



Companies House
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AR01 (ef)

Annual Return



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Company Name: **G4S HOLDINGS 3 (UK) LIMITED**

Company Number: **02380914**

Date of this return: **08/05/2011**

SIC codes: **7499**

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

Situation of Registered Office: **THE MANOR MANOR ROYAL
CRAWLEY
WEST SUSSEX
RH10 9UN**

Officers of the company

Company Secretary 1

Type: **Person**

Full forename(s): **MS CELINE ARLETTE VIRGINIE**

Surname: **BARROCHE**

Former names:

Service Address recorded as Company's registered office

Company Director 1

Type: **Person**
Full forename(s): **MR PETER VINCENT**

Surname: **DAVID**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **01/06/1958** Nationality: **BRITISH**

Occupation: **SOLICITOR**

Company Director 2

Type: **Person**
Full forename(s): **MR TREVOR LESLIE**

Surname: **DIGHTON**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **30/07/1949** Nationality: **BRITISH**

Occupation: **COMPANY DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	3028000
		<i>Aggregate nominal value</i>	3028000
<i>Currency</i>	GBP	<i>Amount paid</i>	0
		<i>Amount unpaid</i>	0

Prescribed particulars

PREScribed PARTICULARS OF RIGHTS ATTACHED TO SHARES ARE AS SPECIFIED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY AND IN ACCORDANCE WITH SECTIONS 54 TO 56, 58 TO 61 AND 63 OF TABLE A OF THE COMPANIES ACT 1985 VOTES OF MEMBERS 54. SUBJECT TO ANY RIGHTS OR RESTRICTIONS ATTACHED TO ANY SHARES, ON A SHOW OF HANDS EVERY MEMBER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING HIMSELF A MEMBER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL EVERY MEMBER SHALL HAVE ONE VOTE FOR EVERY SHARE OF WHICH HE IS THE HOLDER. 55. IN THE CASE OF JOINT HOLDERS THE VOTE OF THE SENIOR WHO TENDERS A VOTE, WHETHER IN PERSON OR BY PROXY, SHALL BE ACCEPTED TO THE EXCLUSION OF THE VOTES OF THE OTHER JOINT HOLDERS; AND SENIORITY SHALL BE DETERMINED BY THE ORDER IN WHICH THE NAMES OF THE HOLDERS STAND IN THE REGISTER OF MEMBERS. 56. A MEMBER IN RESPECT OF WHOM AN ORDER HAS BEEN MADE BY ANY COURT HAVING JURISDICTION (WHETHER IN THE UNITED KINGDOM OR ELSEWHERE) IN MATTERS CONCERNING MENTAL DISORDER MAY VOTE, WHETHER ON A SHOW OF HANDS OR ON A POLL, BY HIS RECEIVER, CURATOR BONIS OR OTHER PERSON AUTHORISED IN THAT BEHALF APPOINTED BY THAT COURT, AND ANY SUCH RECEIVER, CURATOR BONIS OR OTHER PERSON MAY, ON A POLL, VOTE BY PROXY. EVIDENCE TO THE SATISFACTION OF THE DIRECTORS OF THE AUTHORITY OF THE PERSON CLAIMING TO EXERCISE THE RIGHT TO VOTE SHALL BE DEPOSITED AT THE OFFICE, OR AT SUCH OTHER PLACE AS IS SPECIFIED IN ACCORDANCE WITH THE ARTICLES FOR THE DEPOSIT OF INSTRUMENTS OF PROXY, NOT LESS THAN 48 HOURS BEFORE THE TIME APPOINTED FOR HOLDING THE MEETING OR ADJOURNED MEETING AT WHICH THE RIGHT TO VOTE IS TO BE EXERCISED AND IN DEFAULT THE RIGHT TO VOTE SHALL NOT BE EXERCISABLE. 58. NO OBJECTION SHALL BE RAISED TO THE QUALIFICATION OF ANY VOTER EXCEPT AT THE MEETING OR ADJOURNED MEETING AT WHICH THE VOTE OBJECTED TO IS TENDERED, AND EVERY VOTE NOT DISALLOWED AT THE MEETING SHALL BE VALID. ANY OBJECTION MADE IN DUE TIME SHALL BE REFERRED TO THE CHAIRMAN WHOSE DECISION SHALL BE FINAL AND CONCLUSIVE. 59. ON A POLL VOTES MAY BE GIVEN EITHER PERSONALLY OR BY PROXY. A MEMBER MAY APPOINT MORE THAN ONE PROXY TO ATTEND ON THE SAME OCCASION. APPOINTMENT OF PROXY TO BE IN WRITING IN ACCORDANCE WITH SECTIONS 60, 61 AND 63 OF TABLE A.

Class of shares	6% CUM FIXED RED PREF	<i>Number allotted</i>	14100000
		<i>Aggregate nominal value</i>	14100000
<i>Currency</i>	GBP	<i>Amount paid</i>	0
		<i>Amount unpaid</i>	0

Prescribed particulars

THE PROFITS WHICH THE BOARD MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR OR OTHER PERIOD FOR WHICH AUDITED ACCOUNTS SHALL BE MADE UP SHALL BE APPLIED; FIRST IN PAYING TO THE HOLDERS OF THE PREFERENTIAL SHARES OF FIXED ACCUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE OF 6% PER ANNUM (INCLUSIVE OF ANY IMPUTED TAX CREDIT AVAILABLE TO SHARE HOLDERS) ACCORDING TO THE AMOUNT FOR THE TIME BEING PAID UP ON THE NOMINAL AMOUNT OF THE REDEEMABLE PREFERENCE SHARES HELD BY THEM RESPECTIVELY, (SUCH DIVIDEND TO BE PAID HALF YEARLY ON 30TH JUNE AND 31ST DECEMBER IN EACH YEAR), THE FIRST SUCH PAYMENT SHALL BE MADE ON 31ST DECEMBER 1996 IN RESPECT OF THE PERIOD FROM THE DATE OF THE FIRST ALLOTMENT OF THE PREFERENTIAL SHARES TO 31ST DECEMBER 1996 (BOTH DATES INCLUSIVE); SECONDLY THE BALANCE OF SUCH PROFIT SHALL BE THIS RATED AMOUNT THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE AMOUNTS FOR THE TIME BEING PAID UP ON THE ORDINARY SHARES HELD BY THEM RESPECTIVELY. ?B? CAPITAL ON A DISTRIBUTION OF ASSETS ON A WINDING-UP OR OTHER RETURN OF CAPITAL THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITY SHALL BE APPLIED: FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENTIAL SHARES THE SUM EQUAL TO THE AMOUNT PAID UP ON THE NOMINAL AMOUNT OF THE PREFERENTIAL SHARES HELD BY THEM RESPECTIVELY AND ALL ARREARS (IF ANY) OF THE SAID FIXED RATE DIVIDEND, WHETHER OR NOT SUCH DIVIDEND SHALL HAVE BEEN EARNED OR HAVE BECOME DUE AND PAYABLE; TO BE CALCULATED UP TO AND INCLUDING THE DATE OF THE COMMENCEMENT OF THE WINDING-UP; SECONDLY, THE BALANCE OF SUCH ASSETS SHALL BELONG TO AND BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE AMOUNT PAID UP ON THE NOMINAL AMOUNT OF THE ORDINARY SHARES HELD BY THEM RESPECTIVELY. ?C? VOTING AND GENERAL MATTERS THE HOLDERS OF THE PREFERENTIAL SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY BUT SHALL NOT BE ENTITLED TO VOTE UPON ANY RESOLUTION OTHER THAN THE RESOLUTION FOR WINDING UP THE COMPANY OR REDUCING ITS SHARE CAPITAL OR RESOLUTION VARYING MODIFYING, ALTERING OR FABRICATING ANY OF THE RIGHT ATTACHED TO THE PREFERENTIAL SHARES OR; TO ATTEND AT ANY GENERAL MEETING OF THE COMPANY UNLESS THE BUSINESS OF THE MEETING INCLUDES THE CONSIDERATION OF A RESOLUTION UPON WHICH SUCH HOLDERS ARE ENTITLED TO VOTE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	17128000
		<i>Total aggregate nominal value</i>	17128000

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 08/05/2011 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 : **1 ORDINARY shares held as at 2011-05-08**

Name: **GROUP 4 SECURITAS LTD**

Shareholding 2 : **3027999 ORDINARY shares held as at 2011-05-08**

Name: **G4S UK HOLDINGS LIMITED**

Shareholding 3 : **14100000 6% CUM FIXED RED PREF shares held as at 2011-05-08**

Name: **G4S UK HOLDINGS LIMITED**

Authorisation

Authenticated

This form was authorised by one of the following:

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