

Please complete in typescript, or in bold black capitals.

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363a

Annual Return

Com	panv	Numbe	r
~~			-

2664542

Company Name in full

VIRGIN ATLANT	IC LEISUREWEAR L	IMITED	
			<u> </u>



Date of this return (See note 1)
The information in this return is made up to

Day	Month	Year
31	12	1997

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
31	12	1998

Registered Office(See note 3)
Show here the address at the date of this return.

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

Post town

County / Region

Postcode

W8 7AR

120 CAMPDEN HILL ROAD

LONDON

Principal business activities

(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.

5261			
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When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 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 m	mbers is not	kept at the						
registered office, sta	ate here whe	ere it is kept.						
		Post town						
	Co	unty / Region				Postcode		
		, , , , , , , , , , , , , , , , , , ,						
Register of D (See note 6) If there is a register	of debenture	e holders						
and it is not kept at state here where it i	tne registere s kept.	ed office,						
		Post town						
	Co	unty / Region				Postcode		
Company typ)e (See note	e 7)						
Public limited company	y		_]				
Private company limite	ed by shares		X					
Private company limite share capital	ed by guarante	ee without						
Private company limite section 30	ed by shares e	exempt under		Pleas	se mark the a	appropriate box	(
Private company limite under section 30	ed by guarante	ee exempt				,, ,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Private unlimited comp	oany with shar	re capital						
Private unlimited comp	oany without s	hare capital						
Company Se	cretary _{(s}	ee notes 1-5)	Details of a new	compan	y secretary :	must be notifi	ed on form	ı 288a.
	Name	* Style / Title	MR			*Honours etc		
details of joint secretaries).		Forename(s)	ANDREW RAYMON	ND				
		Surname	AVANN					
* Voluntary details.	Previous	s forename(s)						
	Previou	ıs surname(s)						
	Address		FARTHINGS					
Usual residenti	ial		11 BELL COURT					
address _{must} be given. In the case		Post town	HURLEY					
corporation, give t registered or princ office address.	he	ounty / Region	BERKS.			Postcode	SL6 5NA	
onice address.		Country				<u>, </u>		

Directors (see notes 1 to 5) Please list directors in alphabetical order.			Details of new directors must be notified on form 288a						
l }	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc		D D	ate of birth	18	07	1950	
·		Forename(s)	RICHARD CHARLES NICH	IOLAS					
		Surname	BRANSON						
	Pre	vious forename(s)							
	Pre	evious surname(s)							
	Address	5	9 HOLLAND PARK						
Usual residen									
address must be given. In the case corporation, give	e of a	Post town	LONDON						
registered or prii office address.	ncipal	County / Region			Postcode	W11	W11		
		Country			Nationality	BRITISH			
	Busines	ss occupation	COMPANY DIRECTOR	apar de la companya della companya de la companya de la companya della companya d		<u> </u>			
	Other d	irectorships	See attached list						
* Voluntary details.									
	Name	* Style / Title	MR]		Day	Month	Year	
		* Honours etc		j D	ate of birth	23	08	1956	
		Forename(s)	STEPHEN THOMAS MATTHEW						
		Surname	MURPHY						
	Pre	vious forename(s)							
	Pre	evious surname(s)		·····					
	Addres	s	27 PILGRIM'S LANE						
Usual resider address must i			HAMPSTEAD						
given. In the cas	se of a e the	Post town	LONDON						
registered or pri office address.	ncipal	County / Region			Postcode	NW3			
		Country	ENGLAND		Nationality	BRITIS	SH		
	Busines	ss occupation	ACCOUNTANT		,				
	Other d	irectorships	See attached list						

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED **BRANSON RICHARD CHARLES NICHOLAS Directors Name** 122 WIGMORE STREET LIMITED † Other directorships + Directors only. AIR CARGO PARTNERS LIMITED NOTES AVIDBUILD LIMITED 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. **BINIBELLA LIMITED** Give previous forenames or sumame(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 **BLACKSHEEP LIMITED** 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 BLANC RESTAURANTS LIMITED Other directorships. CAIRNLINE 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. **CAMPDEN SECURITIES 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 CAROLINE INTERNATIONAL LIMITED - dormant - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent **CINEMA HOLDINGS LIMITED** company. **CLAYWEST LIMITED** COUNCIL OF MANAGEMENT OF CHARITY PROJECTS LIMITED **CPV-TV HOLDINGS LIMITED CPV-TV LIMITED CRAWLEY BUSINESS QUARTER LIMITED DESIGNCHASE LIMITED**

FRANESS LIMITED

Other relevant directorships

ı ,	Company Number	2664542				
·	Company Name	VIRGIN ATLANTIC LEISUREWEAR LIMITED				
	Directors Name	BRANSON RICHARD CHARLES NICHOLAS				
Directors only.	† Other directorships	G.S.A. WORLDWIDE LIMITED				
		GALLERY CINEMAS LIMITED				
NOTES		GALLERY HOLDINGS LIMITED				
r secretary is a corporatio	IOT INITIALS. If the director n or Scottish firm, show the registered or principal office	GALLERY HOLDINGS LIWITED				
n the usual residential line Sive previous forenames o	9.	GLOBAL CIRCUMNAVIGATION LIMITED				
for a married woman, the known before marriage n	name by which she was					
for names not used since least 20 years		HEALTHCARE FOUNDATION (MARKETING) LIMITED				
nstead of or in addition to and need not give the nam	by a title may state the title the forenames and surname e by which that person was opted the title or preceded	HEAVEN LIMITED				
Other directors	ships.	ISISFINE LIMITED				
Give the name of every co	mpany incorporated in Great concerned is a director or					
ou may exclude a compa imes during the past five y	time in the past five years. any which either is, or at all rears when the person	JUNOPART LIMITED				
concerned was a director, dormant	was	LONDON BRONCOS LIMITED				
a parent company which making the return, or	wholly owned the company					
-	bsidiary of the same parent	METCROFT LIMITED				
		MOWBURY LIMITED				
		NECKER ISLAND (BVI) LIMITED				
		NEW MEDIA SOLUTIONS LIMITED				
		RAPIDO TV LIMITED				
		RODNEY FITCH AND COMPANY LIMITED				
		ROOF GARDENS INC.				
		ROSETAPE LIMITED				

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED Directors Name | BRANSON RICHARD CHARLES NICHOLAS ROUTE BUILDERS LIMITED † Directors only. † Other directorships SHOWROUTE LIMITED NOTES SLOUGH MOVIE CENTRE LIMITED 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. SPEED 3961 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 SPEED 5024 LIMITED 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. STORM MODEL MANAGEMENT INTERNATIONAL LIMITED Other directorships. STORM MODEL MANAGEMENT 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. SYNTHAXE 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 THE LOTTERY FOUNDATION - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent THE VIRGIN CLOTHING COMPANY LIMITED THE VIRGIN COLA COMPANY LIMITED THE VIRGIN HEALTHCARE FOUNDATION LIMITED THE VIRGIN TRADING COMPANY LIMITED TICKSIDE COMMUNICATIONS LIMITED U K 2000 LIMITED **UK LOTTERIES LIMITED**

V ENTERTAINMENT GROUP LIMITED

Other relevant directorships Company Number 2664542 VIRGIN ATLANTIC LEISUREWEAR LIMITED **Company Name** BRANSON RICHARD CHARLES NICHOLAS **Directors Name** V2 MUSIC (HOLDINGS) LIMITED † Other directorships + Directors only. V2 MUSIC GROUP LIMITED V2 MUSIC LIMITED 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. V2 MUSIC PUBLISHING (HOLDINGS) 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 V2 MUSIC PUBLISHING 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 VANSON DEVELOPMENTS LIMITED Other directorships. **VANSON HOTELS 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. VC ELITE PICTURE THEATRE (NOTTINGHAM) 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 VC ESTATES LIMITED a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent VC EXHIBITION LIMITED VC FINANCE LIMITED **VDL HOLDINGS LIMITED** VINTAGE AIRLINES LIMITED VIRGAIR LIMITED

VIRGIN AERONAUTICS LIMITED

VIRGIN AEROSTATION LIMITED

VIRGIN AFRICAN AIRWAYS LIMITED

NOTES

least 20 years

company.

	Other relevant directorships					
Company Number	2664542					
Company Name	VIRGIN ATLANTIC LEISUREWEAR LIMITED					
Directors Name	BRANSON RICHARD CHARLES NICHOLAS					
† Directors only. † Other directorships	VIRGIN AIRSHIP AND BALLOON COMPANY LIMITED					
	VIRGIN ATLANTIC AIRWAYS LIMITED					
NOTES	VIRGIN ATLANTIC CONSOL LIMITED					
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surmame line and registered or principal office	VINORATEARNO OCASOL LIMITED					
on the usual residential line. Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	VIRGIN ATLANTIC ENGINEERING LIMITED					
- for names not used since the age of 18 or for at least 20 years	VIRGIN AVIATION SERVICES 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.	VIRGIN BALLOON FLIGHTS LIMITED					
Other directorships.	VIRGIN BRIDE 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.						
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	VIRGIN BROADCASTING LIMITED					
- dormant	VIRGIN CAR LEASING LIMITED					
- a parent company which wholly owned the company making the return, or						
 another wholly owned subsidiary of the same parent company. 	VIRGIN CINEMA PROPERTIES LIMITED					
	VIRGIN CINEMAS GROUP LIMITED					
	VIRGIN CINEMAS HOLDINGS LIMITED					
	VIRGIN CINEMAS LIMITED					
	VIRGIN CLUBS LIMITED					
	VIRGIN DEVELOPMENTS LIMITED					
	VIRGIN DIGITAL STUDIOS INTERNATIONAL LIMITED					
	VIRGIN DIGITAL STUDIOS LIMITED					

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED **BRANSON RICHARD CHARLES NICHOLAS Directors Name** VIRGIN DIRECT (2) LIMITED † Other directorships † Directors only. VIRGIN DIRECT LIFE LIMITED NOTES VIRGIN DIRECT LIMITED 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. VIRGIN DIRECT MANAGEMENT SERVICES 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 VIRGIN DIRECT NOMINEES LIMITED 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 VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED Other directorships. VIRGIN DIRECT UNIT TRUST MANAGERS 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. VIRGIN ENTERPRISES 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 VIRGIN ENTERTAINMENT ASIA LIMITED - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent VIRGIN ENTERTAINMENT EUROPE LIMITED company. VIRGIN EXECUTIVE AVIATION LIMITED VIRGIN EXECUTIVE JETS LIMITED VIRGIN EXPRESS HOLDINGS PLC VIRGIN EXPRESS INVESTMENTS LIMITED VIRGIN FREEWAY LIMITED VIRGIN GROUP LIMITED

VIRGIN HELICOPTERS LIMITED

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED **BRANSON RICHARD CHARLES NICHOLAS Directors Name** VIRGIN HOLIDAYS LIMITED † Other directorships † Directors only. VIRGIN HOTELS GROUP LIMITED NOTES **VIRGIN HOTELS LIMITED** 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. VIRGIN INTERACTIVE ENTERTAINMENT (EUROPE) 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 VIRGIN INTERACTIVE ENTERTAINMENT (HOLDINGS) 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 VIRGIN INTERACTIVE ENTERTAINMENT LTD Other directorships. VIRGIN MANAGEMENT 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. VIRGIN MEGASTORE HOLDINGS 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 VIRGIN MERCHANDISING LIMITED a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent VIRGIN NET LIMITED VIRGIN PROJECTS LIMITED VIRGIN PUBLISHING LIMITED VIRGIN RADIO HOLDINGS LIMITED VIRGIN RAIL GROUP LIMITED VIRGIN RETAIL EUROPE LIMITED VIRGIN RETAIL GROUP LIMITED

VIRGIN RETAIL LIMITED

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED **BRANSON RICHARD CHARLES NICHOLAS Directors Name** VIRGIN SE CINEMAS LIMITED † Other directorships VIRGIN SPIRITS LIMITED VIRGIN SPRING LIMITED 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. VIRGIN TELEVISION INVESTMENTS 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 VIRGIN TRAVEL GROUP LIMITED 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 VIRGIN TRAVEL INVESTMENTS LIMITED Other directorships. VIRGIN ULTIMATE 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. VIRGIN VIE 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 **VIRGIN VOUCHERS LIMITED** - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent VIRGIN VOYAGER LIMITED VIRGIN WATER LIMITED VIRGLEASE LIMITED VIROTHERM LABORATORIES LIMITED **VOLTAPLACE LIMITED**

VOYAGER GROUP LIMITED

VOYAGER INVESTMENTS LIMITED

VOYAGER NOMINEES LIMITED

† Directors only.

NOTES

least 20 years

company.

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED BRANSON RICHARD CHARLES NICHOLAS **Directors Name** WHALLEN & CO. PLC † Other directorships † Directors only. 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 registerial line. on the usual residential line. 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 surname 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 - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent company

	Other relevant directorships
Company Number	2664542
Company Name	VIRGIN ATLANTIC LEISUREWEAR LIMITED
Directors Name	MURPHY STEPHEN THOMAS MATTHEW
Directors only. † Other directorships	2ND VIRGIN WESTERN LIMITED
	A & R SCOTT LIMITED
NOTES Show the full forenames, NOT INITIALS. If the director	CLINIC GROUP LIMITED
or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. Che provious forenames or sumame(s) except	DAISYFIELD LIMITED
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	FELIX CATFOOD LIMITED
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.	FELIX PET FOODS LIMITED
Other directorships.	GATORADE 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. You may exclude a company which either is, or at all	ŁONDON & CONTINENTAL RAILWAYS LIMITED
times during the past five years when the person concerned was a director, was - dormant	LONDON BRONCOS LIMITED
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidiary of the same parent company. 	METCROFT LIMITED
	PHOENIX FIRE INHIBITOR LIMITED
	QUAKER OATS LIMITED
	QUELDALE LIMITED
	RHINEFIELD TIME SHARE LIMITED
	RHINEFIELD TIME SHARE MANAGEMENT LIMITED
	SHOWROUTE LIMITED
	CVANTHAVE LIMITED

Other relevant directorships Company Number 2664542 Company Name VIRGIN ATLANTIC LEISUREWEAR LIMITED MURPHY STEPHEN THOMAS MATTHEW **Directors Name** THE PROJECT CONSULTANCY LIMITED † Other directorships † Directors only. THE VIRGIN CLOTHING COMPANY LIMITED NOTES THE VIRGIN TRADING GROUP LIMITED Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on sumame line and registered or principal office on the usual residential line. V2 MUSIC (HOLDINGS) 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 V2 MUSIC PUBLISHING (HOLDINGS) LIMITED least 20 years 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 V2 MUSIC PUBLISHING LIMITED Other directorships. VDL HOLDINGS 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. VIRGIN ACTIVE 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 VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent VIRGIN DIRECT UNIT TRUST MANAGERS LIMITED company. VIRGIN ENTERTAINMENT ASIA LIMITED VIRGIN ENTERTAINMENT EUROPE LIMITED VIRGIN EUROPEAN LEASING LIMITED VIRGIN EXECUTIVE AVIATION LIMITED VIRGIN EXECUTIVE JETS LIMITED VIRGIN HELICOPTERS LIMITED

VIRGIN HOMES LIMITED

	Other relevant directorships
Company Number	2664542
Company Name	VIRGIN ATLANTIC LEISUREWEAR LIMITED
Directors Name	MURPHY STEPHEN THOMAS MATTHEW
† Directors only. † Other directorships	VIRGIN RETAIL EUROPE LIMITED
	VIRGIN RETAIL GROUP UK 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.	VIRGIN SPIRITS LIMITED
Give previous forenames or sumame(s) except: - for a married woman, the name by which she was known before marriage need not be given.	VIRGIN TELEVISION INVESTMENTS LIMITED
for names not used since the age of 18 or for at least 20 years	VIRGIN TELEVISION 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 io it.	VIRGIN VIE LIMITED
Other directorships.	VIRGIN WESTERN 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.	
You may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was	VOYAGER GROUP LIMITED
dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
·	

Issued share capital (see note 9) Enter details of all the shares in issue at the date of this return.	Class Number of shares issued		Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share)			
	£1 ORDINARY	2	£ 2.00			
	Totals	2	£ 2.00			
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 paper in another format A list of changes is enclosed					
	A full list of members is enclosed X					
Elective resolutions (Private companies only) (See note 11)	If at the date of this return an election is in force to dispense with annual general meetings, mark this box					
	If at the date of this retu laying acco	rn an election is in force ounts in general meeting	to dispense with s, mark this box			
Certificate	I certify that the information knowledge and belief.	tion given in this return is	s true to the best of my			
Signed	alun	Date	6 January 1998			
† 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 includes	s (enter number)	entinuation sheets.			
Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.	MR. A.R. AVANN, THE OFFICE, C	RAWLEY BUSINESS QUARTER, M.	ANOR ROYAL, CRAWLEY, RH10 2NU			
contact if there is any query.		Tel				
	DX number	DX exchange				



Please complete in typescript, or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

Company Number	2664542
Company Name in full	VIRGIN ATLANTIC LEISUREWEAR 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
RICHARD CHARLES NICHOLAS BRANSON 9 HOLLAND PARK, LONDON, W11	£1 Ordinary
VIRGIN TRAVEL INVESTMENTS LIMITED 120 CAMPDEN HILL ROAD, LONDON, W8 7AR	£1 Ordinary