



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **VIRGIN ACTIVE GROUP LIMITED**

Company Number: **02664542**

Date of this return: **08/01/2012**

SIC codes: **70100**

Company Type: **Private company limited by shares**

Situation of Registered Office: **ACTIVE HOUSE 21 NORTH FOURTH STREET
MILTON KEYNES, BUCKINGHAMSHIRE
ENGLAND
ENGLAND
MK9 1HL**

Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

THE SCHOOL HOUSE 50 BROOK GREEN
HAMMERSMITH
LONDON
UNITED KINGDOM
W6 7RR

The following records have moved to the single alternative inspection location:

Register of members (section 114)
Register of directors (section 162)
Register of secretaries (section 275)
Records of resolutions and meetings (section 358)

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR ASHLEY JOHN**

Surname: **AYLMER**

Former names:

Service Address: **ACTIVE HOUSE 21 NORTH FOURTH STREET
MILTON KEYNES, BUCKINGHAMSHIRE
ENGLAND
ENGLAND
MK9 1HL**

Company Director ***I***

Type: **Person**

Full forename(s): **MR MATTHEW WILLIAM**

Surname: **BUCKNALL**

Former names:

Service Address: **ACTIVE HOUSE 21 NORTH FOURTH STREET
MILTON KEYNES, BUCKINGHAMSHIRE
ENGLAND
ENGLAND
MK9 1HL**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **24/06/1960**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Company Director 2

Type: **Person**

Full forename(s): **NORMAN MARK**

Surname: **FIELD**

Former names:

Service Address: **ACTIVE HOUSE 21 NORTH FOURTH STREET
MILTON KEYNES, BUCKINGHAMSHIRE
ENGLAND
ENGLAND
MK9 1HL**

Country/State Usually Resident: **SOUTH AFRICA**

Date of Birth: **21/03/1970**

Nationality: **SOUTH AFRICAN**

Occupation: **DIRECTOR**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	12433210
		<i>Aggregate nominal value</i>	12433.21
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE A ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) THEY HAVE RIGHTS WHICH ARE SUBORDINATE TO THOSE OF THE D ORDINARY AND C ORDINARY SHARES, IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION

Class of shares	C ORDINARY	<i>Number allotted</i>	1773784
		<i>Aggregate nominal value</i>	1773.784
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE C ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) THEY HAVE RIGHTS WHICH ARE SUBORDINATE TO THOSE OF THE D ORDINARY SHARES, IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	D ORDINARY	<i>Number allotted</i>	1934481
		<i>Aggregate nominal value</i>	1934.481
<i>Currency</i>	GBP	<i>Amount paid per share</i>	2.755835
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE D ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) THEY HAVE RIGHTS WHICH ARE SENIOR TO THOSE OF THE A ORDINARY AND C ORDINARY SHARES, IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	D ORDINARY	<i>Number allotted</i>	26927
		<i>Aggregate nominal value</i>	26.927
<i>Currency</i>	GBP	<i>Amount paid per share</i>	5.602533
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE D ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) THEY HAVE RIGHTS WHICH ARE SENIOR TO THOSE OF THE A ORDINARY AND C ORDINARY SHARES, IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of shares	DEFERRED	<i>Number allotted</i>	1184123
		<i>Aggregate nominal value</i>	1184.123
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE DEFERRED SHARES HAVE NO RIGHT TO A DIVIDEND. ON A CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) THE HOLDERS OF THE DEFERRED SHARES HAVE THE RIGHT TO RECEIVE 1P FOR ALL DEFERRED SHARES IN ISSUE. THE DEFERRED SHARES CARRY NO RIGHT TO VOTE. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	17352525
		<i>Total aggregate nominal value</i>	17352.525

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 08/01/2012 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

Shareholding 1 : 12433210 A ORDINARY shares held as at the date of this return
Name: ACTIVEBIDCO LIMITED

Shareholding 2 : 0 A ORDINARY shares held as at the date of this return
25541 shares transferred on 2011-10-18
Name: PATRICK CHARLES KINGDON MCCALL

Shareholding 3 : 0 A ORDINARY shares held as at the date of this return
25541 shares transferred on 2011-10-20

Name: MARK POOLE

Shareholding 4 : 0 A ORDINARY shares held as at the date of this return
12171988 shares transferred on 2011-10-20

Name: VIRGIN HEALTH CLUBS HOLDINGS LIMITED

Shareholding 5 : 0 A ORDINARY shares held as at the date of this return
210140 shares transferred on 2011-10-20

Name: VIRGIN LEISURE LIMITED

Shareholding 6 : 0 B ORDINARY shares held as at the date of this return
7791 shares transferred on 2011-08-30

Name: PETER BRENNAN

Shareholding 7 : 1773784 C ORDINARY shares held as at the date of this return
Name: ACTIVEBIDCO LIMITED

Shareholding 8 : 0 C ORDINARY shares held as at the date of this return
25422 shares transferred on 2011-08-30
27279 shares transferred on 2011-10-20

Name: PETER BRENNAN

Shareholding 9 : 0 C ORDINARY shares held as at the date of this return
31940 shares transferred on 2011-10-20

Name: TIMOTHY CARTER

Shareholding 10 : 0 C ORDINARY shares held as at the date of this return
39925 shares transferred on 2011-10-20

Name: BERNARDO DE VINCENTE LANCHO

Shareholding 11 : 0 C ORDINARY shares held as at the date of this return
15970 shares transferred on 2011-10-20

Name: STEVEN DICK

Shareholding 12 : 0 C ORDINARY shares held as at the date of this return
79850 shares transferred on 2011-10-20

Name: ROSS ANDREW FARAGHER-THOMAS

Shareholding 13 : 0 C ORDINARY shares held as at the date of this return
266209 shares transferred on 2011-10-20

Name: FRANK ANDREW REED AND MATTHEW WILLIAM BUCKNALL

Shareholding 14 : 0 C ORDINARY shares held as at the date of this return
132488 shares transferred on 2011-10-20

Name: SIMON GORDON

Shareholding 15 : 0 C ORDINARY shares held as at the date of this return
34716 shares transferred on 2011-09-23

Name: HCH&F HOLDINGS LIMITED

Shareholding 16 : 0 C ORDINARY shares held as at the date of this return
63880 shares transferred on 2011-10-20

Name: TERRENCE VICTOR KNIGHT

Shareholding 17 : 0 C ORDINARY shares held as at the date of this return
600475 shares transferred on 2011-10-20

Name: MATTHEW WILLIAM BUCKNALL AND SALLY ANNE BUCKNALL

Shareholding 18 : 0 C ORDINARY shares held as at the date of this return
15970 shares transferred on 2011-10-20

Name: MATTHEW GRAHAM MERRICK

Shareholding 19 : 0 C ORDINARY shares held as at the date of this return
79851 shares transferred on 2011-10-20

Name: ANNIE NICHOLAS

Shareholding 20 : 0 C ORDINARY shares held as at the date of this return
15970 shares transferred on 2011-10-20

Name: PETER MICHAEL RUSSELL NORRIS

Shareholding 21 : 0 C ORDINARY shares held as at the date of this return
105403 shares transferred on 2011-10-20

Name: LUCA VALOTTA

Shareholding 22 : 0 C ORDINARY shares held as at the date of this return
263858 shares transferred on 2011-10-20

Name: VIRGIN HEALTH CLUBS HOLDINGS LIMITED

Shareholding 23 : 1961408 D ORDINARY shares held as at the date of this return
Name: ACTIVEBIDCO LIMITED

Shareholding 24 : 0 D ORDINARY shares held as at the date of this return
1961408 shares transferred on 2011-09-23

Name: HCH&F HOLDINGS LIMITED

Shareholding 25 : 1184123 DEFERRED shares held as at the date of this return
Name: ACTIVEBIDCO LIMITED

Shareholding 26 : 0 DEFERRED shares held as at the date of this return
585830 shares transferred on 2011-11-18
Name: MATTHEW WILLIAM BUCKNALL

Shareholding 27 : 0 DEFERRED shares held as at the date of this return
31159 shares transferred on 2011-11-18
Name: TIMOTHY CARTER

Shareholding 28 : 0 DEFERRED shares held as at the date of this return
15581 shares transferred on 2011-11-18
Name: STEVEN DICK

Shareholding 29 : 0 DEFERRED shares held as at the date of this return
51317 shares transferred on 2011-11-18
Name: HCH&F HOLDINGS LIMITED

Shareholding 30 : 0 DEFERRED shares held as at the date of this return
62322 shares transferred on 2011-11-18
Name: TERRENCE VICTOR KNIGHT

Shareholding 31 : 0 DEFERRED shares held as at the date of this return
15581 shares transferred on 2011-11-18
Name: MATTHEW GRAHAM MERRICK

Shareholding 32 : 0 DEFERRED shares held as at the date of this return
77903 shares transferred on 2011-11-18
Name: ANNIE NICHOLAS

Shareholding 33 : 0 DEFERRED shares held as at the date of this return
344430 shares transferred on 2011-10-20
Name: VIRGIN HEALTH CLUBS HOLDINGS LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

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