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| or in bo | old black | capita | ls. |

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|------|-------|--------|
|------|-------|--------|

Company Number 4974765

Company Name in full | FLIPSIDE TELEVISION LIMITED

Date of this return

The information in this return is made up

Month

Date of next return

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 |
|-----|----------------|------|
| | L _L | |

14 CURZON STREET

Registered Office

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

UK Postcode

LONDON

W1J 5HN

Principal business activities

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.



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

Companies House, Crown Way, Cardiff, CF14 3UZ

for companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

| Register of members If the register of members is not kept at the registered office, state here where it is kept. Post town County / Region | UK Postcode (|
|--|---|
| Register of Debenture holders | OK FOSICOGE [|
| If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept. Post town | |
| County / Region | UK Postcode |
| • | OKT OOLOGUU |
| Company type | |
| Public limited company | |
| Private company limited by shares | X |
| Private company limited by guarantee without share capital Private company limited by shares exempt under section 30 Private company limited by guarantee exempt under section 30 Private unlimited company with share capital Private unlimited company without share capital | Please tick the appropriate box |
| Company Secretary | Details of a new company secretary must be notified on form 288a. |
| (Please photocopy this area to provide details of joint Name * Style / Title | <u></u> |
| secretaries). * Voluntary details. Forename(s) | ROBERT EDWARD |
| if a partnership give Surname the names and | DAVISON |
| addresses of the partners or the name of the partnership and office address. | 23 YEOMANS CLOSE, THORLEY PARK |
| Usual residential address must be Post town | BISHOP'S STORTFORD |
| given. In the case of a corporation, County / Region | HERTFORDSHIRE UK Postcode CM23 4EU |
| give the registered or principal office Country address. | England |

BLUEPRINT 2000

| Directors Please list directors in alphabetical order. | | Details of new directors must be | e notified on form 288a |
|--|---------------------|----------------------------------|-------------------------|
| Na | * Style / Title | 1 | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year 3 0 0 9 1 9 6 0 | |
| or a Scottish firm, the name is the | Forename(s) | DAVID IAN | |
| corporate or firm name. | Surname | BROOK | |
| A | ddress | FLAT 1, 24 OAKLEY STREET | |
| Usual residential address must be given. In the case | Post town | L | |
| of a corporation, give the registered | County / Region | LONDON | UK Postcode SW3 5NT |
| or principal office address. | Country | | |
| | | England | Nationality BRITISH |
| | Business occupation | COMPANY DIRECTOR | |
| * Voluntary details. | | | |
| N | ame * Style / Title | | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year 1 0 0 3 1 9 6 5 | |
| or a Scottish firm, the name is the | Forename(s) | CHRISTOPHER MARK | |
| corporate or firm name. | Surname | FONE | |
| Address | | HOME PLACE COTTAGE, WOLL | FS HILL |
| Usual residential address must be | | | |
| given. In the case of a corporation, | Post town | OXTED | |
| give the registered or principal office | County / Region | SURREY | UK Postcode RH8 0QT |
| address. | Country | England | Nationality BRITISH |
| | Business occupation | COMPANY DIRECTOR | |

| Directors Please list directors in alphabetical order. | | Details of new directors must be no | otified on form 288a |
|--|---------------------|-------------------------------------|----------------------|
| Na | * Style / Title | l | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year 0 1 0 7 1 9 5 7 | |
| or a Scottish firm, the name is the | Forename(s) | JAY | |
| corporate or firm name. | Surname | POND-JONES | |
| A | ddress | 53 OXFORD GARDENS | |
| Usual residential address must be | | | |
| given. In the case of a corporation, | Post town | LONDON | |
| give the registered or principal office | County / Region | L | JK Postcode W10 5UJ |
| address. | Country | ENGLAND | Nationality BRITISH |
| | Business occupation | TV PRODUCER | |
| * Voluntary details. | | | |
| N | ame * Style / Title | | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year 2 1 0 5 1 9 5 6 | |
| or a Scottish firm, the name is the | Forename(s) | CHRISTOPHER JAMES | |
| corporate or firm name. | Surname | SATTERTHWAITE | |
| Address | | TUESLEY MANOR, TUESLEY LAN | E |
| Usual residential address must be | | | |
| given. In the case of a corporation, | Post town | GODALMING | |
| give the registered or principal office | County / Region | SURREY | JK Postcode GU7 1UD |
| address. | Country | England | Nationality BRITISH |
| | Business occupation | COMPANY DIRECTOR/ADVERTIST | NG EXECUTIVE |

| Directors Please list directors in alphabetical order. | | Details of new directors must be i | notified on form 288a |
|--|----------------------------|------------------------------------|-----------------------|
| Na | * Style / Title | | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year 1 6 0 2 1 9 6 5 | |
| or a Scottish firm, the name is the | Forename(s) | JASPER DOMINIC CHRISTIAN | SMITH |
| corporate or firm name. | Surname | SMITH | |
| A | ddress | 20 SIBELLA ROAD | |
| Usual residential address must be | | | |
| given. In the case of a corporation, | Post town | LONDON | |
| give the registered or principal office address. | County / Region | | UK Postcode SW4 6HX |
| audiess. | Country | England_ | Nationality BRITISH |
| | Business occupation | COMPANY DIRECTOR | |
| * Voluntary details. | | | |
| . N | ame * Style / Title | | |
| Directors In the case of a director that is a corporate | Date of birth | Day Month Year | |
| or a Scottish firm, the name is the | Forename(s) | MARK WILLIAM | |
| corporate or firm name. | Surname | SMITH | |
| Address | | "OVERBROOK", FARLEY GREEN | T |
| Usual residential address must be | | | |
| given. In the case of a corporation, | Post town | ALBURY | |
| give the registered or principal office | County / Region | SURREY | UK Postcode GU5 9DN |
| address. | Country | England | Nationality BRITISH |
| | Business occupation | CHARTERED ACCOUNTANT/COME | PANY DIRECTOR |

| Issued share capital Enter details of all the shares in issue at the date of this return. | Class (e.g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per |
|---|--|----------------------------|---|
| ORDINARY | | 20,000 | share, or total amount of stock) |
| ORDINARI | | 20,000 | |
| PREFERENCE | ···· | 100,000 | £100,000.00 |
| | | | _ [|
| | | | |
| | Totals | 120,000 | 100,200.00 |
| List of past and present sharel | nolders | | |
| (use attached schedule where appropriate) A full list is required if one was not included with either of the last two | There were no change | es in the period on pa | per in another format |
| returns. | A list of changes is en | closed | |
| • | A full list of sharehold | ers is enclosed X | |
| Certificate | I certify that the inform knowledge and belief. | | n is true to the best of my |
| Sign | | | ate /5-12-05 |
| † Please delete as appropriate. | † a director / secretary | | |
| When you have signed the return send with the fee to the Registrar of Companies. Cheques should be made payable to Companies House. | it This return in | (enter number) | continuation sheets. |
| Please give the name, address, telephonumber and, if available, a DX number | | Curzon Street, May | fair, London W1J 5HN |
| and Exchange of the person Companie | es | | |
| House should contact if there is any qu | L | Tel [| |
| BLUEPRINT 2000 | DX number | DX exchange | |



List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 4974765

Company Name in full | FLIPSIDE TELEVISION LIMITED

- > Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following the incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

| | | Shares or amount of stock transferred (if appropriate) | | |
|---|--|--|----------------------------------|--|
| Shareholders' details | Class and number of shares or amount of stock held | | Date of registration of transfer | |
| Name RICHARD BACON | £0.01 ORDINARY | | | |
| Address NO. 1 BAILEY MEWS, CHISWICK, LONDON, ENGLAND | | | | |
| | Shares Held 1,000 | | | |
| UK postcode W4 3PZ | | | | |
| Name CHARLES BAYFIELD | £0.01 ORDINARY | | | |
| Address ARKWRIGHT, 178 ASHFORD COURT, LONDON, England | | | | |
| | Shares Held | | | |
| | 500 | | | |
| UK postcode NW2 6BU | | | | |
| Name JAMES BROWN | £0.01 ORDINARY | | | |
| Address 46 OCKENDON ROAD, LONDON, ENGLAND | | | | |
| | Shares Held 500 | | | |
| UK postcode N1 3NP | | | | |



CHFP010

List of past and present shareholders (Continued)

Company Number 4974765

| s and number of es or amount of stock held ORDINARY Shares Held | | transfer |
|---|--|--|
| Shares Held | 8,500 | 06/10/2005 |
| _ | | ı |
| _ | | |
| | | |
| ORDINARY | | ., |
| | | |
| Shares Held 8,500 | | |
| ORDINARY | | |
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| Shares Held 8,500 | | |
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| | ORDINARY Shares Held 8,500 ORDINARY ORDINARY Shares Held 8,500 | ORDINARY Shares Held 8,500 ORDINARY Shares Held 8,500 |



CHFP010

List of past and present shareholders (Continued)

Company Number 4974765

| | | Shares or amount of stock transferred (if appropriate) | | |
|--|--|---|----------------------------------|--|
| Shareholders' details | Class and number of shares or amount of stock held | Class and number of shares or amount of stock transferred | Date of registration of transfer | |
| Name JAY POND-JONES | £0.01 ORDINARY | | | |
| Address 53 OXFORD GARDENS, LONDON, ENGLAND | | | | |
| | Shares Held | | | |
| UK postcode W10 5UJ | | | | |
| Name | | | | |
| | | | | |
| Address | | | | |
| | | | | |
| | - | | | |
| UK postcode L | | | | |
| Name | | | | |
| Address | - | | | |
| | | | | |
| UK postcode | | | | |
| Name | | | | |
| Address | - | | | |
| | _ | | | |
| UK postcode | | | | |



List of past and present shareholders Schedule to form 363a

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|---|---|---|---|---|-----|---|
| u | П | _ | _ | U | - 1 | u |

Company Number | 4974765

Company Name in full | FLIPSIDE TELEVISION LIMITED

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
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 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

| | | Shares or amount of stock transferred (if appropriate) | |
|--|--|---|---------------------------------------|
| Shareholders' details | Class and number of shares or amount of stock held | Class and number of shares or amount of stock transferred | Date of registration of transfer |
| Name CHIME COMMUNICATIONS PLC | £1.00 PREFERENCE | | |
| Address 14 CURZON STREET, LONDON, England | | | |
| UK postcode W1J 5HN | Shares Held 50,000 | | |
| | | | |
| Name THE OPTIMISTIC NETWORK LIMITED | £1.00 PREFERENCE | | |
| Address 6 & 7 PRINCES COURT, WAPPING LANE, LONDON, England | | | |
| | Shares Held 50,000 | | |
| UK postcode E1W 2DA | ļ | <u> </u> | · · · · · · · · · · · · · · · · · · · |
| Name | | | |
| Address | | | |
| UK postcode | | | |