

— for the record — Company Name
PHILIPPINE GOLD LIMITED

363s Annual Return

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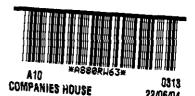
Company Type
Private Company Limited By
Shares
Company Number
666509
Information extracted from
Companies House records on

list of activity codes.

12th June 2004

- > Please check the details printed in blue on this statement.
- If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Section 1: Company details



		22/06/04
Ref: 666509/03/10	Current details	Amended details
Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Southampton House 317 High Holborn London WC1V 7NL	Address FAIRFAX HOUSE 15 FULLWOOD PLACE LONDON UK Postcode WCIV 6 AY
Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address where the Register is held 10 Dundas Street Edinburgh EH3 6HZ	Address FAIRFAX HOUSE 15 FULWOOD PLACE LONDON UK Postcode MCIV 6AY
> Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Registered Office	Address UK Postcode
Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code Description 1450 Other mining and quarrying	SIC CODE Description
Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for		

Company Number - 666509		Section 2: Details of Officers of the Company		
		Current details	Amended details	
	Company Secretary If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Alison WILSON Address 31 Avaion Gardens Linlithgow Bridge	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B	
		Linlithgow EH49 7QE	of the Companies Act 1985. Address	
	Particulars of a new			
	Company Secretary must be notified on form 288a.			
	ре пошнеа оп ютт 288а.		UK Postcode	
			Date of change / /	
			Date Alison WILSON ceased to be secretary (if applicable)	
	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Harvey Hamilton McKENZIE	Name	
		Address 43 Westholme Avenue Toronto	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.	
		Ontario M6 P3B9 Canada	Address	
		Date of birth 31/05/1946	<u> </u>	
		Nationality Canadian	UK Postcode	
	Particulars of a new Director	Occupation Accountant	Date of birth	
	must be notified on form 288a.	71000 MILITARIA	Nationality	
			Occupation	
			Date of change / /	
			Date Harvey Hamilton McKENZIE ceased to be director (if applicable)	

Compariy Number - 666509	Section 2: Details of Officers of the Company (continued)		
	Current details	Amended details	
> Director If any of the details for this person are wrong, strike	Name William Philip MCLUCAS	Name	
them through and fill in the correct details in the "Amended details" column.	Address 1 Shore Road South Queensferry West Lothian EH30 9RD	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address	
	Date of birth 12/02/1955	1	
Particulars of a new Director must be notified on form 288a.	Nationality British	UK Postcode	
	Occupation Mining Executive	Nationality	
		Occupation	
		Date of change / / /	
		Date William Philip MCLUCAS ceased to be director (if applicable)	

Company Number - 666509		Section 3: Share Capital	
		Current details	Amended details
7 n b c V a	Issued Share Capital This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.	Class of share Ordinary	Class of share
		Nominal value of each share £0.05	Nominal value of each share
		Number of shares issued 169,621,158	Number of shares issued
		Aggregate Nominal Value of issued shares £8,481,057.90	Aggregate Nominal Value of issued shares
>	Total shares issued and value	Total number of shares issued 169,621,158	Total number of shares issued
	If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Total Nominal value of shares issued £8,481,057.90	Total Nominal value of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Company Number - 666509

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details		Amended details	Shares transferred	
>	Shareholder Name THISTLE MINING INC.	Name		
	Address	Address		
	Richmond Adelaide Centre SUITE2215 120 Adelaide Street West		Shares transferred by THISTLE MINING INC.	
	Toronto Ontario Canada	UK Postcode		
	Shares held Class Number Ordinary 169621158	Class Number	Class Number Date of transfer	

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Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	
Name	:		
Address			
<u> </u>			
UK Postcode			
Name			-
Address			
UK Postcode			
Name			
Address			
UK Postcode			
Name			
Address			
UK Postcode			



363s Annual Return Declaration

- When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

	complete 2 below.		
1	Declaration		
<u> </u>	I confirm that the details in (shown at 2 below). I encl		n are correct as at the made-up-date of £15.
	What to do now Complete this page then s		Date 21/06/204 This date must not be earlier than the return date at 2 below the Annual Return and the
9	declaration to the address	shown at 4 belov	V.
	Date of this return This AR is made up to 8/3/2004	please give the	ng this return up to an earlier date, date here / st be delivered to CH within 28 days of this date
9	. Date of next return		,
		here:	date earlier than 8th March 2005
4	. Where to send this	form	
	Please return this form to:		
	Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ	OR	For members of the Hays Documen Exchange service DX 33050 Cardiff
	Have you enclosed the treverse of the cheque?	filing fee with the	company number written on the
C	Contact Address		
Co	mpanies House to contact your give will be	ou if there is a que visible to search	·
Со	ntact Name	Tele	phone number <i>inc code</i>
Ad	dress	DXı	number <i>if applicable</i>
_		DX •	exchange

Postcode