: **SIGMA SUSTAINABLE ENERGIES FUND**

Shareholding 72 : **23122 B SERIES (1) shares held as at the date of this return**
Name: **SIGMA SUSTAINABLE ENERGIES FUND**

Shareholding 73 : **25678 A1 SERIES shares held as at the date of this return**

Name: **SIGMA INNOVATIONS FUND (EAST OF SCOTLAND)**

Shareholding 74 : **11874 B SERIES (1) shares held as at the date of this return**
Name: **SIGMA INNOVATIONS FUND (EAST OF SCOTLAND)**

Shareholding 75 : **39356 A1 SERIES shares held as at the date of this return**
Name: **VANTANIA HOLDINGS**

Shareholding 76 : **18200 B SERIES (1) shares held as at the date of this return**
Name: **VANTANIA HOLDINGS**

Shareholding 77 : **23 C SERIES shares held as at the date of this return**
Name: **KEITH LAWSON**

Shareholding 78 : **233000 B SERIES (3) shares held as at the date of this return**
Name: **SCOTTISH ENTERPRISE**

Shareholding 79 : **43000 B SERIES (3) shares held as at the date of this return**
Name: **HEADWAY INVESTMENT PARTNERS II LP**

Shareholding 80 : **74358 B SERIES (1) shares held as at the date of this return**
Name: **NEW ENERGIES INVEST AG**

Shareholding 81 : **23394 B SERIES (3) shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS (IRELAND) FUND**

Shareholding 82 : **40939 B SERIES (3) shares held as at the date of this return**
Name: **IMPAX ENVIROMENTAL MARKETS PLC**

Authorisation

Authenticated

This form was authorised by one of the following:

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