



Companies House

**CS01** (ef)

**Confirmation Statement**

Company Name: **HILTON INTERNATIONAL HOTELS (UK) LIMITED**

Company Number: **00695283**



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Company Name: **HILTON INTERNATIONAL HOTELS (UK) LIMITED**

Company Number: **00695283**

Confirmation **03/06/2019**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>950000849</b>
	<b>A</b>	Aggregate nominal value:	<b>95.000085</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**AFTER MAKING ALL NECESSARY PROVISIONS FOR PAYMENT IN ANY YEAR OF PREFERENCE DIVIDEND (INCLUDING ARREARS, DEFICIENCY OR ACCRUALS OF THE SAME IN RESPECTS OF ANY PERIOD), HOLDERS OF A SHARES SHALL BE ENTITLED TO RECEIVE SUCH DIVIDEND AS THE COMPANY MAY DETERMINE TO DISTRIBUTE OUT OF PROFITS AVAILABLE FOR THE PURPOSE. HOLDERS OF A SHARES SHALL BE ENTITLED IN THE EVENT OF A RETURN ON CAPITAL ON LIQUIDATION OR OTHERWISE (OTHER THAN ON A PURCHASE OF OWN SHARES BY THE COMPANY) TO RECEIVE OUT OF SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION (AFTER PAYMENT OF LIABILITIES AND PAYMENT OF ANY AMOUNTS DUE TO THE HOLDERS OF THE PREFERENCE SHARES THEN OUTSTANDING) THE BALANCE OF THE SURPLUS ASSETS. HOLDERS OF THE A SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY. ON A SHOW OF HANDS EVERY HOLDER OF A SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BEING A CORPORATION IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE, NOT BEING A MEMBER ENTITLED TO VOTE, SHALL HAVE ONE VOTE AND ON A POLL, A HOLDER OF A SHARES SHALL BE ENTITLED TO ONE VOTE FOR EVERY A SHARE HELD**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>101</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>101</b>

Prescribed particulars

**IF IN ANY FINANCIAL YEAR THE PROFITS OF THE COMPANY EARNED OR REALISED IN THAT YEAR AND AVAILABLE FOR DISTRIBUTION AFTER PAYING IN FULL THE PREFERENCE DIVIDEND EXCEED £50,000.000 AND THE COMPANY RESOLVES TO PAY A DIVIDEND TO THE HOLDERS OF A SHARES IN RESPECT OF THAT FINANCIAL YEAR AT ANY TIME SUCH DIVIDEND SHALL BE PAID AS FOLLOWS: (I) THE AMOUNT OF THE DIVIDEND IN AGGREGATE OF UP TO £50,000,000 SHALL BE DISTRIBUTED SOLELY TO THE HOLDERS OF THE A SHARES; AND (II) THE AMOUNT OF THE DIVIDEND IN AGGREGATE IN EXCESS OF £50,000.000 SHALL BE DISTRIBUTED AT THE SAME RATE PER SHARE TO THE HOLDERS OF A SHARES AND THE HOLDERS OF B SHARES. HOLDERS OF B SHARES SHALL BE ENTITLED IN THE EVENT OF A RETURN ON CAPITAL ON LIQUIDATION OR**

OTHERWISE (OTHER THAN ON A PURCHASE OF OWN SHARES BY THE COMPANY) TO BE PAID OUT OF THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION (AFTER PAYMENT OF US LIABILITIES AND PAYMENT OF ANY AMOUNTS DUE TO THE HOLDERS OF THE PREFERENCE SHARES THEN OUTSTANDING) PARI PASSU WITH THE HOLDERS OF THE A SHARES THE AMOUNT PAID UP OR CREDITED AS PAID UP ON THE B SHARES. THE B SHARES SHALL NOT PARTICIPATE IN ANY OTHER SURPLUS CAPITAL AVAILABLE FOR DISTRIBUTION. HOLDERS OF THE B SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND BUT NOT VOTE AT ALL GENERAL MEETINGS OF THE COMPANY UNLESS THE GENERAL MEETING IS TO CONSIDER A RESOLUTION WHICH EITHER (I) VARIES, MODIFIES, ALTERS OR ABROGATES ANY OF THE RIGHTS, PRIVILEGES, LIMITATIONS OR RESTRICTIONS ATTACHING TO THE B SHARES; OR (II) IS TO WIND-UP THE COMPANY. IN EACH SUCH CASE THE HOLDER OF THE B SHARES SHALL BE ENTITLED TO VOTE AT SUCH GENERAL MEETING OF THE COMPANY AND ON A SHOW OF HANDS EACH HOLDER OF B SHARES PRESENT IN PERSON OR BY PROXY SHALL HAVE ONE VOTE AND ON A POLL SHALL HAVE ONE VOTE FOR EVERY B SHARE OF WHICH HE OR IT IS THE HOLDER

<b>Class of Shares:</b>	<b>PREFERENCE</b>	Number allotted	<b>40100006</b>
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Currency:	<b>GBP</b>	Aggregate nominal value:	<b>40100006</b>
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Prescribed particulars

HOLDERS OF PREFERENCE SHARES ARE ENTITLED TO PAYMENT OUT OF PROFITS AVAILABLE FOR DISTRIBUTION, IN PRIORITY TO ANY PAYMENT OF DIVIDEND TO HOLDERS OF A OR B SHARES, OF A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE RATE EQUAL TO 1 PENCE PER ANNUM PER PREFERENCE SHARE HELD, SUCH DIVIDEND TO BE PAYABLE ANNUALLY IN ARREARS. EXCEPT FOR THE FIXED PREFERENCE DIVIDEND, HOLDERS OF PREFERENCE SHARES SHALL NOT BE ENTITLED TO ANY OTHER PROFITS OF THE COMPANY. ON A RETURN OF ASSETS ON A LIQUIDATION OR OTHERWISE (OTHER THAN ON A PURCHASE OF OWN SHARES BY THE COMPANY), THE HOLDERS OF PREFERENCE SHARES SHALL BE ENTITLED, IN PRIORITY TO THE HOLDERS OF THE A AND B SHARES, TO BE PAID OUT OF THE SURPLUS ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION (AFTER PAYMENT OF ITS LIABILITIES) THE AMOUNT PAID UP OR CREDITED AS PAID UP ON THE PREFERENCE SHARES TOGETHER WITH A SUM EQUAL TO ANY ACCRUALS AND ARREARS OF [HE PREFERENCE DIVIDEND THEREON, WHETHER OR NOT EARNED OR DECLARED, CALCULATED DOWN TO THE DATE OF RETURN OF CAPITAL. THE PREFERENCE SHARES SHALL NOT PARTICIPATE IN ANY OTHER SURPLUS CAPITAL AVAILABLE FOR DISTRIBUTION. THE

HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND BUT NOT VOTE AT ANY 3ENERAL MEETINGS OF THE COMPANY UNLESS (I) THE PREFERENCE DIVIDEND HAS NOT BEEN PAID IN FULL ON EACH OF THE TWO PREFERENCE DIVIDEND PAYMENT DATES IMMEDIATELY PRECEDING THE DATE OF THE NOTICE CONVENING THE MEETING; (II) THE GENERAL MEETING WILL CONSIDER A RESOLUTION WHICH VARIES, MODIFIES OR ALTERS OR ABROGATES ANY OF THE RIGHTS, PRIVILEGES, LIMITATIONS OR RESTRICTIONS ATTACHING TO THE PREFERENCE SHARES. IN WHICH SUCH CASE HOLDERS OF THE 'REFERENCES SHARES SHALL BE ENTITLED TO VOTE AT SUCH GENERAL MEETING AND ON A SHOW OF HANDS EACH 'REFERENCE SHAREHOLDER PRESENT IN PERSON OR BY PROXY HALL HAVE ONE VOTE AND ON A POLL SHALL HAVE ONE VOTE FOR EVERY PREFERENCE SHARE OF WHICH HE OR IT IS THE HOLDER.

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>990100956</b>
		Total aggregate nominal value:	<b>40100202.000085</b>
		Total aggregate amount unpaid:	<b>0</b>

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

# Authorisation

Authenticated

This form was authorised by one of the following:

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