

000614 - 40

In accordance with Section 100 of the Companies Act 2006

# RR02

## Application by a public company for re-registration as a private limited company



A fee is payable with this form  
Please see 'How to pay' on the last page

WEDNESDAY



**What this form is for**  
You may use this form to re-register a public company as a private limited company

**What this form is NOT for**  
You cannot use this form to re-register a public company as a private limited company if a court order reducing or cancelling shares of capital due to re-denomination

\*A1N4WAU6\*  
A41 05/12/2012 #156  
COMPANIES HOUSE  
A21 29/11/2012 #407  
COMPANIES HOUSE

### 1 Company details

Company number: 0 0 0 0 3 5 4 3

Company name in full: VINTERS ENGINEERING PLC

→ Filling in this form  
Please complete in typescript or in bold black capitals  
All fields are mandatory unless specified or indicated by \*

### 2 Re-registration

The above company applies to be re-registered as a private limited company by the name of

Full name of re-registered company: VINTERS ENGINEERING LTD

- and for that purpose delivers the following documents for registration
- 1 A copy of the special resolution that the company should re-register as a private limited company (unless previously delivered)
  - 2 A printed copy of the articles as proposed to be amended

Ⓢ Name  
Please insert the full name of the company including the appropriate name ending for a private limited company

### 3 Statement of compliance

I am signing this form on behalf of the company and confirm that the requirements of Part 7 of the Companies Act 2006 as to re-registration as a private limited company have been complied with

Signature: *[Handwritten Signature]*

This form may be signed by Director, Secretary, Person authorised, CIC manager.

Ⓢ Societas Europaea  
If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership  
Ⓢ Person authorised  
Under either section 270 or 274 of the Companies Act 2006

RR02

Application by a public company for re-registration as a private limited company



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **DELROSE GOMA**

Company name **ROLLS-ROYCE PLC**

Address **ROLLS-ROYCE PLC**

**MOOR LANE**

Post town **DERBY**

County/Region **DERBYSHIRE**

Postcode 

	D	E	2	4		8	B	J
--	---	---	---	---	--	---	---	---

Country

DX

Telephone **01332242424**



### Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- The company name and number match the information held on the public Register
- You have provided details in section 2 of the new company name following re-registration
- You have provided the supporting documentation as required in section 2 of the form
- You have signed the form
- You have provided the correct fee



### Important information

Please note that all information on this form will appear on the public record.



### How to pay

A fee of £20 is payable to Companies House in respect of an application to re-register

Make cheques or postal orders payable to 'Companies House'



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

**For companies registered in England and Wales**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland:**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

**For companies registered in Northern Ireland:**  
The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

Company No 00003543



COMPANIES HOUSE

**Written Resolution under Companies Act 2006**

**PUBLIC COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF**

**VINTERS ENGINEERING PLC**

**Pursuant** to section 288 of the Companies Act 2006 (CA 2006), the undersigned, being an eligible member (as defined by section 289 CA 2006) of the Company for the purpose, signifies agreement to and passes the following as a special resolution of the Company

**SPECIAL RESOLUTION**

That

- (a) the Company be re-registered as a private limited company under the Companies Act 2006 by the name of Vinters Engineering Limited
- (b) the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association

**ORDINARY RESOLUTION**

That

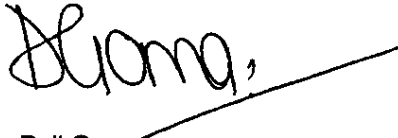
- (a) in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006
- (b) in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007 (SI 2007/3495), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Special Resolution and the Ordinary Resolutions

The undersigned, being eligible members of the company, entitled to vote on the above resolutions with circulation date 26 December 2012, hereby irrevocably agrees to the Special Resolution and Ordinary Resolutions

Rolls-Royce Industries Ltd



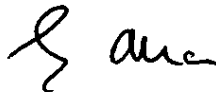
By Dell Goma

Director

Date

26/11/12

Vinters Plc



By Gerard Allan

Director

Date

26/11/12