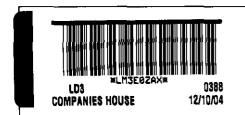


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Δ	nn	па	Re	turn
		ua		LUILI

Please compl or in bold blac	ete in typescript, ck capitals.	Annual Return
CHFP010	Company Number	444359
(Company Name in full	Britannia Airways Limited
Date of this The information o	return n in this return is made up	Day Month Year 2 7 0 9 2 0 0 4
Date of nex	t return	
late earlier tha eturn please s	make your next return to a an the anniversary of this show the date here. buse will then send a form at a time.	Day Month Year
Registered Show here the his return.	Office address at the date of	Greater London House, Hampstead Road
Any change of egistered offic		London
oe notified on 1 287.	form County / Region	
	UK Postcode	NW1 7SD
Principal bu	usiness activities	
	assification code number(s) al activity or activities.	6210
	nber cannot be determined, scription of principal	Charter Airline



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

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

Register of members If the register of members is not kept at the registered office, state here where it is kept. Post town County / Region			
Register of Debenture holders If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept. Post town County / Region			
Company type			
, , , , , ,			
Public limited company			
Private company limited by shares	<u>x</u>		
Private company limited by guarantee without share capital Private company limited by shares exempt under section 30 Private company limited by guarantee exempt under section 30 Private unlimited company with share capital Private unlimited company without share capital	Please tick the appropriate box		
Company Secretary	Details of a new company secretary must be notified on form 288a.		
(Please photocopy this area to provide details of joint			
secretaries). Forename(s * Voluntary details.	Angela		
If a partnership give Surname the names and	Russell		
addresses of the partners or the name Address	22 Bishops Close		
of the partnership and office address.			
Usual residential address must be Post town	Barnet		
given. In the case of a corporation, County / Region	Hertfordshire UK Postcode EN5 2QH		
give the registered or principal office Country address.	United Kingdom		



Please list directors in alphabetical order.		Details of new directors must be	notified on form 288a
N	ame * Style / Title		
Directors In the		Day Month Year	
case of a director that is a corporate	Date of birth	1 1 0 1 1 9 5 1	
or a Scottish firm, the name is the	Forename(s)	Keith Raymond	
corporate or firm name.	Surname	Baker	
A	ddress	38 Barford Rise	
Usual residential address must be			
given. In the case of a corporation,	Post town	Luton	
give the registered or principal office	County / Region	Bedfordshire	UK Postcode LU2 9SG
address.	Country	United Kingdom	Nationality British
	Business occupation	Director Aviation Plannin	g
* Voluntary details.			
N	ame * Style / Title		
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 1 8 0 2 1 9 5 8	
or a Scottish firm, the name is the	Forename(s)	Maurice James	
corporate or firm name.	Surname	Boyle	
Δ	ddress	New Barn, 9 Sillbury Cour	t
Usual residential address must be			
given. In the case of a corporation,	Post town	Silsoe	
give the registered or principal office	County / Region	Bedfordshire	UK Postcode MK45 4RU
address.	Country	United Kingdom	Nationality British
	Business occupation	Company Director	



Directors Please list directors in alphabetical order.		Details of new directors must be	notified on form 288a
N	ame * Style / Title		
Directors In the		Day Month Year	
case of a director that is a corporate	Date of birth	2 3 0 3 1 9 5 0	
or a Scottish firm, the name is the	Forename(s)	Helen Felicity	
corporate or firm name.	Surname	Butler	
А	ddress	22 Ridgewood Drive	
Usual residential address must be			
given. In the case of a corporation,	Post town	Harpenden	
give the registered or principal office	County / Region	Hertfordshire	UK Postcode AL5 3LE
address.	Country	England	Nationality British
	Business occupation	Company Director	
* Voluntary details.			
N	ame * Style / Title		
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 0 9 0 4 1 9 6 0	
or a Scottish firm, the name is the	Forename(s)	Nicholas James	
corporate or firm name.	Surname	Fisk	
Д	ddress	34 Orchard Road	
Usual residential address must be			
given. In the case of a corporation,	Post town	Melbourn	
give the registered or principal office	County / Region	Hertfordshire	UK Postcode SG8 6нн
address.	Country	England	Nationality British
	Business occupation	Company Director	



Directors Please list directors in alphabetical order.		Details of new directors must be	notified on form 288a
N	ame * Style / Title	[
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 1 3 0 4 1 9 4 5	
or a Scottish firm, the name is the	Forename(s)	Anthony Kevin	
corporate or firm name.	Surname	Hatton	
A	ddress	Stoke Park Farm Cottage,	London Road
Usual residential address must be			
given. In the case of a corporation,	Post town	Guildford	
give the registered or principal office	County / Region	Surrey	UK Postcode GU1 1XJ
address.	Country	England	Nationality British
	Business occupation	Company Director	
* Voluntary details.			
N	ame * Style / Title		
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 1 8 0 6 1 9 6 0	
or a Scottish firm, the name is the	Forename(s)	Robert James	
corporate or firm name.	Surname	Hussey	
A	ddress	54 Rylands Heath	
Usual residential address must be			
given. In the case of a corporation,	Post town	Luton	
give the registered or principal office	County / Region	Bedfordshire	UK Postcode LU2 8TZ
address.	Country	England	Nationality British
	Business occupation	Company Director	



Directors Please list directors in alphabetical order.		Details of new directors must be	notified on form 288a
N	lame * Style / Title	1	
Directors In the case of a director	Date of birth	Day Month Year 2 1 1 1 1 9 3 1	
that is a corporate or a Scottish firm, the name is the	Forename(s)	Robert George	
corporate or firm name.	Surname	Parker-Eaton	
Δ	ddress	1 Kiln Lane, Clophill	
Usual residential address must be			
given. In the case of a corporation,	Post town	Bedford	
give the registered or principal office	County / Region	Bedfordshire	UK Postcode MK45 4DA
address.	Country	England	Nationality British
	Business occupation	Company Director	
* Voluntary details.			
N	lame * Style / Title	Captain	
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 1 8 0 9 1 9 4 6	
or a Scottish firm, the name is the	Forename(s)	Colin	
corporate or firm name.	Surname	Sharples	
A	Address	Elm Tree Farm, Gaddesden	Row
Usual residential address must be			
given. In the case of a corporation,	Post town	Hemel Hempstead	
give the registered or principal office	County / Region	Hertfordshire	UK Postcode HP2 6HJ
address.	Country	England	Nationality British
	Business occupation	Company Director	



Please list directors in alphabetical order.		Details of new directors must be	notified on form 288a
N	lame * Style / Title		
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 1 7 1 1 1 9 5 8	
or a Scottish firm, the name is the	Forename(s)	Nicholas Howard	
corporate or firm name.	Surname	White	
A	Address	52 Barton Road	
Usual residential address must be			
given. In the case of a corporation, give the registered	Post town	Luton	
or principal office address.	County / Region	Bedfordshire	UK Postcode LU3 2BB
address.	Country	England	Nationality British
	Business occupation	Company Director	
* Voluntary details.			
N	lame * Style / Title		
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 2 0 0 8 1 9 5 1	
or a Scottish firm, the name is the	Forename(s)	Nicholas John	
corporate or firm name.	Surname	Winspear	
A	Address	64 Rock Gardens	
Usual residential address must be			
given. In the case of a corporation,	Post town	Bognor Regis	
give the registered or principal office	County / Region	West Sussex	UK Postcode PO21 2LF
address.	Country		Nationality British
	Business occupation	Pilot	



Issued share capital 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, or total amount of stock)			
ORDINARY		118,615,001	£118,615,001.00			
			- L			
	Totals	118,615,001	118,615,001.00			
List of past and present shareh (use attached schedule where appropriate) A full list is required if one was not included with either of the last two	n olders There were no changes	s in the period X on pap	er in another format			
returns.	•	A list of changes is enclosed A full list of shareholders is enclosed X				
Certificate	I certify that the inform knowledge and belief.	ation given in this return i	is true to the best of my			
Sign		Dat	e 7.10.04			
† Please delete as appropriate.	† a- directo r / secretary					
When you have signed the return send with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.	it This return inc	(enter number)	continuation sheets.			
Please give the name, address, telephonumber and, if available, a DX number		Greater London Hous	se, Hampstead Road,			
and Exchange of the person Companie House should contact if there is any qu	ery.	Tel				
Rhienrint	DX number	DX exchange				



List of past and present shareholders Schedule to form 363a

CHFP010

Company Number

1	4	Δ	3	5	C
- 4	4	4	J	J	7

Company Name in full

Britannia	Airways	Limited		

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following the incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- > List joint shareholders consecutively

	Shares or amount of stock transferred (if appropriate)		
Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Thomson Travel Group (Holdings) Limited	£1.00 ORDINARY		
Address Greater London House, Hampstead Road, London, England			
UK postcode NW1 7SD	Shares Held 118,615,001		
Name			
Address			
UK postcodeName			
Address			
UK postcode			