

for the record
Company Name
VALUE RETAIL PLC

163654 30

363s Annual Return

> Please check the details printed in blue on this statement.

- If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Company Type
Public Limited Company

Company Number 2782532 Information extracted from Companies House records on 24th December 2005

list of activity codes.

Section 1: Company details



Re	f: 2782532/03/10	Current o	details	Amended	details
	Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	19 Berkele London W1J 8ED	y Street	Address UK Postcod	e
>	Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Manageme Bicester Vi Bicester	here the Register is held int Suite illage 50 Pingle Drive e OX26 6WD		e
>	Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Not Applic	able	Address UK Postcod	le
>	Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code 7011	Description Development & sell real estate		Description
>	Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for				

Section 2: Details of Officers of the Company

		Current details	Amended details		
>	Company Secretary If any if the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Jane Helen ABRAMS Address Foxhill Heathfield Road High Wycombe Buckinghamshire HP12 4DG	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723f of the Companies Act 1985. Address		
	Particulars of a new Company Secretary must be notified on form 288a.		UK Postcode Date of change / / Date Jane Helen ABRAMS ceased to be secretary (if applicable)		
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name David Charles BLOOM Address 192 White Oak Ridge Road Short Hills New Jersey 07078 Usa	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address		
	Particulars of a new Director must be notified on form 288a.	Date of birth 23/06/1956 Nationality Usa Occupation President	UK Postcode Date of birth Nationality Occupation Date of change / / Date David Charles BLOOM ceased to be director (if applicable)		

Company Number - 2782532	Section 2: Details of Officers of the	
× B' 4	Current details	Amended details
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Desiree BOLLIER Address 8 Hereford Square London SW7 4TT	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address 27 Mant palier Square
	Date of birth 04/09/1957 Nationality Suisse	Landon UK Postcode Sw7 114
Particulars of a new Director must be notified on form 288a.	Occupation Ceo	Date of birth / / Nationality Occupation Date of change / / Date Desiree BOLLIER ceased to be director (if applicable)
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Thomas DEROSA Address P.O. Box 817 Brooklandville Md 21022 Usa	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address
Particulars of a new Director must be notified on form 288a.	Date of birth 06/01/1958 Nationality American Occupation Director	UK Postcode Date of birth// Nationality Occupation Date of change// Date Thomas DEROSA ceased to be director (if applicable)

Company Number - 2782532		Section 2: Details of Officers of the Company (continued)					
		Current details	Amended details				
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Roderick Vernon GIBBS BSC(HONS) ARICS Address 72 Avenue Victor Hugo 75016 Paris France	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address				
		Date of birth 17/11/1958					
	Particulars of a new Director must be notified on form 288a.	Nationality British Occupation Charte ed Surveyor	UK Postcode Date of birth Nationality Occupation Date of change / / Date Roderick Vernon GIBBS BSC(HONS) ARICS ceased to be director (if applicable)/ /				
	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Christopher Ian Knowles HARRIS Address Church End Cottage Church End Bledlow Buckinghamshire HP27 9PE	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address				
	Particulars of a new Director must be notified on form 288a.	Date of birth 28/12/1952 Nationality British Occupation Surveyor	UK Postcode Date of birth Nationality Occupation Date of change / / Date Christopher Ian Knowles HARRIS ceased to be director (if applicable)				

Company Number - 2782532	Section 2: Details of Officers of the Company (continued)				
<u> </u>	Current details	Amended details			
> Director If any of the details for this	Name Niels George HOST	Name			
person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address 5 Pierson Drive Greenwich Connecticut 06831 Usa	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address			
	Date of birth 17/01/1952				
Particulars of a new Director must be notified on form 288a. > Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name James Nicholas LAMBERT Address 5 St James Gardens London W11 4RB	UK Postcode Date of birth / / Nationality Occupation Date of change / / Date Niels George HOST ceased to be director (if applicable) — / / Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address			
Particulars of a new Director must be notified on form 288a.	Date of birth 26/04/1957 Nationality British Occupation Company Director	UK Postcode Date of birth / / Nationality Occupation Date of change / / Date James Nicholas LAMBERT ceased to be director (if applicable)			

Co	mpany Number - 2/82532	Section 2: Details of Officers of the Company (continued) Current details Amended details			
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Janie L LIGON Address 115 Cole Street San Francisco California 94117 Usa	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723 of the Companies Act 1985. Address		
		Date of birth 05/02/1948 Nationality Us Citizen	UK Postcode		
	Particulars of a new Director must be notified on form	Occupation Consultant	Date of birth / /		
	288a.		Occupation		
			Date of change / / /		
			Date Janie L LIGON ceased to be director (if applicable)		
>	Director If any of the details for this person are wrong, strike	Name Scott David MALKIN #	Name		
	them through and fill in the correct details in the "Amended details" column.	Address	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B		
		19 BERKELEY STREET LONDON W1J 8ED	of the Companies Act 1985. Address		
		Date of birth 16/08/1958			
		Nationality American	UK Postcode		
	Particulars of a new Director must be notified on form	Occupation Property Investor	Date of birth / _ / Nationality		
	288a.		Occupation		
			Date of change / /		
			Date Scott David MALKIN ceased to be director (if applicable)		
			11		

	Section 2: Details of Officers of the Current details	Amended details
Director If any of the details for this person are wrong, strike	Name John Craddock MAPLES	Name
them through and fill in the correct details in the "Amended details" column.	ils in the Address	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723l of the Companies Act 1985. Address
Date of b	Date of birth 22/04/1943	
	Nationality British	UK Postcode
Particulars of a new Director must be notified on form	Occupation MP	Date of birth / / Nationality
288a.		Occupation
		Date of change / /
		Date John Craddock MAPLES ceased to be director (if applicable)

Section 3: Share Capital

> Issued Share Capital

This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.

Current details

Class of share

Ordinary A

Nominal value of each share

£1.00

Number of shares issued

462,500

Class of share

Class of share

Amended details

Nominal value of each share

Number of shares issued

Aggregate Nominal Value of issued

shares

Aggregate Nominal Value of issued shares

£462,500,00

Class of share

Ordinary B

Nominal value of each share

£1.00

Nominal value of each share

Number of shares issued 112,500

Number of shares issued

Aggregate Nominal Value of issued

shares

Aggregate Nominal Value of issued shares

£112,500.00

Class of share

Ordinary C

Nominal value of each share

£1.00

Class of share

Nominal value of each share

Number of shares issued

156,962

Number of shares issued

Aggregate Nominal Value of issued shares

£156,962.00

Aggregate Nominal Value of issued shares

Class of share

Preference

Class of share

Nominal value of each share

£1.00

Nominal value of each share

Number of shares issued

√ 2,000,000

Number of shares issued

Aggregate Nominal Value of issued

shares

£2,000,000.00

Aggregate Nominal Value of issued shares

(continued)

•	Current details Class of share Ordinary D	Amended details Class of share		
	Nominal value of each share £1.00	Nominal value of each share		
	Number of shares issued 55.769	Number of shares issued		
	Aggregate Nominal Value of issued shares £55.769.00	Aggregate Nominal Value of issued shares		
Total shares issued and value	Total number of shares issued 2,787,731	Total number of shares issued		
If any of the details are wrong strike them through and fill in the correct details in the "Amended details" column.	Total Nominal value of shares issued £2.787,731.00	Total Nominal value of shares issued		

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Cu	ırrent details	Amended details		Shares t	ransferred
<u> </u>					
	Shareholder Name				
	BICESTER INVESTORS LP	Name			
				1	
		Address			
	a denom	Address			
	Address Chancery Hall		<u> </u>		
	52 Reid St			Shares tra	insferred by
	Hamilton	<u></u>		BICESTE	R INVESTORS LP
	HM12	LUC Dantanda			
	Bermuda	UK Postcode	·		
	Charge hald	Shares held			
	Shares held Class Number	Class	Number	Class	Number Date of transfer
	Preference 2000000			L	
	,		L	L	
>	Shareholder				
	Name BTVR INVESTMENTS NO 1	Name	į		
	LTD				
	LID				
		Address	ì		
	Address				
	C/O Deutsche Bank Offshore			Shares tra	insferred by
	Po Box 727 St. Pauls Gate New Street				VESTMENTS NO 1
	St. Helier			LTD	
	Ot. Henei	UK Postcode			
		Shares held			
	Shares held	Class	Number	Class	Number Date of transfer
	Class Number Ordinary C 37500				
	oraliary o oroco			`	
	√ ·				
>	Shareholder			".	· <u></u>
-	Name	Nama			
	CPG PARTNERS LP	Name	İ		
		<u> </u>			
		Address			
	Address				
	103 Elsenhower Parkway			Charas tra	noforred by
	Roseland New Jersey	<u> </u>		CPG PA	ansferred by RTNERS LP
				w.r.	· · · · · · · · · · · · · · · · · · ·
		UK Postcode	_		
		Shares held	:		
	Shares held	Class	Number	Class	Number Date of transfer
	Class Number		:		
	Ordinary D 55769				
	/			£	

Company Number - 2782532 Section 4: Details of Shareholders (continued) **Current details** Amended details Shares transferred Shareholder Name Name Roderick Vernon GIBBS Address **Address** 72 Avenue Victor Hugo Shares transferred by 75016 Paris Roderick Vernon GIBBS **UK Postcode** Shares held Shares held Class Number Date of transfer Class Number Number Class Ordinary B 23078 __/__/___ _=/_=-Shareholder Name Name **HAMMERSON PLC** Address **Address** 100 Park Lane Shares transferred by London **HAMMERSON PLC** W1Y 4AR **UK Postcode** Shares held Shares held Class Number Class Number Date of transfer Number Class Ordinary 18500 __/__/____ Shareholder Name Name **HAMMERSON UK** PROPERTIES PLC Address **Address** 100 Park Lane Shares transferred by London **HAMMERSON UK** W1Y 4AR **PROPERTIES PLC UK Postcode**

Shares held

Ordinar

Class

Number

38462

Number:

Class

Number Date of transfer

Shares held

Ordinary C

Class

Con	pany Number - 2782532	Section	n 4: Details of Shareholders (continu	ed)			
Cı	ırrent details		Amended details	Sha	res t	ransferr	ed
>	Shareholder Name Maurice LAMBERT	•	Name			,	
	Address		Address				
	26 Ennismore Mews London SW7 1AN			Shar Mar	es tra urice L	nsferred I .AMBERT	ру
			UK Postcode				
	Shares held <i>Class</i> Ordinary C	Number 6250	Shares held Class Numb			Number	Date of transfer
		V				L	//
>	Shareholder Name LONDON & METROF INTERNATIONAL LTD		Name				
			Address				
	Address 58 Davies Street London W1K 5JF			LO	NDON	insferred & METR TIONAL L	OPOLITAN
			UK Postcode	i i ki i i	ERIVA	IIONAL L	טו
	Shares held Class Ordinary B	<i>Number</i> 7 40 00	Shares held Class Numb	per Clas	s 	Number	Date of transfer
		/	<u> </u>			<u></u>	/
>	Shareholder Name						·
	VR HOLDINGS LLC		Name				
			Address				
	Address 35 Mason Street			Sha	res tra	nsferred	bv
	Greenwich Connecticut 06830		UK Postcode			DINGS LL	
	Shares held Class Ordinary B	Number 15422	Shares held Class Numi	ber Clas	s	Number	Date of transfer
	Ordinary A	585877	Ordinary A 123,07	$\Xi \mid \Xi$			
	· ·		F				

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	
Name SOMP Services Inc Address 35 Majon St Greenwich Connecticut 06830 UK PostcodeUSP	Ordinary A 339,423 Ordinary B 15,422		
Name SOMCIKIN Properties Inc Address (as Trustee) 35 Mason St Greenwich Connecticut 06830 UK Postcode _USB	ordinass C 37,500		
Name 2RM Nammaes (0018) Ltd Address PO Box 267 8034 Zurich Switzerland UK Postcode	ordinary C 18,750		
Name Address UK Postcode			

Con	npany Number - 2782532 Section	on 4: Details of Shareholders (co	ntinued)			
С	urrent details	Amended details		Shares	transferi	ed
>	Shareholder Name ZRH NOMINEES (0018) LTD	Name			-	
	Address	Address				
	Po Box 300 8034 Zurich				ransferred (OMINEES (0	
		UK Postcode	<u> </u>			
	Shares held Class Number	Shares held Class	lumber	Class	Number	Date of transfer
	Ordinary C 18750		!	L		//



363s Annual Return Declaration

- When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

. Declaration
I confirm that the details in this annual return are correct as at the made-up-date
(shown at 2 below). I enclose the filing fee of £30.

Signature Date 23,01,2006

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

This AR is made up to

18/1/2006

If you are making this return up to an earlier date,
please give the date here

Note: The form must be delivered to CH within 28 days of this date

___/___/____

__/___

3. Date of next return

If you wish to change your next return to a date earlier than 18th January 2007 please give the new date here:

4. Where to send this form

Please return this form to:

Registrar of Companies

Companies House

Crown Way

Cardiff CF14 3UZ

For members of the Hays Document

Exchange service

DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, 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.

OR

Contact Name Jana Abraws	Telephone number inc code
Address 50 Pingle Drive Bicester	DX number <i>if applicable</i> — — — — — DX exchange
Postcode Ox 266wD	