

AR01

Annual Return

010438/30

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A14 25/09/2010 257
COMPANIES HOUSE

A7BXCNL9

A07 21/09/2010 246
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
notice of changes to the co
officers, registered office or
company type or information
relating to the company re

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 5 5 6 4 4 3 9

Company name in full ¹ Merlin Claims Services Holdings Limited

¹ **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

Date of this return ² d1 d5 m0 m9 y2 y0 y1 y0

² **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 ³

Classification code 1 7 4 1 5
Classification code 2
Classification code 3
Classification code 4

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

Principal activity
description

³ **Principal business activity**
You must provide a trade
classification code (SIC code) 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

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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 Stratton Court

Street Thursby Road Croft Business Park

Post town Bromborough

County/Region

Postcode W I R R A L

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

Street

Post town

County/Region

Postcode

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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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*	Mr
Full forename(s)	Keith
Surname	Broom
Former name(s) ^②	

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 ^①

Building name/number	The Duck House
Street	Marbury Hall Farm
Post town	Marbury
County/Region	Cheshire
Postcode	S Y 1 3 4 L P
Country	

① 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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Corporate secretary

C1 Corporate secretary's details ^①		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.
Please use this section to list all the corporate secretaries of the company		
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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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)	Keith
Surname	Broom
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d 0 d 5 m 0 m 5 y 1 y 9 y 6 y 3
Business occupation (if any)	Finance 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	The Duck House
Street	Marbury Hall Farm
Post town	Marbury
County/Region	Cheshire
Postcode	S Y 1 3 4 L P
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 Ian																
Surname	Jenkins																
Former name(s) ²																	
Country/State of residence	United Kingdom																
Nationality	British																
Date of birth	<table><tr><td>d</td><td>1</td><td>d</td><td>7</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	1	d	7	m	0	m	4	y	1	y	9	y	5	y	2
d	1	d	7	m	0	m	4	y	1	y	9	y	5	y	2		
Business occupation (if any)	Fund Manager																

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	Stratton Court								
Street	Thursby Road, Croft Business								
Post town	Park, Wirral								
County/Region									
Postcode	<table><tr><td>C</td><td>H</td><td>6</td><td>2</td><td></td><td>3</td><td>P</td><td>W</td></tr></table>	C	H	6	2		3	P	W
C	H	6	2		3	P	W		
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)	Adam David Elfion
Surname	Jones
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d5 m0 m1 y1 y9 y6 y6
Business occupation (if any)	Managing 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	Babson Capital Europe Limited
Street	
Post town	Aldwych
County/Region	London
Postcode	W C 2 B 4 A E
Country	United Kingdom

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)	Robin Ashley	
Surname	Phipps	
Former name(s) ②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d2</div> <div>d6</div> <div>m1</div> <div>m2</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y0</div> </div>	
Business occupation (if any)	Non - Executive 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	Stratton Court	
Street	Thursby Road, Croft Business	
Post town	Park, Wirral	
County/Region		
Postcode	<div> <div>C</div> <div>H</div> <div>6</div> <div>2</div> <div></div> <div>3</div> <div>P</div> <div>W</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)	Richard John
Surname	Webster
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d ₁ d ₃ m ₀ m ₉ y ₁ y ₉ y ₆ y ₁
Business occupation (if any)	Chief Executive Officer

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	21
Street	Belfield Road
Post town	Manchester
County/Region	Lancashire
Postcode	M 2 0 6 B J
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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Corporate director

E1	Corporate director's details ^①	<p>① 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.</p> <p>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.</p> <p>This information will appear on the public record.</p>
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		
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 ^②	<p>② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk</p> <p>③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>
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 ^③		
Registration number		
E4	Non-EEA companies	<p>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.</p>
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 registered ^④		
If applicable, the registration number		

Part 3 Statement of capital ^o

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
See attached schedule				£
				£
				£
				£
Totals				£

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

Total number of shares

Total aggregate
nominal value ⁵

⁵ Total aggregate nominal value
Please list total aggregate values in
different currencies separately For
example £100 + €100 + \$10 etc

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

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

Currency	Pounds Sterling			
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 ①	Aggregate nominal value ③
A 1 Ordinary	1 00	0 00	1,103,692	£1,103,692 00
A 2 Ordinary	0 00000001	0 00	8,690,000,000	£86 90
B 1 Ordinary	1 00	0 00	245,000	£245,000 00
B 2 Ordinary	0 00000001	0 00	2,310,000,000	£23 10
B 3 Ordinary Share	0 00000001	0 00	224,490,000	£2 2449
Preference	0 00000001	0 00	9,000,000	£0 09
Totals			11,234,838,692	£1,348,804 3349

③ Total number of issued shares in this class

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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	£1 00 A 1 Ordinary
Voting rights	See attached schedule
Class of share	£0 00 A 2 Ordinary
Voting rights	See attached schedule
Class of share	£1 00 B 1 Ordinary
Voting rights	See attached schedule
Class of share	£0 00 B 2 Ordinary
Voting rights	See attached schedule

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F4	Statement of capital (Voting rights)
Class of share	£1 00 A 1 Ordinary
Voting rights	<p>Voting Rights One vote for each A1 Ordinary Share held Dividends Available profits resolved by the Board (with Lead Investor Consent) to be distributed shall be distributed amongst holders of A Ordinary Shares and B Ordinary Shares pari passu as if they were one class of share pro rata according to the number of shares held by each such holder provided that, should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may also be entitled to participate in any dividend payment on a pro rata basis once the aggregate of the dividends paid on all of the A Ordinary Shares and B Ordinary Shares then in issue in any given financial year of the company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of any shares), the surplus assets of the Company remaining after the payment of its liabilities shall be distributed to the holders of A1 Ordinary Shares only after payments of £1 00 per Preference Share held by each such holder have been made after which the balance of such surplus assets shall be distributed amongst the holders of the A Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of shares) pro rata according to the number of A Ordinary Shares and B Ordinary Shares held by each such holder Redemption The A1 Ordinary Shares are not redeemable</p>

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F4	Statement of capital (Voting rights)
Class of share	£0 00 A 2 Ordinary
Voting rights	<p>Voting Rights One Vote for each A2 Ordinary Share</p> <p>held Dividends Available profits resolved by the Board (with Lead Investor Consent) to be distributed shall be distributed amongst holders of A Ordinary Shares and B Ordinary Shares pari passu as if they were one class of share pro rata according to the number of shares held by each such holder provided that, should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may also be entitled to participate in any dividend payment on a pro rat basis once the aggregate of the dividends paid on all of the A Ordinary Shares and B Ordinary Shares then in issue in any given financial year of the Company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed to the holders of A2 Ordinary Shares only after payments of £1 00 per Preference Share held by each such holder have been made after which the balance of such surplus assets shall be distributed amongst the holder so the A Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of shares) pro rata according to the number of A Ordinary Shares and B Ordinary Shares held by each such holder Redemption The A2 Ordinary Shares are not redeemable</p>

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F4	Statement of capital (Voting rights)
Class of share	£1 00 B 1 Ordinary
Voting rights	<p>Voting Rights One Vote for each B1 Ordinary Share</p> <p>held Dividends Available profits resolved by the Board (with Lead Investor Consent) to be distributed shall be distributed amongst holders of A Ordinary Shares and B Ordinary Shares pari passu as if they were one class of share pro rata according to the number of shares held by each such holder provided that, should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may also be entitled to participate in any dividend payment on a pro rat basis once the aggregate of the dividends paid on all of the A Ordinary Shares and B Ordinary Shares then in issue in any given financial year of the Company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed to the holders of B1 Ordinary Shares only after payments of £1 00 per Preference Share held by each such holder have been made after which the balance of such surplus assets shall be distributed amongst the holder so the A Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of shares) pro rata according to the number of A Ordinary Shares and B Ordinary Shares held by each such holder Redemption The B1 Ordinary Shares are not redeemable</p>

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F4	Statement of capital (Voting rights)
Class of share	£0 00 B 2 Ordinary
Voting rights	<p>Voting Rights One Vote for each B2 Ordinary Share</p> <p>held Dividends Available profits resolved by the Board (with Lead Investor Consent) to be distributed shall be distributed amongst holders of A Ordinary Shares and B Ordinary Shares pari passu as if they were one class of share pro rata according to the number of shares held by each such holder provided that, should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may also be entitled to participate in any dividend payment on a pro rat basis once the aggregate of the dividends paid on all of the A Ordinary Shares and B Ordinary Shares then in issue in any given financial year of the Company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the Company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed to the holders of B2 Ordinary Shares only after payments of £1 00 per Preference Share held by each such holder have been made after which the balance of such surplus assets shall be distributed amongst the holder so the A Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of shares) pro rata according to the number of A Ordinary Shares and B Ordinary Shares held by each such holder.Redimption The B2 Ordinary Shares are not redeemable</p>

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F4	Statement of capital (Voting rights)
Class of share	£0 00 B 3 Ordinary Share
Voting rights	<p>Voting Rights Teh B3 Ordinary Shares are Non -</p> <p>Voting Dividends Available profit resolved by the Board (with Lead Investor Consent) to be distributed shall be distributed amongst holders of A Ordinary Shares and B Ordinary Shares pari passu as if they were one class of share pro rata according to the number of shares held by each such holder provided that, should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may also be entitled to participate in any dividend payment on a pro rata basis once the aggregate of the dividends paid on all of the A Ordinary Shares and B Ordinary Shares then in issue in any given financial year of the Company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed to the holders of B2 Ordinary Shares only after payments of £1 00 per Preference Share held by each such holder have been made after which the balance of such surplus assets shall be distributed amongst the holders of the A Ordinary Shares and B Ordinary Shares (pari passu as if the same constituted one class of shares) pro rata according to the number of A Ordinary Shares and B Ordinary Shares held by each such holder Redemption The B3 Ordinary Shares are not redeemable</p>

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F4	Statement of capital (Voting rights)
Class of share	£0 00 Preference
Voting rights	<p>Voting Rights The Preference Shares shall entitle the holders to receive notice of and to attend and speak but not vote at any general meeting of the Company and a member who holds Preference Shares shall not count as a qualifying person for the purposes of section 318 of the Companies Act 2006 Dividends Should the Board (having obtained Lead Investor Consent) so determine, the Preference Shares may be entitled to participate in any dividend payment on a pro rata basis once the aggregate of the dividends paid on all of the A ordinary Shares and B Ordinary Shares then in issue in all given financial year of the company exceeds £1,000,000 Rights to Capital On a return of capital on liquidation or otherwise (except on a redemption or purchase by the company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed in paying to the holders of the Preference Shares £1 00 per Preference Share held by each such holder in priority to any payments to be made to the holders of A Ordinary Shares or B Ordinary Shares Redemption The Preference Shares are not redeemable</p>

Part 4

Shareholders

Does your company have share capital?

- Yes Complete the sections below
- No Go to Part 5 (Signature)

① This should reflect the shareholder details at the made up date of this annual return

G1

Traded public companies ②

- ☐ Please tick the box if your company was a traded public company at any time during the period of this return

② Traded company definition
A traded company means a company any of whose shares are admitted to trading on a regulated market

G2

List of past and present shareholders

Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns

Please tick the appropriate box below

- ☒ A full list of shareholders for a private or non-traded public company is enclosed Please complete **Section G3**, or
- ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete **Section G4**
- ☐ A list of shareholder changes is enclosed
 - For private or non-traded public companies, please complete **Section G3**
 - For traded public companies, please complete **Section G4**
- ☐ There were no shareholder changes in this period
 - Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

- ☒ The list of shareholders is enclosed on paper
- ☐ The list of shareholders is enclosed in another format

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Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
John Carmel Carr	£1 00 A 1 Ordinary	0	45,857	10 / 03 / 2010
Graham Cranford Smith	£1 00 A 1 Ordinary	0	39,306	10 / 03 / 2010
David Greenwood	£1 00 A 1 Ordinary	0	39,305	10 / 03 / 2010
Horninghaven Limited	£1 00 A 1 Ordinary	926,689		/ /
Christopher John Rechtern	£1 00 A 1 Ordinary	0	32,754	10 / 03 / 2010
David Edwin Roberts	£1 00 A 1 Ordinary	10,223		/ /
SG Hambros Trust Comapny (Channel Islands) Limited	£1 00 A 1 Ordinary	157,222		/ /
Kevin Christopher Wood	£1 00 A 1 Ordinary	9,558		/ /
				/ /
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Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Almack S A	£0 00 A 2 Ordinary	2,312,617,510		/ /
Ducess I CDO S A	£0 00 A 2 Ordinary	602,562,718		/ /
Duchess III CDO S A	£0 00 A 2 Ordinary	271,153,105		/ /
Horninghaven Limited	£0 00 A 2 Ordinary	5,503,666,667		/ /
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Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Russell Crewe	£1 00 B 1 Ordinary	20,230		/ /
Gill Fletcher	£1 00 B 1 Ordinary	10,115		/ /
SG Hambros Trust Comapny (Channel Islands) Limited	£1 00 B 1 Ordinary	197,239		/ /
Kevin Christopher Wood	£1 00 B 1 Ordinary	17,416		/ /
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				/ /

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Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Keith Broom	£0 00 B 2 Ordinary	561,000,000		/ /
Russell Crewe	£0 00 B 2 Ordinary	220,000,000		/ /
Alex Kilpatrick	£0 00 B 2 Ordinary	110,000,000		/ /
Richard Shanks	£0 00 B 2 Ordinary	110,000,000		/ /
John Watson	£0 00 B 2 Ordinary	220,000,000		/ /
Richard John Webster	£0 00 B 2 Ordinary	979,000,000		/ /
Kevin Christopher Wood	£0 00 B 2 Ordinary	110,000,000		/ /
				/ /
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				/ /
				/ /
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				/ /

AR01
Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Mrs Christine Phipps	£0 00 B 3 Ordinary Share	224,490,000		/ /
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Annual Return

G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Almack S A	£0 00 Preference	3,759,064	1,879,532	10 / 03 / 2010
Keith Broom	£0 00 Preference	242,857		/ /
Russell Crewe	£0 00 Preference	95,238		/ /
Ducess I CDO S A	£0 00 Preference	1,134,651	423,810	10 / 03 / 2010
			23,048	10 / 03 / 2010
			120,468	10 / 03 / 2010
Duchess III CDO S A	£0 00 Preference	510,593	219,809	10 / 03 / 2010
			35,487	10 / 03 / 2010
Duchess IV CLO B V	£0 00 Preference	595,692	12,132	10 / 03 / 2010
			95,238	10 / 03 / 2010
			95,238	10 / 03 / 2010
			47,619	10 / 03 / 2010
			47,619	10 / 03 / 2010

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G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Horninghaven Limited	£0 00 Preference	2,000,000		/ /
Alex Kilpatrick	£0.00 Preference	47,619		/ /
Richard Shanks	£0 00 Preference	47,619		/ /
John Watson	£0 00 Preference	95,238		/ /
Richard John Webster	£0 00 Preference	423,810		/ /
Kevin Christopher Wood	£0 00 Preference	47,619		/ /
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				/ /
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				/ /

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Annual Return

G4

Traded public companies – list of past and present shareholders

This section should show 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 public companies that have traded on a regulated market at any time during the period of this return.

Changes during this period 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 company shareholders on

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

Please list the company shareholders in alphabetical order.

Joint shareholders should be listed consecutively.

Further shareholders

Please use a 'Traded public companies – list of past and present shareholders' continuation page if necessary.

Shareholder's details	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /

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Annual Return

Part 5 Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X

W. Brown

/

Secretary

X

This form may be signed by
Director ^①, Secretary, Person authorised ^②, Charitable 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

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Annual Return



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 Betty Gallagher

Company name Stratton Court

Address Thursby Road

Croft Business Park

Post town Bromborough

County/Region Wirral

Postcode C H 6 2 3 P W

Country

DX

Telephone 01513435610



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ 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 of £30 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'



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