

019942/90  
**363a**

Please complete in typescript,  
or in bold black capitals.

## Annual Return

CHFP029

Company Number 2664542Company Name in full VIRGIN ACTIVE GROUP LIMITED

### Date of this return

The information in this return is made up to

Day Month Year  
01 / 08 / 2006

### Date of next return

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  
01 / 08 / 2007

### Registered Office

Show here the address at the date of  
this return.Active House21 North Fourth Street

Any change of  
registered office  
must be notified  
on form 287.

Post town

Milton Keynes

County / Region

Buckinghamshire

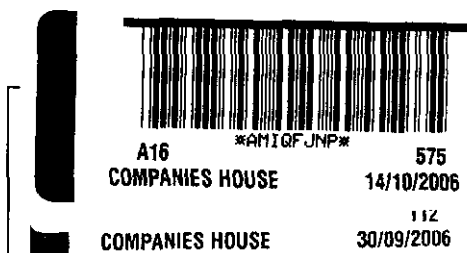
UK Postcode

MK9 1HL

### Principal business activities

Show trade classification code number(s)  
for the principal activity or activities.7415

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



Form April 2002

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

or

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

DX 235 Edinburgh  
Page 1

## Register of members

If the register of members is not kept at the registered office, state here where it is kept.

120 CAMPDEN HILL ROAD

Post town

LONDON

County/Region

UK Postcode

W 8 7 A R

## 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 here where it is kept.

120 CAMPDEN HILL ROAD

Post town

LONDON

County/Region

UK Postcode

W 8 7 A R

## Company type

Public limited company

☐

Private company limited by shares

☒

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

\* Voluntary details

(Please photocopy this area to provide details of joint secretaries).

Name

\* Style / Title

Mr

Forename(s)

Ashley John

Surname

AYLMER

Address <sup>††</sup>

23 Markham Street

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

☐

Post town

London

County/ Region

UK Postcode

S W 3 3 N P

Country

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Details of a new company secretary must be notified on form 288a.

## Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

**Directors** In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr		
		Day	Month	Year
	Date of Birth	2	4	06 / 19 60
	Forename(s)	Matthew William		
	Surname	BUCKNALL		
<input type="checkbox"/>	Address ††	The Old Rectory		
		High Street, Stoke Goldington		
	Post town	Newport Pagnell		
	County / Region	BUCKS	UK Postcode	M K 1 6 8 N P
	Country	England	Nationality	British
	Business occupation	Director		

\* Voluntary details.

**Directors** In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr		
		Day	Month	Year
	Date of Birth	3	0	04 / 19 70
	Forename(s)	Simon		
	Surname	GORDON		
<input type="checkbox"/>	Address ††	104 Salford Road		
		Apsley Guise		
	Post town	Milton Keynes		
	County / Region	Bucks	UK Postcode	M K 1 7 8 H Z
	Country		Nationality	British
	Business occupation	Finance Director		

## Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

**Directors** In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

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Name	* Style / Title	Mr	
	Day	Month	Year
Date of Birth	1 6 / 1 1 / 1 9 6 4		
Forename(s)	Patrick Charles Kingdon		
Surname	McCALL		
<input type="checkbox"/> Address ††	Bartons		
	Stoughton		
Post town	Near Chichester		
County / Region	West Sussex	UK Postcode	P O 1 8 9 J Q
Country	England	Nationality	British
Business occupation	Corporate Operations Director		

\* Voluntary details.

Name	* Style / Title	Mr	
	Day	Month	Year
Date of Birth	0 2 / 0 3 / 1 9 5 5		
Forename(s)	Peter Michael Russell		
Surname	NORRIS		
<input type="checkbox"/> Address ††	Monks Pool		
	Rectory Road, Meppershall		
Post town			
County / Region	Bedfordshire	UK Postcode	S G 1 7 5 N B
Country	England	Nationality	British
Business occupation	Self Employed		

## Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

**Directors** In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

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Name	* Style / Title	Mr	
	Day	Month	Year
Date of Birth	1	8	/ 0 8 / 1 9 6 2
Forename(s)	Mark		
Surname	POOLE		
<input type="checkbox"/> Address ††	Suite Chemin des Rayes, 27 1222 Vesenz		
Post town	Geneva		
County / Region	Switzerland	UK Postcode	
Country		Nationality	British
Business occupation	Chartered Accountant		

\* Voluntary details.

Name	* Style / Title	Mr	
	Day	Month	Year
Date of Birth	2	0	/ 0 3 / 1 9 5 7
Forename(s)	Frank Andrew		
Surname	REED		
<input type="checkbox"/> Address ††	Greatham Mill		
	Greatham		
Post town	Liss		
County / Region	Hants	UK Postcode	G U 3 3 6 H H
Country		Nationality	British
Business occupation	Director		

**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)

£0.001 A Ordinary	12433210	£	12,433.21
£0.001 B Ordinary	1262026	£	1,262.026
£0.001 C Ordinary	1853634	£	1,853.634
Totals	15548870	£	15,548.87

**List of past and present shareholders**  
(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

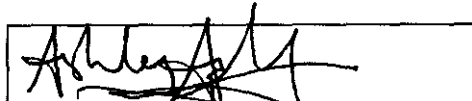
There were no changes in the period ☐

	on paper	in another format
A list of changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
A full list of shareholders is enclosed	<input checked="" type="checkbox"/>	<input type="checkbox"/>

**Certificate**

I certify that the information given in this return is true to the best of my Knowledge and belief.

Signed



Date

19/09/2006

† Please delete as appropriate.

† a director /secretary

if 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 includes  continuation sheets  
(enter number)

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

COMPANY SECRETARIAT, VIRGIN MANAGEMENT

120 Campden Hill Road, London, England, W8 7AR

Tel

DX number  DX exchange

# List of past and present shareholders

## Schedule to form 363a

CHFP029

**Company Number** 2664542

**Company Name in full** VIRGIN ACTIVE GROUP 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 incorporation;
  - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name BARFAIR LIMITED Address 120 CAMPDEN HILL ROAD, LONDON, England UK Postcode W8 7AR	£1.00 Ordinary Shs    0.00	£1.00 Ordinary Shs    2	20/09/2005
Name BRENNAN, Peter Address UK Postcode	£0.001 C Ordinary    52701		
Name Mr Matthew William BUCKNALL Address The Old Rectory, High Street, Stoke Goldington, Newport Pagnell, BUCKS, England UK Postcode MK16 8NP	£0.001 B Ordinary    585830		

## List of past and present shareholders (Continued)

Company Number 2664542

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Mr Matthew William BUCKNALL <hr/> Address The Old Rectory, High Street, Stoke <hr/> Goldington, Newport Pagnell, BUCKS, <hr/> England <hr/> UK Postcode <u>M</u> <u>K</u> <u>1</u> <u>6</u> <u>8</u> <u>N</u> <u>P</u>	£0.001 C Ordinary   600475		
Name Mr Timothy Carter <hr/> Address 6 Church Street, Olney, Bucks <hr/> <hr/> <hr/> UK Postcode <u>M</u> <u>K</u> <u>4</u> <u>6</u> <u>4</u> <u>A</u> <u>D</u>	£0.001 B Ordinary   31159		
Name Mr Timothy Carter <hr/> Address 6 Church Street, Olney, Bucks <hr/> <hr/> <hr/> UK Postcode <u>M</u> <u>K</u> <u>4</u> <u>6</u> <u>4</u> <u>A</u> <u>D</u>	£0.001 C Ordinary   31940		
Name Mr Bernardo de Vincente Lancho <hr/> Address c/Lope de Vega, 2 Portal 7, Bajo 1, Pozuelo <hr/> de Alarcon, 28223 Madrid, Spain <hr/> <hr/> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	£0.001 C Ordinary   39925		
Name Mr Steven Dick <hr/> Address 55 Foxholes Close, Deanshanger, Milton <hr/> Keynes <hr/> <hr/> UK Postcode <u>M</u> <u>K</u> <u>1</u> <u>9</u> <u>6</u> <u>H</u> <u>A</u>	£0.001 B Ordinary   15581		



## List of past and present shareholders (Continued)

Company Number 2664542

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Mr Steven Dick <hr/> Address 55 Foxholes Close, Deanshanger, Milton <hr/> Keynes <hr/> <hr/> UK Postcode    M K 1 9 6 H A	£0.001 C Ordinary   15970		
Name Mr Ross Faragher-Thomas <hr/> Address No. 2 The Barns, Old Farm House, Herne <hr/> Poplar Farm, Toddington <hr/> <hr/> UK Postcode    L U 5 L 6 H G	£0.001 C Ordinary   79850		
Name Mr Keith Gentry <hr/> Address Stonecrop Cottage, 47 High Street, <hr/> Hanslope, Milton Keynes <hr/> <hr/> UK Postcode    M K 1 9 7 L Q	£0.001 B Ordinary   15581		
Name Mr Keith Gentry <hr/> Address Stonecrop Cottage, 47 High Street, <hr/> Hanslope, Milton Keynes <hr/> <hr/> UK Postcode    M K 1 9 7 L Q	£0.001 C Ordinary   15970		
Name Mr Simon GORDON <hr/> Address 104 Salford Road, Apsley Guise, Milton <hr/> Keynes, Bucks <hr/> <hr/> UK Postcode    M K 1 7 8 H Z	£0.001 B Ordinary   380166		

## List of past and present shareholders (Continued)

Company Number 2664542

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Mr Simon GORDON <hr/> Address 104 Salford Road, Apsley Guise, Milton <hr/> Keynes, Bucks <hr/> UK Postcode    M K 1 7 8 H Z	£0.001 C Ordinary   389670		
Name KNIGHT, Terrence Victor <hr/> Address 12 March Meadow, Wavendon Gate, Milton <hr/> Keynes, MK7 7TB, England & Wales <hr/> UK Postcode    L L L L L L L	£0.001 B Ordinary   62322		
Name KNIGHT, Terrence Victor <hr/> Address 12 March Meadow, Wavendon Gate, Milton <hr/> Keynes, MK7 7TB, England & Wales <hr/> UK Postcode    L L L L L L L	£0.001 C Ordinary   63880		
Name Mr Patrick Charles Kingdon McCALL <hr/> Address Bartons, Stoughton, Near Chichester, West <hr/> Sussex, England <hr/> UK Postcode    P O 1 8 9 J Q	£0.001 A Ordinary   25541		
Name Mr Matthew Merrick <hr/> Address 54 Clarence Road, Stony Stratford, Milton <hr/> Keynes <hr/> UK Postcode    M K 1 1 1 J D	£0.001 B Ordinary   15581		

## List of past and present shareholders (Continued)

Company Number 2664542

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Mr Matthew Merrick <hr/> Address 54 Clarence Road, Stony Stratford, Milton <hr/> Keynes <hr/> UK Postcode    M K 1 1 1 J D	£0.001 C Ordinary  15970		
Name Mr Stephen Thomas Matthew MURPHY <hr/> Address 1 Rue du Cloitre, 1204 Geneva, Switzerland <hr/> <hr/> <hr/> UK Postcode    L L L L L L L	£0.001 A Ordinary  210140		
Name NICHOLAS, Annie <hr/> Address The Stables, Deanshanger Road, Wickham, <hr/> Milton Keynes, MK19 6BS, England & Wales <hr/> <hr/> UK Postcode    L L L L L L L	£0.001 B Ordinary  155806		
Name NICHOLAS, Annie <hr/> Address The Stables, Deanshanger Road, Wickham, <hr/> Milton Keynes, MK19 6BS, England & Wales <hr/> <hr/> UK Postcode    L L L L L L L	£0.001 C Ordinary  159701		
Name Mr Peter Michael Russell NORRIS <hr/> Address Monks Pool, Rectory Road, Meppershall, <hr/> Bedfordshire, England <hr/> <hr/> UK Postcode    S G 1 7 5 N B	£0.001 C Ordinary  15970		

## List of past and present shareholders (Continued)

Company Number 2664542

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Mr Mark POOLE <hr/> Address Suite Chemin des Rayes, 27 1222 Vesenz, 25541 Geneva, Switzerland <hr/> UK Postcode L L L L L L L	£0.001 A Ordinary  25541		
Name Mr Frank Andrew REED <hr/> Address 133 Compass House, Riverside West, 266209 London <hr/> UK Postcode S W 1 8 1 D B	£0.001 C Ordinary  266209		
Name Luca Valotta <hr/> Address Strada Vecchia per Pisano 7D, 28010 105403 Colazza, Novara, Italy <hr/> UK Postcode L L L L L L L	£0.001 C Ordinary  105403		
Name VIRGIN LEISURE LIMITED <hr/> Address 120 CAMPDEN HILL ROAD, LONDON, 12171988 England <hr/> UK Postcode W 8 L L 7 A R	£0.001 A Ordinary  12171988	£0.001 A Ordinary  210140	23/12/2005
Name VIRGIN LEISURE LIMITED <hr/> Address 120 CAMPDEN HILL ROAD, LONDON, 0.00 England <hr/> UK Postcode W 8 L L 7 A R	£1.00 Ordinary Shs  0.00	£0.001 A Ordinary  2	25/11/2005