

Company Number

Please complete in typescript, or in bold black capitals.

363a

Annual Return

66525

| Company | Name in full | Vera Cruz (Mexico) Railways Limited |
|--|------------------------------|---|
| * F363AD40 * | | |
| Date of this return | (See note 1) s made up to | Day Month Year 19 03 1999 |
| Date of next return(See note 2) If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time. | | Day Month Year 19 03 2000 |
| Registered Office(Show here the address at the this return. | | 3 BURLINGTON GARDENS |
| Any change of registered office must be notified | Post town | LONDON |

Principal business activities

County / Region

Postcode

W1X 1LE

on form 287.

(See note 4)
Show trade classification code number(s) for the principal activity or activities.

If the code number cannot be determined, give a brief description of principal activity.

MB 60x4 100447





Form revised March 1995

When you have completed and signed the form please send it to the

Registrar of Companies at:
Companies House, Crown Way, Cardiff, CF4 3UZ
for companies registered in England and Wales DX 33050 Cardiff

or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

| Register of r If the register of me registered office, si | embers is ne | ot kept at the | REGISTERED OFF | ICE | | | |
|---|-------------------|------------------|---------------------------------|--------|-------------|------------------|------------------|
| registered office, s | tate fiele wi | iele it is kept. | | | | | |
| | | Post town | | | | | |
| | C | County / Region | | | | Postcode | |
| | | | | | | J | |
| Register of I | Debentu | ire holders | | | | | |
| (See note 6) If there is a register of debenture holders and it is not kept at the registered office, | | ire holders | REGISTERED OFF | FICE | | | |
| state here where it | is kept. | red office, | | | | | |
| | | Post town | | | | | |
| | С | ounty / Region | | | | Postcode | |
| _ | | | | | | | |
| Company ty | pe (See no | te 7) | | ٦ | | | |
| Public limited compar | ny | | | | | | |
| Private company limit | ed by shares | i | X | | | | |
| Private company limit share capital | ed by guaran | ntee without | | | | | |
| Private company limit section 30 | ed by shares | exempt under | Please mark the appropriate box | | | | |
| Private company limited by guarantee exempt under section 30 | | ntee exempt | | | | | |
| Private unlimited company with share capital | | are capital | | | | | |
| Private unlimited company without share capital | | _ | | | | | |
| Company Se | cretary | (see notes 1-5) | Details of a new | compan | y secretary | / must be notifi | ed on form 288a. |
| (Please photocopy this area to provide details of joint | Name | * Style / Title | | | | *Honours etc | |
| secretaries). | | Forename(s) | JANE ELIZABETH | | | | |
| * Voluntary details. | | Surname | POWNEY | | | | |
| | Previo | us forename(s) | | | | | |
| Previous surname(s) | | | | | | | |
| Address | | 11 MENDIP CLOSE | | | | | |
| Usual resident | | | WORCESTER PARK, SURREY | | | | |
| address _{must} be given. In the case | ofa | Post town | | | | | |
| corporation, give registered or prinoffice address. | | ounty / Region | | | | Postcode | KT4 8LP |
| | | Country | ENGLAND | | | | |

| Directors (se Please list direct | e notes 1 to ctors in al _l | o 5) phabetical order. | Details of new director | s must be not | ified on form | 288a | | | |
|---|--|---------------------------|-------------------------|---------------|---------------|--------|-------|------|--|
| | Name | * Style / Title | | | | Day | Month | Year | |
| | | * Honours etc | | D | ate of birth | 15 | 12 | 1948 | |
| | | Forename(s) | JOSEPHINE ELEANOR | | | | | | |
| | | Surname | GOMM | | | | | | |
| Previous forename(s) | | | | | | | | | |
| Previous surname(s) | | | | | | | | | |
| Address | | 22 SLAUGHAM COURT, B | EWBUSH | | | | | | |
| Usual resider | | | | | | | | | |
| address must I given. In the cas corporation, give | se of a | Post town | CRAWLEY | | | | | | |
| registered or pri office address. | ncipal | County / Region | WEST SUSSEX | | Postcode | RH11 8 | BUL | | |
| | | Country | ENGLAND | | Nationality | BRITIS | H | | |
| | Busines | ss occupation | COMPANY SECRETARY | | | | | | |
| | Other di | irectorships | See attached list | | | | | | |
| * Voluntary details. | | | | | | | | | |
| | | | | | | | | | |
| | Name | * Style / Title | MR | | | Day | Month | Year | |
| | | * Honours etc | | D | ate of birth | 04 | 11 | 1961 | |
| | | Forename(s) | ANDREW JOHN | | | | | | |
| Surname Previous forename(s) Previous surname(s) Address | | MIDGLEY | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | 17 BATTLEMEAD CLOSE | | | | | | | |
| Usual resider address must l | | | | | | | | | |
| given. In the cas corporation, give registered or pri | se of a e the | Post town | MAIDENHEAD | | | | | | |
| office address. | | County / Region | BERKSHIRE | | Postcode | SL6 8L | В | | |
| | | Country | ENGLAND | | Nationality | BRITIS | H | | |
| | Busines | s occupation | ACCOUNTANT | | | | | | |
| | Other di | irectorships | LONGMAN PENGUIN LIMI | TED | | | | | |
| | | | | | · | | | | |

| Directors (see notes 1-5) Please list directors in alphabetical order | | Details of new director | 's must be n | otified on form | 288a. | | | |
|--|--|--|----------------------------|-----------------|---------------|-----------|----------|------|
| | Name | * Style / Title | | | | Day | Month | Year |
| | | * Honours etc | | | Date of birth | 24 | 09 | 1964 |
| | | Foreneme(s) | JANE ELIZABETH | | | | | |
| | | Surname | POWNEY | | | | | |
| | Pre | vious forename(s) | | | | | | |
| Previous surname | | | | | | | | |
| | Address | s | 11 MENDIP CLOSE, WOR | CESTER PARK | | | | |
| | | SURREY | | · | | | | |
| Usual resides address must given. In the ca | be | Post town | | | | | | |
| corporation, giv | e the | County / Region | | | Postcode | KT4 8L | .P | |
| office address. | · | Country | ENGLAND | | = | | | |
| | Nationality | | BRITISH | | | | | |
| | Busines | ss occupation | COMPANY SECRETARY | | / | | | |
| Other directorships | | See attached list | | | | | | |
| | | | | | | | | |
| | Name | * Style / Title | MR | | | Day | Month | Voor |
| | | * Honours etc | |] | Date of birth | Day 12 | 04 | 1957 |
| | | Forename(s) | PAUL TIMOTHY BURNELL | | | | <u> </u> | |
| | | Surname | VICKERS | | | | | |
| Previous forename(s) | | | | | | | | |
| | | <u> </u> | | | | | | |
| | | Previous surname | | | | | | |
| | | Previous surname | 28 EDDISCOMBE ROAD | | | | | |
| | Address | | 28 EDDISCOMBE ROAD | | | | | |
| Usual residel | Address ntial | 5 | | | | | | |
| address must given. In the ca corporation, giv | Address ntial be se of a re the | Post town | 28 EDDISCOMBE ROAD LONDON | | | CINC | | |
| address must | Address ntial be se of a re the | Post town County / Region | LONDON | | Postcode | SW6 41 | JA | |
| address must given. In the ca corporation, giv registered or pr | Address ntial be se of a re the | Post town | | | Postcode | SW6 41 | UA | |
| address must given. In the ca corporation, giv registered or pr | Address ntial be se of a re the rincipal | Post town County / Region Country | LONDON ENGLAND BRITISH | | Postcode | SW6 4 | UA | |
| address must given. In the ca corporation, giv registered or pr | Address ntial be se of a re the rincipal Nationa Busines | Post town County / Region Country lity ss occupation | ENGLAND BRITISH SOLICITOR | | Postcode | SW6 4 | UA | |
| address must given. In the ca corporation, giv registered or pr | Address ntial be se of a re the rincipal Nationa Busines Other di | Post town County / Region Country | LONDON ENGLAND BRITISH | | Postcode | SW6 41 | UA | |

Other relevant directorships Company Number 66525 Company Name | Vera Cruz (Mexico) Railways Limited Directors Name | GOMM JOSEPHINE ELEANOR BROADMINSTER NOMINEES LIMITED † Directors only. † Other directorships **CAMERON WILLIAMS LIMITED NOTES** CRAWLEY TOWN FOOTBALL CLUB LTD Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. LONGMAN PENGUIN LIMITED Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given. - for names not used since the age of 18 or for at least 20 years MILLBANK SERVICES LIMITED (IN VOLUNTARY LIQUIDATION) A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it. PEARSON PENSION TRUST LIMITED Other directorships. THE ANALYSIS CORPORATION LIMITED Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years. WESTMINSTER PRESS (BASILDON) LIMITED You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was - dormant WESTMINSTER PRESS (BATH) LIMITED - a parent company which wholly owned the company making the return, or another wholly owned subsidiary of the same parent company. WESTMINSTER PRESS (BRADFORD) LIMITED WESTMINSTER PRESS (BRIGHTON) LIMITED WESTMINSTER PRESS (DARLINGTON) LIMITED WESTMINSTER PRESS (KENDAL) LIMITED WESTMINSTER PRESS (OXFORD) LIMITED WESTMINSTER PRESS (SWINDON) LIMITED WESTMINSTER PRESS (YORK) LIMITED WP GROUP PENSION TRUSTEES LIMITED

Other relevant directorships Company Number 66525 Company Name | Vera Cruz (Mexico) Railways Limited POWNEY JANE ELIZABETH **Directors Name** AEI SEMICONDUCTORS LTD † Directors only. † Other directorships ARROW LIMITED **NOTES** ASSOCIATED AUTOMATION LTD Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. ASSOCIATED ELECTRICAL INDUSTRIES (WOOLWICH) LTD Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given. - for names not used since the age of 18 or for at BROADMINSTER NOMINEES LIMITED A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it. F F CHRESTIEN & CO LTD Other directorships. GEC (FIFTY-FIVE) LTD Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years. GEC (FIFTY-FOUR) LTD You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was GEC (RADIO & TELEVISION) LTD a parent company which wholly owned the company making the return, or another wholly owned subsidiary of the same parent GEC (SIXTY-SIX) LTD company. GEC (SIXTY-TWO) LTD **GEC EUROPE LTD** GEC ROLLS ROYCE (POWER GENERATION) LTD LONGMAN PENGUIN LIMITED MILLBANK SERVICES LIMITED (IN VOLUNTARY LIQUIDATION) N IRELAND ELECTRICAL INDUSTRIES LIMITED PATHFINDER SAFETY SYSTEMS LTD

| | Other relevant directorships |
|---|--|
| Company Number | 66525 |
| Company Name | Vera Cruz (Mexico) Railways Limited |
| | |
| Directors Name | POWNEY JANE ELIZABETH |
| | |
| † Directors only. † Other directorships | PEARSON PENSION TRUST LIMITED |
| | THE ANALYSIS CORPORATION LIMITED |
| NOTES | THE DOTARY ENGINEERING COMPANY (TD |
| Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. | THE ROTARY ENGINEERING COMPANY LTD |
| Sive previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given. | TRANSPORTATION SYSTEMS LTD |
| for names not used since the age of 18 or for at least 20 years | WESTMINSTER PRESS (BASILDON) LIMITED |
| A peer or individual known by a title may state the title nstead of or in addition to the forenames and surname ind need not give the name by which that person was shown before he or she adopted the title or preceded to it. | WESTMINSTER PRESS (BATH) LIMITED |
| Other directorships. | WESTMINSTER PRESS (BRADFORD) LIMITED |
| Sive the name of every company incorporated in Great stritain of which the person concerned is a director or as been a director at any time in the past five years. | |
| fou may exclude a company which either is, or at all mes during the past five years when the person concerned was a director, was | WESTMINSTER PRESS (BRIGHTON) LIMITED |
| dormant | WESTMINSTER PRESS (DARLINGTON) LIMITED |
| a parent company which wholly owned the company making the return, or | |
| another wholly owned subsidiary of the same parent company. | WESTMINSTER PRESS (KENDAL) LIMITED |
| | WESTMINSTER PRESS (OXFORD) LIMITED |
| | WESTMINSTER PRESS (SWINDON) LIMITED |
| | WESTMINSTER PRESS (YORK) LIMITED |
| | |
| | WP GROUP PENSION TRUSTEES LIMITED |
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| | Other relevant directorships |
|---|---------------------------------------|
| Company Numb | er 66525 |
| Company Nam | e Vera Cruz (Mexico) Railways Limited |
| | |
| Directors Nam | e VICKERS PAUL TIMOTHY BURNELL |
| | |
| † Directors only. † Other directorships | LONGMAN PENGUIN LIMITED |
| | PEARSON PENSION TRUST LIMITED |
| NOTES | |
| Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. | WP GROUP PENSION TRUSTEES LIMITED |
| Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given. | |
| - for names not used since the age of 18 or for at least 20 years | |
| A peer or individual known by a title may state the title instead of or in addition to the forenames and sumame and need not give the name by which that person was known before he or she adopted the title or preceded to it. | |
| Other directorships. | |
| Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years. | |
| You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was | |
| - dormant | |
| a parent company which wholly owned the company making the return, or | |
| - another wholly owned subsidiary of the same parent company. | |
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| | |

| Issued share capital (see note 9) Enter details of all the shares in issue at the date of this return. | Class (e.g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share) |
|--|--|--|--|
| | OROR/ORDINARY SHA | 25,000. | £ 250,000. |
| | PRPR/PREFERENCE S | 25,000. | £ 250,000. |
| | | | |
| | Totals | 50,000. | £ 500,000.00 |
| List of past and present members (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two | There were no changes | | |
| returns. (see note 10) | | on pape | r in another format |
| | A list of changes is encl | osed | |
| | A full list of members is | enclosed X | |
| Elective resolutions (Private companies only) (See note 11) | If at the date of this retu | rn an election is in force annual general meeting | to dispense with X |
| | If at the date of this retu laying acco | rn an election is in force ounts in general meeting | to dispense with Is, mark this box |
| Certificate | I certify that the information knowledge and belief. | tion given in this return i | s true to the best of my |
| Signed | Oleman | Date | 9/3/99 |
| † Please delete as appropriate. | † a director/secretary | | |
| When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House. | This return include | (enter number) | ontinuation sheets. |
| Please give the name, address, telephone number, and if available, | JANE POWNEY, 3 BURLINGTON | GARDENS, LONDON, W1X 1LE | |
| a DX number and Exchange, for the person Companies House should contact if there is any query. | | | |
| | | Tei 0171 411 2255 | |
| | DX number | DX exchange | |



| 1 | I IST OT NAST AND NEGSONT MOMBORS |
|--|---|
| Please complete in typescript, or in bold black capitals. | Schedule to form 363a, 363b |
| Company Number | 66525 |
| Company Name in full | Vera Cruz (Mexico) Railways Limited |
| | Number of shares or amount of stock held by existing members at date of this return. Particulars of shares or stock transferred since the date of the last return (or in the case of the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members. |
| Name and address | Number or Number or Date of amount amount registration currently held Transferred of transfer Remarks |
| PEARSON MANAGEMENT SERVICES LIMITED 3 BURLINGTON GARDENS, LONDON, W1X 1LE | OROR/ORDINA RY SHA 25,000. |
| PEARSON MANAGEMENT SERVICES LIMITED 3 BURLINGTON GARDENS, LONDON, W1X 1LE | PRPR/PREFER ENCE S 24,999. |
| PEARSON NOMINEES LIMITED 3 BURLINGTON GARDENS, LONDON, W1X 1LE | PRPR/PREFER ENCE S 1. |
| | |