00/000/40

In accordance with Section 854 of the Companies Act 2006 AR01

BLUEPRINT

OneWorld

Annual Return

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

		e see			th this ay' on ti								-	rvice to		le this for	m onl	line		
•	that t	nay u the co ct as a nust f	se thi impar at the île an	s forr ny inf e date i Ann	n to cor ormatio of this ual Retu	n is returr	•	Y n c	ou ca otice officer ompa	this fo innot us of chai s, regis any type g to the	se this nges to tered o e or inf	form to the conflict	o give			For further refer to ou			•	se
Part 1	Col	mp	an	y d	etai	ls							THU	A45	18.54	A1KA 25/10/	2012		#176	- 3 -
	The	secti	ion m	nust l	oe com	plete	d by	y all	com	panies	•					DOMPANIE bold black All fields specified	mpiete k capita are mar	in type ils. ndatory	uniess	
A1	Com	ıpan	y de	etail	s															
Company number	Z	С	0	0	0 0	5		5							ſ	• Company				
Company name in full	Lon	ndon	Нус	drau	ılıc I	Powe	r (Com	pany	<i>-</i>		-			_	changed the comp this return	its name any nan	e, pleas	e prov	
A2	Retu	urn d	late				ı													
Date of this return ②	If you	The ou wo	annu uld lil	al ret ke the	ual retui urn mus compa AR01 a	st be d iny's n ipprop	leliv nade oriat	ered e up e for	with	n 28 da to be ea er mada	ays of arlier t	the dat han 1 (te give	en belov	, N	◆ Date of the Your come is usually incorporate of the last Companion an earlier be a later	pany's r the anr tion or t annua es Hous return	return i niversa the ani il returi e You	ry of niversa n filed a may ch	at oose
A3			l bu	<u>'</u> sine	ss act	'_									ı	oc a latei	date			
	Plea		ow th	ne tra	de class			code	numi	oer(s) fo	or the	princip	al		_ [Principal You must classifica	provide	e a trac	e	007)
Classification code 1	6	1	9	0	0											or a desc main bus				iny's
Classification code 2		<u> </u>														A full list				
Classification code 3																codes are				bsite
Classification code 4															_					
		ou car iness			nine a c	ode, p	oleas	se gi	ve a l	orief de	scripti	on of y	our							
Principal activity description	Tel	Leco	mmu	nica	tions	S							·		<u>-</u>					
											_				-					
					. 								_	<u>,</u>	-					

Annual Return (For returns made up to a date on or after 1 October 2011) Company type • Company type Please confirm your company type by ticking the appropriate box below (only If you are unsure of your company one box must be ticked) type, please check your latest Public limited company certificate of incorporation or our Private company limited by shares website www.companieshouse.gov.uk Private company limited by quarantee Private company limited by shares exempt under section 60 Private company limited by quarantee exempt under section 60 Private unlimited company with share capital Private unlimited company without share capital Registered office address • Building name/number | Vodafone House OChange of registered office This must agree with the address Street The Connection 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 Post town Newbury AD01 and submit it together with this annual return County/Region Berkshire Postcode G 1 2 N **A6** Single alternative inspection location (SAIL) of the company records (if applicable) • • SAIL address Building name/number This must agree with the address that is held on the Companies House Street record at the date of this return If the address has changed, you should complete form AD02 and Post town submit it together with this annual County/Region retum Postcode Location of company records 6 O Location of company records Please tick the appropriate box to indicate which records are kept at the SAIL If the company records are held at address in Section A6 the registered office address, do not Register of members tick any of the boxes in this section Register of directors Certain records must be kept by Directors' service contracts every company while other records are only kept by certain company Directors' indemnities types where appropriate Register of secretaries. Records of resolutions etc If the records are not kept at the SAIL address, they must be available Contracts relating to purchase of own shares at the registered office Documents relating to redemption or purchase of own share out of If any of the company records have capital by private company moved from the registered office Register of debenture holders to the address in Section A6 since Report to members of outcome of investigation by public company into the last annual return, you must interests in its shares complete form AD03 and submit it together with this annual return 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

AR01

CHFP010 10/11 Version 5 0

Annual Return (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 •							
	Please use this section to list all the secretaries of the company For a corporate secretary, complete Section C1-C4	O Secretary appointments You may not use this form to appoint a secretary To do this,						
Title*		please complete form AP03 and submit it together with this annual						
Full forename(s)		return						
Surname		Corporate details Please use Section C1-C4 to enter						
Former name(s) 2	Secretary's convice address 8	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 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						
	Secretary's service address							
Building name/number Street		Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The						
Post town		 Company's Registered Office' in the address. 						
County/Region		This information will appear on the public record						
Postcode		public record						
Country		-						

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

Corporate secretary

C1	Corporate secretary's details ®				
	Please use this section to list all the corporate secretaries of the company	O Corporate secretary appointments You cannot use this form to appoint			
Corporate body/firm name	Vodafone Corporate Secretaries Limited	a corporate secretary To do this, please complete form AP04 and submit it together with this annual return			
Building name/number	Vodafone House	Corporate secretary details			
Street	The Connection	All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have			
Post town	Newbury	not notified us, please complete			
County/Region	Berkshire	This information will appear on the			
Postcode	R G 1 4 2 F N	public record			
Country	United Kingdom				
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				
С3	EEA companies ®	· <u> </u>			
_	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance			
Where the company/ firm is registered ©	United Kingdom	www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law			
Registration number	2357692	Directive (68/151/EEC)			
C4	Non-EEA companies	<u>'</u>			
_	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.	O 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			
Legal form of the corporate body or firm		that register			
Governing law					
If applicable, where the company/firm is registered ©					
If applicable, the registration number					

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

Director

D1	Director's details •	-					
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	O Director appointments You cannot use this form to appoint a director To do this, please					
Title*		complete form APO1 and submit it together with this annual return					
Full forename(s)	Philip Stephen James	Corporate details					
Surname	Davis	Please use Section E1-E4 to enter corporate director details.					
Former name(s) •		Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please					
Nationality	British	complete form CH01					
Date of birth	$\begin{bmatrix} \mathbf{d} & 1 & \mathbf{d} & 0 \end{bmatrix}$ $\begin{bmatrix} \mathbf{m} & 0 & \mathbf{m} & 2 \end{bmatrix}$ $\begin{bmatrix} \mathbf{y} & 1 & \mathbf{y} & 9 \end{bmatrix}$ $\begin{bmatrix} \mathbf{y} & 6 & \mathbf{y} & 6 \end{bmatrix}$	Please provide any previous names					
Business occupation (if any)	Lawyer	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®						
Building name/number	Waterside House	Service address If you have previously notified					
Street	Longshot Lane	Companies House that the service address is at 'The Company's					
		Registered Office', please state 'The Company's Registered Office' in the					
Post town	Bracknell address.						
County/Region	Berkshire	This information will appear on the public record					
Postcode	R G 1 2 1 X L						
Country	United Kingdom						

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

Director

D1	Director's details ⁰	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please
Title*	Mr	complete form AP01 and submit it together with this annual return
Full forename(s)	Alan Royston	Corporate details
Surname	Kinch	Please use Section E1-E4 to enter corporate director details.
Former name(s) 2		Director details All details must agree with those previously notified to Companies
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please
Nationality	British	complete form CH01
Date of birth	d 0 d 1 m 0 m 9 y 1 y 9 y 7 y 8	Please provide any previous names
Business occupation (if any)	Accountant	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 €	
Building name/number	Waterside House	Service address If you have previously notified
Street	Longshot Lane	Companies House that the service address is at 'The Company's
		Registered Office', please state 'The Company's Registered Office' in the
Post town	Bracknell	address
County/Region	Berkshire	This information will appear on the public record
Postcode	R G 1 2 1 X L	positivesta
Country	United Kingdom	

Annual Return

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

Corporate director

E1	Corporate director's details ⁰			
Corporate body/firm	Please use this section to list all the corporate director's of the company	Ocorporate director appointments You cannot use this form to appoint a corporate director To do this, please complete form APO2 and		
name		submit it together with this annual return		
Building name/number		Corporate director details All details must agree with those		
Street		previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form CH02		
Post town		This information will appear on the		
County/Region		public record		
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 o			
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk		
Where the company/ firm is registered €		This is the register mentioned in Article 3 of the First Company Law		
Registration number		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.	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		
Legal form of the corporate body or firm		that register		
Governing law				
If applicable, where the company/firm is registered •				
If applicable, the registration number				

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

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).					◆ This should reflect the company's capital status at the made up date of this annual return				
F1	Share capital in	hare capital in pound sterling (£)								
		ach class of shares held in complete Section F1 and								
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 share	es ()	Aggregate nominal value 3				
5% NON-CUMULAT	IVE	10 00	0 00		790	f 7,900 00				
ORDINARY		2 00	0 00		79,000	f 158,000 00				
						£				
						£				
			Totals		79,790	£ 165,900 00				
F2	Share capital in	other currencies								
Please complete the ta Please complete a sep		ny class of shares held in currency	other currencies							
Currency										
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share 🔮	Amount (if any) unpaid on each share	Number of share	₅ 0	Aggregate nominal value 4				
				ļ 		[
		<u></u>	Totals							
			·	<u> </u>		l				
Currency										
Class of shares (E g Ordinary/Preference etc.)		Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares 19		Aggregate nominal value 4				
<u> </u>	-									
			Totals							
F3	Totals									
	Please give the tota issued share capital	I number of shares and to	otal aggregate nominal i	value of	Please lis	gregate nominal value st total aggregate values in				
Total number of shares						currencies separately For £100 + €100 + \$10 etc				
Total aggregate nominal value ⊙										
 Including both the noming share premium Total number of issued s 	-	Number of shares issued n nominal value of each share	re Plea	tinuation Page se use a Statem e if necessary		al continuation				

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

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	£10 00 5% NON-CUMULATIVE PREFERENCE							
Voting rights	The preference shareholders have the right to vote at all General Meetings and are entitled to 4,000 votes per share. The preference shares rank first upon a winding-up, and are entitled to £10,000 per share.							
Class of share	£2 00 ORDINARY							
Voting rights	The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption							
Class of share								
Voting rights								
Class of share								
Voting rights								

AR01 **Annual Return** (For returns made up to a date on or after 1 October 2011) **Shareholders** Part 4 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 Were any of the company's shares admitted to trading on a market at any **Ouestion 1** A market is one established under time during this return period? Please tick the appropriate box below • the rules of a UK recognised investment exchange or any other No go to Section G2 'Past and present shareholders' regulated markets in or outside of Yes go to Question 2 the UK, or any other market outside of the UK. The current UK recognized **Ouestion 2** Please only refer to Question 2 below if you have answered 'Yes' to investment exchanges and regulated Question 1 If you answered 'No', please go to Section G2 'Past and present markets can be found at shareholders' www.fsa.gov.uk/register/exchanges.do ODTR5 refers to the Vote Holder and Did the company, throughout the return period, have any shares admitted to Issuer Notification Rules contained trading on a relevant market and was it, throughout the return period, an issuer in Chapter 5 of the Disclosure and to which DTR5 applies?(3) Please tick the appropriate box below • Transparency Rules source book issued by the Financial Services Authority Notification is required go to Section G4 'Shareholders who hold at least 5% of any class when the percentage acquisition of of shares of the company as at the made up date of the return' a shareholder in the company has go to Part 5 'Signature' reached a certain threshold (starting at 3%) G2 List of past and present shareholders 9 The company is required to provide a full list of past and present shareholders This section only applies to if one was not included with either of the last two returns. Please tick the companies answering 'No' in Section G1 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 \square 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)

Annual Return

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

G3

List of past and present shareholders O

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 'List of past and present shareholders' continuation page if necessary

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

ı		Shares or stock currently held	Shares or stock transferr	ed (if appropriate)
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Cable & Wireless U K	£10 00 5% NON-CUMULATIVE PREFERENCE	790		1 1
				1 1
				1 1
		_		1 1
,		_		l l
				1 1
				j j
				1 1
				1 1
				1 1
				1 1
				1 1

Annual Return

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

G3

List of past and present shareholders 9

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 'List of past and present shareholders' continuation page if necessary

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

		Shares or stock currently held	Shares or stock transferr	ed (if appropriate)
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Cable & Wireless Aspac Holdings Limited	£2 00 ORDINARY	1		1 1
Cable & Wireless Europe Holdings Limited	£2 00 ORDINARY	1		1 1
Cable & Wireless U K	£2 00 ORDINARY	78,996		1 1
Cable & Wireless UK Holdings Limited	£2 00 ORDINARY	1		1 1
Cable and Wireless Nominee Limited	£2 00 ORDINARY	1		1 1
				1 1
				1 1
				1 1
				1 1
				1 1
				1 1
				1 1
	_			

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

Annual Return

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

Signature Part 5 This must be completed by all companies O Societas Europaea If the form is being filed on behalf I am signing this form on behalf of the company of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person Signature signing has membership X X Person authorised Under either section 270 or 274 of behalf of Vodafone Corporate Secretaries Limited For & c the Companies Act 2006 This form may be signed by Director , Secretary, Person authorised , Charity commission receiver and manager, CIC manager, Judicial factor

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	Corporate Secretariat
Company name	Vodafone Group Services
	Limited
Address	Vodafone House
	The Connection
Post town	Newbury
County/Region	Berkshire
Postcode	R G 1 4 2 F N
Country	United Kingdom
DX	
Telephone	

1

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 of £40 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