



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



Received for filing in Electronic Format on the: **04/02/2011**

XOMBTRDF

*Company Name:* **VIRGIN ACTIVE GROUP LIMITED**

*Company Number:* **02664542**

*Date of this return:* **08/01/2011**

*SIC codes:* **7415**

*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

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*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)

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## 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**

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## *Company Director 1*

Type: **Person**  
Full forename(s): **MR ROY CECIL**

Surname: **ANDERSEN**

Former names:

*Service Address recorded as Company's registered office*

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

*Date of Birth:* **12/05/1948** *Nationality:* **SOUTH AFRICAN**

*Occupation:* **CHAIRMAN OF COMPANIES**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **RICHARD ANDREW**

*Surname:* **BAKER**

*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:* **06/08/1962** *Nationality:* **BRITISH**

*Occupation:* **COMPANY DIRECTOR**

*Company Director*    **3**

*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* 4

*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:* **MANAGING DIRECTOR**

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## *Company Director* 5

*Type:* **Person**  
*Full forename(s):* MR PATRICK ADAM CHARLES

*Surname:* FOX

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:* UNITED KINGDOM

*Date of Birth:* 28/08/1958 *Nationality:* BRITISH

*Occupation:* DIRECTOR

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## *Company Director* 6

*Type:* **Person**  
*Full forename(s):* MICHAEL CHARLES

*Surname:* GARLAND

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:* UNITED KINGDOM

*Date of Birth:* 09/04/1957 *Nationality:* BRITISH

*Occupation:* DIRECTOR

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*Company Director*    7

*Type:*                                **Person**  
*Full forename(s):*                **MS KAREN ELISABETH DIND**

*Surname:*                         **JONES**

*Former names:*

*Service Address:*                **THE MOUND  
EDINBURGH  
SCOTLAND  
SCOTLAND  
EH1 1YZ**

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

*Date of Birth:*    **29/07/1956**                                *Nationality:*    **BRITISH**

*Occupation:*    **COMPANY DIRECTOR**



*Company Director* 8

*Type:* **Person**

*Full forename(s):* **MR PATRICK CHARLES KINGDON**

*Surname:* **MCCALL**

*Former names:*

*Service Address:* **THE SCHOOL HOUSE 50 BROOK GREEN  
HAMMERSMITH  
LONDON  
UNITED KINGDOM  
W6 7RR**

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

*Date of Birth:* **16/11/1964** *Nationality:* **BRITISH**

*Occupation:* **CORPORATE OPERATIONS  
DIRECTOR**

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*Company Director* 9

*Type:* **Person**  
*Full forename(s):* **MR STEPHEN THOMAS MATTHEW**

*Surname:* **MURPHY**

*Former names:*

*Service Address:* **7TH FLOOR  
13-15 COURS DE RIVE  
GENEVA  
SWITZERLAND  
1204**

*Country/State Usually Resident:* **SWITZERLAND**

*Date of Birth:* **23/08/1956** *Nationality:* **BRITISH**

*Occupation:* **ACCOUNTANT**

*Company Director*    **10**

*Type:*                            **Person**  
*Full forename(s):*            **MR MARK**

*Surname:*                      **POOLE**

*Former names:*

*Service Address:*            **7TH FLOOR  
13-15 COURS DE RIVE  
GENEVA  
SWITZERLAND  
1204**

*Country/State Usually Resident:*    **SWITZERLAND**

*Date of Birth:*    **18/08/1962**                            *Nationality:*    **BRITISH**  
*Occupation:*    **CHARTERED ACCOUNTANT**

## Statement of Capital (Share Capital)

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

### *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

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

### *Prescribed particulars*

THE B ORDINARY SHARES DO NOT CONFER ANY VOTING RIGHTS OR RIGHTS TO DIVIDEND. ON A RETURN OF CAPITAL (INCLUDING ON WINDING UP) THEY HAVE RIGHTS TO RECEIVE A TOTAL OF 1P FOR ALL B ORDINARY SHARES THEN IN ISSUE. THEY HAVE RIGHTS OF CONVERSION IN ACCORDANCE WITH THE PROVISIONS OF THE ARTICLES OF ASSOCIATION BUT DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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

### *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.

<b>Class of shares</b>	<b>D ORDINARY</b>	<i>Number allotted</i>	<b>26927</b>
		<i>Aggregate nominal value</i>	<b>26.927</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.001</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*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.

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

*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.

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## Statement of Capital (Totals)

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

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 08/01/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for a private or non-traded public company are shown below*

*Shareholding 1* : 25541 A ORDINARY shares held as at 2011-01-08  
*Name:* PATRICK CHARLES KINGDON MCCALL

*Shareholding 2* : 25541 A ORDINARY shares held as at 2011-01-08  
*Name:* MARK POOLE

*Shareholding 3* : 12171988 A ORDINARY shares held as at 2011-01-08  
*Name:* VIRGIN HEALTH CLUBS HOLDINGS LIMITED

*Shareholding 4* : **210140 A ORDINARY shares held as at 2011-01-08**  
*Name:* **VIRGIN LEISURE LIMITED**

*Shareholding 5* : **7791 B ORDINARY shares held as at 2011-01-08**  
*Name:* **PETER BRENNAN**

*Shareholding 6* : **585830 B ORDINARY shares held as at 2011-01-08**  
*Name:* **MATTHEW WILLIAM BUCKNALL**

*Shareholding 7* : **31159 B ORDINARY shares held as at 2011-01-08**  
*Name:* **TIMOTHY CARTER**

*Shareholding 8* : **15581 B ORDINARY shares held as at 2011-01-08**  
*Name:* **STEVEN DICK**

*Shareholding 9* : **51317 B ORDINARY shares held as at 2011-01-08**  
*Name:* **HCH&F HOLDINGS LIMITED**

*Shareholding 10* : **62322 B ORDINARY shares held as at 2011-01-08**  
*Name:* **TERRENCE VICTOR KNIGHT**

*Shareholding 11* : **15581 B ORDINARY shares held as at 2011-01-08**  
*Name:* **MATTHEW MERRICK**

*Shareholding 12* : **77903 B ORDINARY shares held as at 2011-01-08**  
*Name:* **ANNIE NICHOLAS**

*Shareholding 13* : **336639 B ORDINARY shares held as at 2011-01-08**  
*Name:* **VIRGIN HEALTH CLUBS HOLDINGS LIMITED**

*Shareholding 14* : **52701 C ORDINARY shares held as at 2011-01-08**  
*Name:* **PETER BRENNAN**

*Shareholding 15* : **31940 C ORDINARY shares held as at 2011-01-08**  
*Name:* **TIMOTHY CARTER**

*Shareholding 16* : **39925 C ORDINARY shares held as at 2011-01-08**  
*Name:* **BERNARDO DE VINCENTE LANCHO**

*Shareholding 17* : **15970 C ORDINARY shares held as at 2011-01-08**  
*Name:* **STEVEN DICK**

*Shareholding 18* : **79850 C ORDINARY shares held as at 2011-01-08**  
*Name:* **ROSS ANDREW FARAGHER-THOMAS**

*Shareholding 19* : 266209 C ORDINARY shares held as at 2011-01-08  
*Name:* FRANK ANDREW REED AND MATTHEW WILLIAM BUCKNALL

*Shareholding 20* : 132488 C ORDINARY shares held as at 2011-01-08  
*Name:* SIMON GORDON

*Shareholding 21* : 34716 C ORDINARY shares held as at 2011-01-08  
*Name:* HCH&F HOLDINGS LIMITED

*Shareholding 22* : 63880 C ORDINARY shares held as at 2011-01-08  
*Name:* TERRENCE VICTOR KNIGHT

*Shareholding 23* : 600475 C ORDINARY shares held as at 2011-01-08  
*Name:* MATTHEW WILLIAM BUCKNALL AND SALLY ANNE BUCKNALL

*Shareholding 24* : 15970 C ORDINARY shares held as at 2011-01-08  
*Name:* MATTHEW MERRICK

*Shareholding 25* : 79851 C ORDINARY shares held as at 2011-01-08  
*Name:* ANNIE NICHOLAS

*Shareholding 26* : 15970 C ORDINARY shares held as at 2011-01-08  
*Name:* PETER MICHAEL RUSSELL NORRIS

*Shareholding 27* : 105403 C ORDINARY shares held as at 2011-01-08  
*Name:* LUCA VALOTTA

*Shareholding 28* : 238436 C ORDINARY shares held as at 2011-01-08  
*Name:* VIRGIN HEALTH CLUBS HOLDINGS LIMITED

*Shareholding 29* : 1961408 D ORDINARY shares held as at 2011-01-08  
*Name:* HCH&F HOLDINGS LIMITED

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### *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

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