

# **AR01** (ef)

#### **Annual Return**



Received for filing in Electronic Format on the:

15/04/2014

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Company Name: Racecourse Media Group Limited

Company Number: 06544004

Date of this return: 26/03/2014

*SIC codes:* **70100** 

Company Type: Private company limited by shares

Situation of Registered

Office:

10TH FLOOR, THE MET BUILDING 22 PERCY STREET

LONDON

UNITED KINGDOM

W1T 2BU

## Single Alternative Inspection Location (SAIL)

The address for an alternative location to the company's registered office for the inspection of registers is:

JESSOP HOUSE JESSOP AVENUE CHELTENHAM GLOS UNITED KINGDOM GL50 3WG

The following records have moved to the single alternative inspection location:

Register of members (section 114)

Register of directors (section 162)

Register of secretaries (section 275)

Records of resolutions and meetings (section 358)

Officers of the company

#### Company Secretary 1

Type: Person

Full forename(s): CLODAGH MARIA

Surname: CURRAN

Former names:

Service Address: 6 DAGMAR ROAD

LONDON

UNITED KINGDOM

**N4 4PB** 

#### Company Secretary 2

Type: Corporate

Name: NEPTUNE SECRETARIES LIMITED

Registered or

principal address: JESSOP HOUSE JESSOP AVENUE

**CHELTENHAM** 

**GLOS** 

UNITED KINGDOM

**GL50 3WG** 

European Economic Area (EEA) Company

Register Location: ENGLAND & WALES

Registration Number: 02455581

Company Director 1 Type: Person Full forename(s): MR SIMON LOUIS **BAZALGETTE** Surname: Former names: 10TH FLOOR, THE MET BUILDING 22 PERCY STREET Service Address: LONDON UNITED KINGDOM W1T 2BU Country/State Usually Resident: UNITED KINGDOM Date of Birth: 28/03/1962 Nationality: BRITISH Occupation: DIRECTOR

Company Director 2
Type: Person
Full forename(s): MR WILLIAM JOHN PATTEN

Surname: DERBY

Former names:

Service Address: BRIDGE FARM, GILLING EAST YORK NORTH YORKSHIRE UNITED KINGDOM YO62 4JW

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 24/11/1970 Nationality: BRITISH

Occupation: DIRECTOR

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Company Director	3
Type: Full forename(s):	Person SIMON TUDOR
Surname:	ELLEN
Former names:	
Service Address:	10TH FLOOR, THE MET BUILDING 22 PERCY STREET LONDON UNITED KINGDOM W1T 2BU
Country/State Usually Re.	sident: UNITED KINGDOM
Date of Birth: 11/06/1949 Occupation: COMPANY	Nationality: BRITISH DIRECTOR

Company Director  Type: Full forename(s):	4 Person MR WILLIAM GUY	
Surname:	FARNSWORTH	
Former names:		
Service Address:	BIRKLEA HARRYBURN ROAD LAUDER BERWICKSHIRE UNITED KINGDOM TD2 6PB	
Country/State Usually Resident: UNITED KINGDOM		
Date of Birth: 14/07/1968 Occupation: RACECOU	Nationality: BRITISH RSE MANAGER	

Company Director	5	
Type: Full forename(s):	Person PAUL RICHARD	
Surname:	FISHER	
Former names:		
Service Address:	1A BELMONT ROAD REIGATE SURREY UNITED KINGDOM RH2 7ED	
Country/State Usually Resident: UNITED KINGDOM		
Date of Birth: 24/01/1965 Occupation: MANAGING	Nationality: BRITISH G DIRECTOR	

Company Director	6
Type:	Person
Full forename(s):	RICHARD JOHN NORMAN
Surname:	FITZGERALD
Former names:	
Service Address:	21 BECKETTS PLACE
	HAMPTON WICK
	MIDDLESEX UNITED KINGDOM
	KT1 4EQ

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 19/05/1962 Nationality: BRITISH

Occupation: CHIEF EXECUTIVE

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Company Director Type: Person Full forename(s): MR ROGER CHARLES **LEWIS** Surname: Former names: GILLINGHAM HOUSE, 38-44 GILLINGHAM STREET Service Address: LONDON UNITED KINGDOM SW1V 1HU Country/State Usually Resident: UNITED KINGDOM Date of Birth: 24/08/1954 Nationality: BRITISH Occupation:

**GROUP CHIEF EXECUTIVE** 

Electronically Filed Document for Company Number: 06544004

**OFFICER** 

Company Director	8
Type: Full forename(s):	Person JAMES HENRY
Surname:	SANDERSON
Former names:	
Service Address:	GILLINGHAM HOUSE, 38-44 GILLINGHAM STREET LONDON UNITED KINGDOM SW1V 1HU
Country/State Usually Re.	sident: UNITED KINGDOM
Date of Birth: 13/09/1968 Occupation: ALTERNAT	Nationality: BRITISH TE DIRECTOR

erson AMES HENRY
ANDERSON
ILLINGHAM HOUSE, 38-44 GILLINGHAM STREET ONDON NITED KINGDOM W1V 1HU
lent: UNITED KINGDOM
Nationality: BRITISH DIRECTOR

Type:	Person
Company Director	10

Full forename(s): MR JOHN FRANCIS

Surname: SANDERSON

Former names:

Service Address: PHOENIX LODGE, SERLBY ESTATES BLYTH ROAD

**SERLBY** 

DONCASTER

UNITED KINGDOM

**DN10 6BB** 

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 21/09/1941 Nationality: BRITISH

Occupation: DIRECTOR

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Company Director 11

Type: Person

Full forename(s): MARTIN JAMES

Surname: STEVENSON

Former names:

Service Address: 10TH FLOOR, THE MET BUILDING 22 PERCY STREET

LONDON

UNITED KINGDOM

W1T 2BU

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: 05/07/1964 Nationality: BRITISH

Occupation: FINANCE DIRECTOR

#### Statement of Capital (Share Capital)

#### Prescribed particulars

A SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE SUCH VOTE PER SHARE HELD AS EQUALS THE RELEVANT VOTING PERCENTAGE AS SPECIFIED IN ARTICLE 4.9.3. DIVIDEND RIGHTS: BEFORE CONVERSION UPON A CONVERSION EVENT, EACH 'A' ORDINARY SHARE SHALL ENTITLE THE HOLDER THEREOF TO A PERCENTAGE OF THE DISTRIBUTABLE PROFITS OF THE COMPANY THAT THE COMPANY DETERMINES TO DISTRIBUTE (OTHER THAN ANY DIVIDEND DECLARED IN RESPECT OF THE 'B' ORDINARY SHARES) EQUAL TO THE RELEVANT INCOME PERCENTAGE ATTRIBUTABLE TO THAT 'A' ORDINARY SHARE AND AFTER CONVERSION UPON A CONVERSION EVENT, ANY PROFITS OF THE COMPANY THAT THE COMPANY DETERMINES TO DISTRIBUTE (OTHER THAN ANY DIVIDEND DECLARED IN RESPECT OF THE 'B' ORDINARY SHARES) SHOULD BE PAID TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ANY ORDINARY SHARES HELD BY THEM. REGULATION 104 OF TABLE A SHALL NOT APPLY TO THE EXTENT IT IS INCONSISTENT WITH THIS ARTICLE 4. DISTRIBUTION RIGHTS ON A WINDING UP: ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE OF THE COMPANY (EACH A "CAPITAL EVENT"), THE SURPLUS ASSETS SHALL BE DIVIDED BETWEEN THE HOLDERS OF SHARES AS FOLLOWS: 4.1.1 FIRST, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE (I) AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR THE 'B' ORDINARY SHARES HELD BY IT AND (II) AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON THE 'B' ORDINARY SHARES HELD BY IT; 4.1.2 SECOND, EACH HOLDER OF 'A' ORDINARY SHARES AND ORDINARY SHARES SHALL RECEIVE AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR ANY SUCH SHARES HELD BY IT AND AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON SUCH SHARES; 4.1.3 THIRD, EACH HOLDER OF DEFERRED SHARES SHALL RECEIVE £1 IN RESPECT OF HIS ENTIRE HOLDING OF DEFERRED SHARES; AND 4.1.4 FOURTH, (I) BEFORE CONVERSION UPON A CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND EACH HOLDER OF 'A' ORDINARY SHARES SHALL RECEIVE A PERCENTAGE OF THE REMAINING SURPLUS ASSETS EQUAL TO THE AGGREGATE RELEVANT CAPITAL PERCENTAGES IN RESPECT OF THE 'A' ORDINARY SHARES HELD BY IT AND, (II) AFTER A CONVERSION UPON CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ORDINARY SHARES. REDEEMABLE SHARES: THE "A" ORDINARY SHARES ARE NOT REDEEMABLE.

Class of shares "B" ORDINARY Number allotted 10000

Aggregate nominal 1000000

value

Amount paid 200

Amount unpaid 0

Prescribed particulars

**GBP** 

Currency

THE 'B' ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF, ATTEND OR VOTE IN GENERAL MEETINGS OF THE COMPANY. DIVIDEND RIGHTS: IN ANY YEAR THAT THE DISTRIBUTABLE PROFITS OF THE COMPANY EXCEED £100,000,000, EACH 'B' ORDINARY SHARE SHALL ENTITLE THE HOLDER THEREOF TO AN AMOUNT EQUAL TO 10% OF SUCH EXCESS DIVIDED BY THE TOTAL NUMBER OF 'B' ORDINARY SHARES IN ISSUE. THE 'B' ORDINARY SHARES SHALL NOT OTHERWISE ENTITLE THE HOLDERS TO ANY SHARE IN THE DISTRIBUTABLE PROFITS OF THE COMPANY. DISTRIBUTION RIGHTS ON A WINDING UP: ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE OF THE COMPANY (EACH A "CAPITAL EVENT"), THE SURPLUS ASSETS SHALL BE DIVIDED BETWEEN THE HOLDERS OF SHARES AS FOLLOWS: 4.1.1 FIRST, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE (I) AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR THE 'B' ORDINARY SHARES HELD BY IT AND (II) AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON THE 'B' ORDINARY SHARES HELD BY IT; 4.1.2 SECOND, EACH HOLDER OF 'A' ORDINARY SHARES AND ORDINARY SHARES SHALL RECEIVE AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR ANY SUCH SHARES HELD BY IT AND AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON SUCH SHARES; 4.1.3 THIRD, EACH HOLDER OF DEFERRED SHARES SHALL RECEIVE £1 IN RESPECT OF HIS ENTIRE HOLDING OF DEFERRED SHARES; AND 4.1.4 FOURTH, (I) BEFORE CONVERSION UPON A CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND EACH HOLDER OF 'A' ORDINARY SHARES SHALL RECEIVE A PERCENTAGE OF THE REMAINING SURPLUS ASSETS EQUAL TO THE AGGREGATE RELEVANT CAPITAL PERCENTAGES IN RESPECT OF THE 'A' ORDINARY SHARES HELD BY IT AND, (II) AFTER A CONVERSION UPON CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ORDINARY SHARES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.

Class of shares "B" ORDINARY Number allotted 450

Aggregate nominal 45000

value

Currency GBP Amount paid 100

Amount unpaid 0

Prescribed particulars

THE 'B' ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS THEREOF TO RECEIVE NOTICE OF, ATTEND OR VOTE IN GENERAL MEETINGS OF THE COMPANY. DIVIDEND RIGHTS: IN ANY YEAR THAT THE DISTRIBUTABLE PROFITS OF THE COMPANY EXCEED £100,000,000, EACH 'B' ORDINARY SHARE SHALL ENTITLE THE HOLDER THEREOF TO AN AMOUNT EQUAL TO 10% OF SUCH EXCESS DIVIDED BY THE TOTAL NUMBER OF 'B' ORDINARY SHARES IN ISSUE. THE 'B' ORDINARY SHARES SHALL NOT OTHERWISE ENTITLE THE HOLDERS TO ANY SHARE IN THE DISTRIBUTABLE PROFITS OF THE COMPANY. DISTRIBUTION RIGHTS ON A WINDING UP: ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE OF THE COMPANY (EACH A "CAPITAL EVENT"), THE SURPLUS ASSETS SHALL BE DIVIDED BETWEEN THE HOLDERS OF SHARES AS FOLLOWS: 4.1.1 FIRST, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE (I) AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR THE 'B' ORDINARY SHARES HELD BY IT AND (II) AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON THE 'B' ORDINARY SHARES HELD BY IT; 4.1.2 SECOND, EACH HOLDER OF 'A' ORDINARY SHARES AND ORDINARY SHARES SHALL RECEIVE AN AMOUNT EQUAL TO THE AMOUNT SUBSCRIBED FOR ANY SUCH SHARES HELD BY IT AND AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS ON SUCH SHARES; 4.1.3 THIRD, EACH HOLDER OF DEFERRED SHARES SHALL RECEIVE £1 IN RESPECT OF HIS ENTIRE HOLDING OF DEFERRED SHARES; AND 4.1.4 FOURTH, (I) BEFORE CONVERSION UPON A CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND EACH HOLDER OF 'A' ORDINARY SHARES SHALL RECEIVE A PERCENTAGE OF THE REMAINING SURPLUS ASSETS EQUAL TO THE AGGREGATE RELEVANT CAPITAL PERCENTAGES IN RESPECT OF THE 'A' ORDINARY SHARES HELD BY IT AND, (II) AFTER A CONVERSION UPON CONVERSION EVENT, EACH HOLDER OF 'B' ORDINARY SHARES SHALL RECEIVE AN AMOUNT, IF ANY, EQUAL TO THE AGGREGATE B SHARE CAPITAL POOL ENTITLEMENT OF THE 'B' ORDINARY SHARES HELD BY IT, AND THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ORDINARY SHARES. REDEEMABLE SHARES: THE SHARES ARE NOT REDEEMABLE.

Class of shares DEFERRED Number allotted 1000

Aggregate nominal 1

value

Currency GBP Amount paid per share 0.001

Amount unpaid per share 0

Prescribed particulars

THE DEFERRED SHARES DO NOT CONFER ON THE HOLDER THEREOF ANY ENTITLEMENT TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY; DIVIDEND RIGHTS: THE DEFERRED SHARES DO NOT CONFER ON THE HOLDER ANY RIGHT TO A DIVIDEND; DISTRIBUTION RIGHTS: ON A RETURN OF ASSETS ON A LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE OF THE COMPANY EACH HOLDER OF DEFERRED SHARES SHALL RECEIVE £1 IN RESPECT OF HIS ENTIRE HOLDING OF DEFERRED SHARES; REDEEMABLE SHARES: THE DEFERRED SHARES ARE NOT REDEEMABLE.

Statem	ent of Ca	pital (Totals)		
Currency	GBP		Total number of shares	11470
			Total aggregate nominal value	1047001

### Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 26/03/2014 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

Shareholding 1 : 1000 DEFERRED shares held as at the date of this return

Name: JOCKEY CLUB RACECOURSES LIMITED

Shareholding 2 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE BEVERLEY RACE COMPANY LIMITED

Shareholding 3 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE BIBURY CLUB LIMITED

Shareholding 4 : 1 "A" ORDINARY shares held as at the date of this return

Name: CARTMEL STEEPLECHASES (HOLKER) LIMITED

Shareholding 5 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE CATTERICK RACECOURSE COMPANY LIMITED

Shareholding 6 : 2 "A" ORDINARY shares held as at the date of this return

Name: CHESTER RACE COMPANY LIMITED

Shareholding 7 : 1 "A" ORDINARY shares held as at the date of this return

Name: GOODWOOD RACECOURSE LIMITED

Shareholding 8 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE HAMILTON PARK RACECOURSE COMPANY LIMITED

Shareholding 9 : 1 "A" ORDINARY shares held as at the date of this return

Name: JOCKEY CLUB RACECOURSES LIMITED

Shareholding 10 : 1 "A" ORDINARY shares held as at the date of this return

Name: KELSO RACES LIMITED

Shareholding 11 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE LUDLOW RACE CLUB LIMITED

Shareholding 12 : 1 "A" ORDINARY shares held as at the date of this return

Name: MUSSELBURGH JOINT RACING COMMITTEE

Shareholding 13 : 1 "A" ORDINARY shares held as at the date of this return

Name: NEWBURY RACECOURSE PLC

Shareholding 14 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE PERTH HUNT

Shareholding 15 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE PONTEFRACT PARK RACE COMPANY LIMITED

Shareholding 16 : 1 "A" ORDINARY shares held as at the date of this return

Name: REDCAR RACECOURSE LIMITED

Shareholding 17 : 1 "A" ORDINARY shares held as at the date of this return

Name: THIRSK RACECOURSE LIMITED

Shareholding 18 : 1 "A" ORDINARY shares held as at the date of this return

Name: THE WESTERN MEETING CLUB LIMITED (AYR)

Shareholding 19 : 1 "A" ORDINARY shares held as at the date of this return

Name: WETHERBY STEEPLECHASE COMMITTEE LIMITED

Shareholding 20 : 1 "A" ORDINARY shares held as at the date of this return

Name: YORK RACECOURSE KNAVESMIRE LLP

Shareholding 21 : 240 "B" ORDINARY shares held as at the date of this return

Name: THE BEVERLEY RACE COMPANY LIMITED

Shareholding 22 : 202 "B" ORDINARY shares held as at the date of this return

Name: THE BIBURY CLUB LIMITED

Shareholding 23 : 46 "B" ORDINARY shares held as at the date of this return

Name: CARTMEL STEEPLECHASES (HOLKER) LIMITED

Shareholding 24 : 309 "B" ORDINARY shares held as at the date of this return

Name: THE CATTERICK RACECOURSE COMPANY LIMITED

Shareholding 25 : 354 "B" ORDINARY shares held as at the date of this return

Name: CHESTER RACE COMPANY LIMITED

Shareholding 26 : 666 "B" ORDINARY shares held as at the date of this return

Name: GOODWOOD RACECOURSE LIMITED

Shareholding 27 : 195 "B" ORDINARY shares held as at the date of this return

Name: THE HAMILTON PARK RACECOURSE COMPANY LIMITED

Shareholding 28 : 5563 "B" ORDINARY shares held as at the date of this return

Name: JOCKEY CLUB RACECOURSES LIMITED

Shareholding 29 : 150 "B" ORDINARY shares held as at the date of this return

Name: KELSO RACES LIMITED

Shareholding 30 : 133 "B" ORDINARY shares held as at the date of this return

Name: THE LUDLOW RACE CLUB LIMITED

Shareholding 37 : 269 "B" ORDINARY shares held as at the date of this return

Name: MUSSELBURGH JOINT RACING COMMITTEE

Shareholding 32 : 582 "B" ORDINARY shares held as at the date of this return

Name: NEWBURY RACECOURSE PLC

Shareholding 33 : 150 "B" ORDINARY shares held as at the date of this return

Name: THE PERTH HUNT

Shareholding 34 : 244 "B" ORDINARY shares held as at the date of this return

Name: THE PONTEFRACT PARK RACE COMPANY LIMITED

Shareholding 35 : 237 "B" ORDINARY shares held as at the date of this return

Name: REDCAR RACECOURSE LIMITED

Shareholding 36 : 161 "B" ORDINARY shares held as at the date of this return

Name: THIRSK RACECOURSE LIMITED

Shareholding 37 : 348 "B" ORDINARY shares held as at the date of this return

Name: THE WESTERN MEETING CLUB LIMITED (AYR)

Shareholding 38 : 134 "B" ORDINARY shares held as at the date of this return

Name: WETHERBY STEEPLECHASE COMMITTEE LIMITED

Shareholding 39 : 467 "B" ORDINARY shares held as at the date of this return

Name: YORK RACECOURSE KNAVESMIRE LLP

#### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.