

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

002405/40



Companies House

A fee is payable with this form
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A02 31/08/2013 #45
COMPANIES HOUSE

A11 23/08/2013 #205
COMPANIES HOUSE

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☒ **What this form is NOT for**
You cannot use this form to
give notice of changes to the company
officers, registered office address
company type or information
relating to the company records

SATURDAY

Part 1

Company details

The section must be completed by all companies

Filling in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1

Company details

Company number 0 3 6 1 1 4 2 6

Company name in full ICAP plc

Company name change
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2

Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates

Date of this return 0 3 / 0 8 / 2 0 1 3

Date of this return
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date.

A3

Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities

Classification code 1 7 0 1 0 0
Classification code 2
Classification code 3
Classification code 4

Principal business activity
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

AR01**Annual Return**(For returns made up to a date on or **after 1 October 2011**)**A4****Company type^①**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company
☐ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5**Registered office address^②**

Building name/number

Street

2 Broadgate

Post town

London

County/Region

Postcode

E C 2 M 7 U R

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form **AD01** and submit it together with this annual return

A6**Single alternative inspection location (SAIL) of the company records (if applicable)^③**

Building name/number

C/O Capita Registrars Limited

Street

Northern House

Woodsome Park

Post town

Fenay Bridge

County/Region

Huddersfield

Postcode

H D 8 0 G A

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form **AD02** and submit it together with this annual return

A7**Location of company records^④**Please tick the appropriate box to indicate which records are kept at the SAIL address in **Section A6**

- ☒ Register of members
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries
☐ Records of resolutions etc
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☐ Register of debenture holders
☐ Report to members of outcome of investigation by public company into interests in its shares
☐ Register of interests in shares disclosed to public company
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do **not** tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form **AD03** and submit it together with this annual return

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(For returns made up to a date on or after 1 October 2011)

Part 2**Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a secretary who is an individual, go to Section B1
- For a corporate secretary, go to Section C1
- For a director who is an individual, go to Section D1
- For a corporate director, go to Section E1

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary**B1****Secretary's details ^①**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	Mrs
Full forename(s)	Deborah Anne
Surname	Abrehart
Former name(s) ^②	Woodward

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 to enter corporate secretary details

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ^③**

Building name/number	
Street	The Company's Registered Office
Post town	
County/Region	
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record

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(For returns made up to a date on or after 1 October 2011)

Corporate secretary**C1 Corporate secretary's details ①**

Please use this section to list all the corporate secretaries of the company

① Corporate secretary appointments

You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.

Corporate secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.

This information will appear on the public record.

Corporate body/firm name

Building name/number

Street

Post town

County/Region

Postcode

Country

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3 EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

② EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

Where the company/firm is registered ③

Registration number

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ④

If applicable, the registration number

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(For returns made up to a date on or after 1 October 2011)

Director**D1****Director's details ^①**

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Charles Henry	
Surname	Gregson	
Former name(s) ^②		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d</div> <div>0</div> <div>7</div> <div>m</div> <div>0</div> <div>6</div> <div>y</div> <div>1</div> <div>9</div> <div>4</div> <div>7</div> </div>	
Business occupation (if any)		

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address ^③**

Building name/number	
Street ²	The Company's Registered Office
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1

Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	John David	
Surname	Nixon	
Former name(s) ^②		
Country/State of residence	United States	
Nationality	Canadian	
Date of birth	<div> <div>d</div> <div>0</div> <div>8</div> <div>m</div> <div>0</div> <div>5</div> <div>y</div> <div>1</div> <div>9</div> <div>5</div> <div>5</div> </div>	
Business occupation (if any)	Director	

^① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

^② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	
Street	The Company's Registered Office
Post town	
County/Region	
Postcode	
Country	

^③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1

Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4															
Title*	Mr															
Full forename(s)	Ivan															
Surname	Ritossa															
Former name(s) ^②																
Country/State of residence	England															
Nationality	Australian															
Date of birth	d	0	d	2	m	0	m	7	y	1	y	9	y	6	y	1
Business occupation (if any)	Director															

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number										
Street	The Company's Registered Office									
Post town										
County/Region										
Postcode										
Country										

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1	Director's details ^①																	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4																	
Title*																		
Full forename(s)	Diane																	
Surname	Schueneman																	
Former name(s) ^②																		
Country/State of residence	United States																	
Nationality	US Citizen																	
Date of birth	<table><tr><td>d</td><td>2</td><td>d</td><td>0</td><td>m</td><td>0</td><td>m</td><td>4</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>5</td><td>y</td><td>2</td></tr></table>	d	2	d	0	m	0	m	4	y	1	y	9	y	5	y	2	
d	2	d	0	m	0	m	4	y	1	y	9	y	5	y	2			
Business occupation (if any)	Director																	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number		
Street	The Company's Registered Office	
Post town		
County/Region		
Postcode		
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	John Phimister	
Surname	Sievwright	
Former name(s) ^②		
Country/State of residence	United States	
Nationality	British	
Date of birth	<div> <div>d</div> <div>1</div> <div>d</div> <div>2</div> <div>m</div> <div>0</div> <div>m</div> <div>2</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>5</div> </div>	
Business occupation (if any)	Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number		
Street	The Company's Registered Office	
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1		Director's details ^①
		Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4
Title*	Mr	
Full forename(s)	Michael Alan	
Surname	Spencer	
Former name(s) ^②		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d</div> <div>3</div> <div>d</div> <div>0</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>5</div> </div>	
Business occupation (if any)	Chief Executive	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2		Director's service address ^③
Building name/number		
Street	The Company's Registered Office	
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	
Full forename(s)	Robert
Surname	Standing
Former name(s) ^②	
Country/State of residence	England
Nationality	British
Date of birth	<div> <div>d</div> <div>0</div> <div>d</div> <div>3</div> <div>m</div> <div>0</div> <div>m</div> <div>3</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>0</div> </div>
Business occupation (if any)	Director

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	
Street	The Company's Registered Office
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1

Director's details ^①

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mr
Full forename(s)	Iain William
Surname	Torrens
Former name(s) ^②	
Country/State of residence	England
Nationality	British
Date of birth	^d 1 ^d 7 ^m 0 ^m 8 ^y 1 ^y 9 ^y 6 ^y 8
Business occupation (if any)	Chartered Accountant

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	
Street	The Company's Registered Office
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Corporate director**E1 Corporate director's details**

Please use this section to list all the corporate director's of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

Corporate director appointments

You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

Corporate director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.

This information will appear on the public record.

E2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**→ No Complete **Section E4 only****E3 EEA companies**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered

Registration number

EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registeredIf applicable, the
registration number**Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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Part 3**Statement of capital¹**

Does your company have share capital?

- Yes Complete the sections below and the following Part 4
 → No Go to Part 5 (Signature)

¹ This should reflect the company's capital status at the made up date of this annual return

F1**Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling
 If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Ordinary Shares	£0.77		664,537,006	£ 66,453,700.60
				£
				£
				£
Totals			664,537,006	£ 66,453,700.60

F2**Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies
 Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3**Totals**

	Please give the total number of shares and total aggregate nominal value of issued share capital	④ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	664,537,006	
Total aggregate nominal value ④	66,453,700.60	

² Including both the nominal value and any share premium

³ Number of shares issued multiplied by nominal value of each share

⁴ Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

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F4**Statement of capital (Voting rights)**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Ordinary Shares

Voting rights

Any share in the Company may be issued with such rights (including preferred, deferred or other special rights) or such restrictions, whether in regard to dividend, voting, return of capital or otherwise as the Company may from time to time by ordinary resolution determine

Any shares may be issued which are to be redeemed or are liable to be redeemed at the option of the Company or the shareholder. The terms and conditions and manner of redemption may be determined by the Directors, provided that this is done before the shares are allotted

(see continuation sheet)

Class of share

Voting rights

Class of share

Voting rights

Class of share

Voting rights

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Part 4 Shareholders

Does your company have share capital?

- Yes go to Section G1 'Companies with share capital'
 → No Go to Part 5 (Signature)

G1 Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ①

- ☐ No go to Section G2 'Past and present shareholders'
☒ Yes go to Question 2

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies?(3) Please tick the appropriate box below ②

- ☐ No go to Section G4 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'
☒ Yes go to Part 5 'Signature'

① A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

② DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2 List of past and present shareholders ③

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

- ☐ There were no shareholder changes in this period. Go to Part 5 (Signature)
☐ A full list of shareholders is enclosed
☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed? Please tick the appropriate box below

- ☐ The list of shareholders is enclosed on paper. Go to Section G3 'List of past and present shareholders'
☐ The list of shareholders is enclosed in another format. Go to Part 5 (Signature)

③ This section only applies to companies answering 'No' in Section G1

(For returns made up to a date on or **after 1 October 2011**)

List of past and present shareholders⁰

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

This section only applies to companies answering 'No' to Question 1 in Section G1

CHFP029
10/11 Version 5.0

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

G4

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

This section should show only the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return

It should only be completed by companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank

→ Go to Part 5 (Signature)

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

		Shares or stock currently held	
Shareholder's name	Shareholder's address	Class of share	Number of shares or amount of stock

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 5

Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by

~~Director~~ ¹, Secretary, ~~Person authorised~~ ², Charity commission receiver and
~~manager, CIC manager, Judicial factor.~~

1 Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

2 Person authorised

Under either section 270 or 274 of the Companies Act 2006

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)



Presenter information

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

Contact name **Company Secretarial**

Company name **ICAP plc**

Address **2 Broadgate**

Post town **London**

County/Region

Postcode **E C 2 M 7 U R**

Country **England**

DX

Telephone **020 7000 5786**



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record



How to pay

A fee is payable on this form

Make cheques or postal orders payable to 'Companies House'. For information on fees, go to www.companieshouse.gov.uk



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	Ordinary Shares
Voting rights	<p>The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Directors</p> <p>At a general meeting subject to any rights or restrictions for the time being attached to any class or classes of shares and to any other provisions of these Articles or the Statute, on a show of hands every Member present in person shall have one vote and on a show of hands every proxy present who has been duly appointed by one or more Members shall have one vote. No Member shall, unless the Directors otherwise determine, be entitled, in respect of any share in the capital of the Company held by him, to be present or to vote on any question, either in person or by proxy, at any general meeting, or separate general meeting of the holders of any class of shares of the Company, or to be reckoned in a quorum, if any call or other sum presently payable by him to the Company in respect of such share remains unpaid</p> <p>If the Company shall be wound up the Liquidator may, subject to the Statutes, with the sanction of an Extraordinary Resolution of the Company and any other sanction required by the Statutes, divide amongst the Members in specie or in kind the whole or any part of the assets of the Company (whether they shall consist of property of the same kind or not) and may, for such purpose, set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the Members or different classes of Members. The Liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories as the Liquidator, with the like sanction, shall think fit, but so that no Member shall be compelled to accept any shares or other securities or other assets whereon there is any liability</p>

ICAP plc subsidiaries, joint ventures and associates as at 3 August 2013

Name	Jurisdiction	Ownership where less than 100%
Altex-ATS Ltd	England	
Amanah Butler Malaysia Sdn Bhd	Malaysia	32 10%
Astley & Pearce (Curacao) N V	Netherlands Antilles	
Astley & Pearce (International) B V	Netherlands	
Astley & Pearce B V	Netherlands	
Astley & Pearce Deutschland GmbH	Germany	
Astley & Pearce Investments B V	Netherlands	
Astley & Pearce Limited	England	
Automated Confirmation Service Limited	England	30 30%
BCIE-ICAP Capital Markets SA de CV	Mexico	50 00%
BGU Brokers Europe B V	Netherlands	
BSN Capital Partners Limited	England	25 10%
BSN Capital Partners LLC	New York	25 10%
BSN Holdings Limited	Cayman Islands	25.10%
Capital Shipbrokers Limited	Hong Kong	50 00%
Capital Shipbrokers LLP	England	
Capital Shipbroking Limited	England	
Carlingdale Company	Ireland	
Catrex Limited	British Virgin Islands	
Central Totan Securities Co , Ltd	Japan	20 00%
Cleverpride Limited	England	
CLS Aggregation Services LLC	Delaware	42 47%
Datos Técnicos, S A	Peru	25 00%
EBS Dealing Resources International Limited	England	
EBS Dealing Resources Japan Limited	Japan	
EBS Dealing Resources, Inc	Delaware	
EBS Financial Technologies Limited	Israel	
EBS Group Limited	England	
EBS No 2 Limited	England	
EBS No 4, Inc	Delaware	
EBS Service Company Limited	Switzerland	
Enso Financial Management LLP	Delaware	20 00%
Enso LP	Jersey	20 16%
Euclid Opportunities Limited	England	72 68%
Euclid Opportunities SA	Luxembourg	72 68%
Exco (Treasury) Limited	England	
Exco Bierbaum AP Limited	England	
Exco Corretora de Mercadorias Ltda	Brazil	
Exco International Limited	England	
Exco Nominees Limited	England	
Exco Noonan Pension LLC	Delaware	
Exco Overseas Limited	England	
Exco Securities (1980) Limited	England	
Exco Trustees Limited	Jersey	
Exotix Holdings Limited	England	21 80%
Exotix Investment Partners LLP	England	20 45%
Exotix Partners LLP	England	20 46%
FCB Harlow Butler (Capital Market) Pty Ltd	South Africa	57 00%
FCB Harlow Butler (Derivatives) (Pty) Ltd	South Africa	57 00%
FCB Harlow Butler (Forex) Pty Ltd	South Africa	57 00%

ICAP plc subsidiaries, joint ventures and associates as at 3 August 2013

Name	Jurisdiction	Ownership where less than 100%
FCB Harlow Butler (Money Market) (Pty) Limited	South Africa	57 00%
First Brokers Holdings Inc	New York	
First Brokers Securities LLC	Delaware	
Garban Broking Holdings (Europe) Limited	England	
Garban Broking Services Limited	England	
Garban Group Holdings Limited	England	
Garban Harlow Resources Limited	England	
Garban International	England	
Garban Securities Holdings (Europe) Limited	England	
Garban South Africa (Pty) Limited	South Africa	57 00%
Garban-Intercapital (2001) Limited	England	
Garban-Intercapital (Daklegh)	Ireland	
Garban-Intercapital Quest Trustee Limited	England	
Garban-Intercapital US Investments (Holdings) Limited	England	
Garban-Intercapital US Investments (No 1) Limited	England	
Garban-Intercapital US Investments (No 2) Limited	England	
Global Research and Consulting Limited	England	
Godsell Astley & Pearce (Foreign Exchange) Limited	England	
Godsell Astley & Pearce (Holdings) Ltd	England	
Harlow (London) Limited	England	
Harlow Butler (NZ) Limited	New Zealand	
Harlow Ueda Savage Limited	England	
ICAP (Hong Kong) Limited	Hong Kong	
ICAP (Middle East) W L L	Bahrain	49 00%
ICAP (Poland) Sp Zo o	Poland	
ICAP African Brokers Limited	Nigeria	57 00%
ICAP America Investments Limited	England	
ICAP AP (Singapore) Pte Limited	Singapore	
ICAP AP (Thailand) Co. Ltd	Thailand	
ICAP Australia Pty Limited	Australia	
ICAP Bio Organic S. de RL de CV	Mexico	25 00%
ICAP Brokers Pty Limited	Australia	
ICAP Broking Holdings North America LLC	Delaware	
ICAP Broking Services South Africa (Pty) Ltd	South Africa	
ICAP Capital Markets (Canada) Inc	Canada	
ICAP Capital Markets Argentina S A	Argentina	60 00%
ICAP Capital Markets LLC	Delaware	
ICAP Colombia Holdings S A S	Colombia	94 18%
ICAP Corporates LLC	Delaware	
ICAP Currency Options Pte Ltd	Singapore	
ICAP del Ecuador S A	Ecuador	
ICAP Delaware (No 1) Inc	Delaware	
ICAP Delaware (No 2) Inc	Delaware	
ICAP Delaware Holdings Inc	Delaware	
ICAP Deutschland GmbH	Germany	
ICAP do Brasil Corretora de Títulos e Valores Mobiliários Ltda	Brazil	
ICAP do Brasil Participações Ltda	Brazil	
ICAP Electronic Broking Limited	England	
ICAP Electronic Broking LLC	Delaware	
ICAP Energy AS	Norway	

ICAP plc subsidiaries, joint ventures and associates as at 3 August 2013

Name	Jurisdiction	Ownership where less than 100%
ICAP Energy Limited	England	
ICAP Energy LLC	Kentucky	
ICAP Energy Pte Ltd	Singapore	
ICAP Energy Suisse SA	Switzerland	
ICAP Equities Asia Limited	Hong Kong	
ICAP Equities Limited	England	
ICAP Europe Limited	England	
ICAP Financial Markets LLC	Delaware	
ICAP Financial Products Pte Ltd	Singapore	
ICAP Foreign Exchange Brokerage Limited	Korea, Republic of	
ICAP Foundation Inc	New Jersey	
ICAP Futures (Australia) Pty Limited	Australia	
ICAP Futures Holdings Inc	Delaware	
ICAP FX Colombia S A	Colombia	94 18%
ICAP Group Holdings plc	England	
ICAP Holdings (Asia Pacific) Limited	England	
ICAP Holdings (EMEA) Limited	England	
ICAP Holdings (Latin America) Limited	England	
ICAP Holdings (Nederland) B V	Netherlands	
ICAP Holdings (UK) Limited	England	
ICAP Holdings (USA), Inc	Delaware	
ICAP Holdings Limited	England	
ICAP Holdings South Africa (Pty) Limited	South Africa	57 00%
ICAP Hyde Holdings Limited	England	
ICAP IEB Z Limited	England	82 20%
ICAP India Private Limited	India	51 00%
ICAP Information Services Inc	Delaware	
ICAP Institutional Stock Exchange of India Limited	India	48 44%
ICAP International Limited	England	
ICAP Investment Holdings Inc	Delaware	
ICAP Investments (Nederland) B V	Netherlands	
ICAP Investments LLC	Delaware	
ICAP Kentucky Services Inc	Delaware	
ICAP Latin American Holdings B V	Netherlands	
ICAP Logistics Inc	Delaware	
ICAP Ltd & Co oHG	Germany	
ICAP Luxembourg Holdings (No 1) S A R L	Luxembourg	
ICAP Luxembourg Holdings (No 2) S A R L	Luxembourg	
ICAP Luxembourg Services Limited	Gibraltar	
ICAP Management Services Hong Kong Limited	Hong Kong	
ICAP Management Services Limited	England	
ICAP Management Services Private Limited	Singapore	
ICAP Media LLC	Delaware	
ICAP Mexico Holdings S de R. L.	Mexico	
ICAP New Jersey (No 1) LLC	Delaware	
ICAP New Jersey Holdings Inc	New Jersey	
ICAP New Zealand Limited	New Zealand	80 00%
ICAP North America Inc	Delaware	
ICAP Patent Brokerage LLC	Delaware	
ICAP Philippines Inc	Philippines	

ICAP plc subsidiaries, joint ventures and associates as at 3 August 2013

Name	Jurisdiction	Ownership where less than 100%
ICAP Referenciadora S A de C V	Mexico	
ICAP Scandinavia Fondsmæglerselskab A/S	Denmark	
ICAP Securities & Derivatives Exchange Limited	England	
ICAP Securities (No. 1) B V	Netherlands	
ICAP Securities (No. 2) B V	Netherlands	
ICAP Securities Argentina S A	Argentina	
ICAP Securities Co Limited	Thailand	
ICAP Securities Colombia S A	Colombia	94 18%
ICAP Securities Limited	England	
ICAP Securities South Africa (Proprietary) Limited	South Africa	57 00%
ICAP Securities USA LLC	Delaware	
ICAP Services No 1	Gibraltar	
ICAP Services No 2	Gibraltar	
ICAP Services North America LLC	Delaware	
ICAP Shipping (Germany) GmbH	Germany	
ICAP Shipping (Gibraltar) Limited	Gibraltar	
ICAP Shipping (Hong Kong) Limited	Hong Kong	
ICAP Shipping (India) Private Limited	India	
ICAP Shipping (Shanghai) Co Limited	China	
ICAP Shipping Derivatives Limited	England	
ICAP Shipping International Limited	England	
ICAP Shipping Limited	England	
ICAP Shipping Middle East DMCCO	Dubai	
ICAP Shipping Singapore Pte Ltd	Singapore	
ICAP Shipping Tanker Derivatives Limited	England	
ICAP Shipping Tankers Limited	England	
ICAP Shipping Tankers Pte Limited	Singapore	
ICAP Shipping USA Inc	Delaware	
ICAP Totan Securities Co Ltd	Japan	60.00%
ICAP UK Investments No 1	England	
ICAP UK Investments No 2	England	
ICAP United Inc	Delaware	
ICAP US Financial Services LLC	Delaware	
ICAP US Holdings No 1 Limited	Gibraltar	
ICAP US Holdings No 2 Limited	Gibraltar	
ICAP US Investment Company	England	
ICAP US Investment Partnership	Delaware	
ICAP WCLK Limited	England	
Intellectual Property Holdings Inc	Delaware	
Intercapital Limited	England	
Intercapital Securities Inc	New York	
Intermoney AP & Co Geld-und Eurodepotmakler OHG	Germany	
iSwap AUD NZD Pty Limited	Australia	50 10%
iSwap Euro Limited	England	50 10%
iSwap Limited	England	50 10%
iSwap US Inc	Delaware	50 10%
KAF-Astley & Pearce SDN BHD	Malaysia	40 00%
LCA Group Pty Ltd	Australia	
Link Securities Hong Kong Limited	Hong Kong	
Linkbrokers Derivatives LLC	Delaware	

ICAP plc subsidiaries, joint ventures and associates as at 3 August 2013

Name	Jurisdiction	Ownership where less than 100%
Midhurst Chartering Limited	England	
MKI Securities International, Limited	England	
Model Two Zero Ltd	England	30 96%
Municipal Brokers Limited	England	
My Treasury Limited	England	88 75%
Nexstep HK 2 Limited	Hong Kong	
Nexstep HK 3 Limited	Hong Kong	
Nextgen Holding Co Ltd	Thailand	
Noranda Investments Pte Ltd	Singapore	
Patshare Limited	England	50.00%
Pronous Asset Management LLC	Delaware	
PT ICAP Indonesia	Indonesia	85 00%
ReMatch Holdings Limited	England	78 60%
ReMatch Inc	Delaware	78.60%
ReMatch Limited	England	78 60%
Reset Holdings Private Limited	Singapore	
Reset Private Limited	Singapore	
SET-ICAP FX S A	Colombia	50 00%
Shanghai CFETS-ICAP International Money Broking Co Ltd	China	33 00%
SIF Garban PTN, S A. De C.V	Mexico	25 00%
SIF ICAP Chile Holdings Ltda	Chile	50 00%
SIF ICAP CHILE S A	Chile	50 00%
SIF ICAP Derivados, S A DE C V	Mexico	50 00%
SIF ICAP Servicios, S A de C V	Mexico	50 00%
SIF ICAP, S A de C V	Mexico	50 00%
TFS-ICAP Currency Options Limited	England	22 95%
TFS-ICAP Holdings Limited	England	45 00%
TFS-ICAP Holdings LLC	Delaware	45 00%
TFS-ICAP Limited	England	22 95%
TFS-ICAP LLC	New York	22 95%
The Link Asset & Securities Company (Proprietary) Limited	South Africa	
The Link Asset and Securities Company Limited	England	
The Notification Company Limited	England	50 00%
Totan ICAP Co , Ltd	Japan	40 00%
Trading Cross Connects Holdings Limited	England	
Trading Cross Connects Limited	England	
Trading Cross Connects UK Limited	England	
Tradition Financial Services GmbH	Germany	33 00%
Traiana Limited	England	86 67%
Traiana Technologies Limited	Israel	86.67%
Traiana, Inc	Delaware	86 67%
TriOptima AB	Sweden	
TriOptima Asia Pacific Pte Limited	Singapore	
TriOptima Japan K.K	Japan	
TriOptima North America LLC	Delaware	
TriOptima UK Limited	England	
Vantage Capital Holdings Ltd	British Virgin Islands	
Virtual Energy Solutions AS	Norway	
Wrightson ICAP LLC	Delaware	