



Companies House
— for the record —

AR01 (ef)

Annual Return



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Received for filing in Electronic Format on the: **29/10/2012**

Company Name: **ABELON SYSTEMS LIMITED**

Company Number: **SC239599**

Date of this return: **28/10/2012**

SIC codes: **62020**

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

Situation of Registered Office: **BUILDING 4 QUANTUM COURT
HERIOT-WATT RESEARCH PARK SOUTH RICCARTON
CURRIE
MIDLOTHIAN
SCOTLAND
EH14 4AP**

Officers of the company

Company Secretary 1

Type: **Corporate**
Name: **AS COMPANY SERVICES LIMITED**

*Registered or
principal address:* **1 RUTLAND COURT
EDINBURGH
SCOTLAND
EH3 8EY**

European Economic Area (EEA) Company

Register Location: **1 RUTLAND COURT, EDINBURGH EH3 8EY, UK**
Registration Number: **SC316974**

Company Director **1**

Type: **Person**

Full forename(s): **ADRIAN ALEXANDER**

Surname: **MCKIE**

Former names:

Service Address: **34 SPRINGFIELD LEA
SOUTH QUEENSFERRY
WEST LOTHIAN
EH30 9XD**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **11/05/1961** *Nationality:* **BRITISH**

Occupation: **SOFTWARE CONSULTANT**

Company Director 2

Type: **Person**
Full forename(s): **IAN ALEXANDER**

Surname: **SMITH**

Former names:

Service Address: **38 THE GALLOLEE
COLINTON
EDINBURGH
MIDLOTHIAN
EH13 9QL**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **28/10/1962** *Nationality:* **BRITISH**
Occupation: **SOFTWARE CONSULTANT**

Company Director **3**

Type: **Person**
Full forename(s): **DUNCAN FOX**

Surname: **WALKER**

Former names:

Service Address: **38 LOMOND ROAD**
 EDINBURGH
 MIDLOTHIAN
 EH5 3JL

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **16/08/1961** *Nationality:* **BRITISH**
Occupation: **SOFTWARE CONSULTANT**

Statement of Capital (Share Capital)

Class of shares	ORDINARY A	<i>Number allotted</i>	600000
		<i>Aggregate nominal value</i>	6000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE FOLLOWING PROVISIONS WITH REGARD TO THE 'A' SHARES SHALL HAVE EFFECT: EVERY MEMBER HOLDING 'A' ORDINARY SHARES AND/OR 'B' ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH SHARE REGISTERED IN HIS NAME. THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE APPLIED IN THE FOLLOWING PROPORTIONS: (I) 75% OF ANY DIVIDEND SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'B' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'B' SHARES HELD BY EACH SHAREHOLDER; AND (II) 25% OF ANY DIVIDEND SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'A' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'A' SHARES HELD BY EACH SHAREHOLDER. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING PROPORTIONS: (I) FIRST, 75% OF THE ASSETS OF THE COMPANY SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'A' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'A' SHARES HELD BY EACH SHAREHOLDER; AND (II) SECOND, 25% OF THE ASSETS OF THE COMPANY SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'B' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'B' SHARES HELD BY EACH SHAREHOLDER. 'A' SHARES SHALL NOT BE TRANSFERABLE EXCEPT AS DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Class of shares	ORDINARY B	<i>Number allotted</i>	210000
		<i>Aggregate nominal value</i>	2100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE FOLLOWING PROVISIONS WITH REGARD TO THE 'B' SHARES SHALL HAVE EFFECT: EVERY MEMBER HOLDING 'A' ORDINARY SHARES AND/OR 'B' ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE FOR EACH SHARE REGISTERED IN HIS NAME. THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION SHALL BE APPLIED IN THE FOLLOWING PROPORTIONS: (I) 75% OF ANY DIVIDEND SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'B' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'B' SHARES HELD BY EACH SHAREHOLDER; AND (II) 25% OF ANY DIVIDEND SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'A' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'A' SHARES HELD BY EACH SHAREHOLDER. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING PROPORTIONS: (I) FIRST, 75% OF THE ASSETS OF THE COMPANY SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'A' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'A' SHARES HELD BY EACH SHAREHOLDER; AND (II) SECOND, 25% OF THE ASSETS OF THE COMPANY SHALL BE DIVIDED AMONGST THE HOLDERS OF THE 'B' SHARES PRO RATA IN ACCORDANCE WITH THE NUMBER OF 'B' SHARES HELD BY EACH SHAREHOLDER. 'B' SHARES SHALL NOT BE TRANSFERABLE EXCEPT AS DESCRIBED IN THE ARTICLES OF ASSOCIATION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	810000
		<i>Total aggregate nominal value</i>	8100

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 28/10/2012 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>	: 30000 ORDINARY B shares held as at the date of this return ADRIAN ALEXANDER MCKIE
<i>Shareholding 2</i> <i>Name:</i>	: 30000 ORDINARY B shares held as at the date of this return STUART WILSON
<i>Shareholding 3</i> <i>Name:</i>	: 67000 ORDINARY A shares held as at the date of this return DAVID FRASER
<i>Shareholding 4</i> <i>Name:</i>	: 133000 ORDINARY A shares held as at the date of this return DUNCAN FOX WALKER
<i>Shareholding 5</i> <i>Name:</i>	: 30000 ORDINARY B shares held as at the date of this return DUNCAN FOX WALKER
<i>Shareholding 6</i> <i>Name:</i>	: 30000 ORDINARY B shares held as at the date of this return IAN ALEXANDER SMITH
<i>Shareholding 7</i> <i>Name:</i>	: 67000 ORDINARY A shares held as at the date of this return STUART WILSON
<i>Shareholding 8</i> <i>Name:</i>	: 10000 ORDINARY B shares held as at the date of this return DAVID FERRIS
<i>Shareholding 9</i> <i>Name:</i>	: 133000 ORDINARY A shares held as at the date of this return ADRIAN ALEXANDER MCKIE
<i>Shareholding 10</i> <i>Name:</i>	: 133000 ORDINARY A shares held as at the date of this return IAN ALEXANDER SMITH
<i>Shareholding 11</i> <i>Name:</i>	: 30000 ORDINARY B shares held as at the date of this return DAVID FRASER
<i>Shareholding 12</i> <i>Name:</i>	: 67000 ORDINARY A shares held as at the date of this return NEIL MATTHEW
<i>Shareholding 13</i>	: 30000 ORDINARY B shares held as at the date of this return

Name: NEIL MATTHEW

Shareholding 14 : 20000 ORDINARY B shares held as at the date of this return

Name: FRASER MOORE

Authorisation

Authenticated

This form was authorised by one of the following:

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