



Companies House
— for the record —

AR01 (ef)

Annual Return



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X1NWGPDZ

Company Name: **IBM United Kingdom Limited**

Company Number: **00741598**

Date of this return: **02/04/2010**

SIC codes: **3002**

Company Type: **Private company limited by shares**

Situation of Registered Office: **PO BOX 41 NORTH HARBOUR
PORTSMOUTH
HAMPSHIRE
UNITED KINGDOM
PO6 3AU**

Single Alternative Inspection Location (SAIL)

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

**IBM UNITED KINGDOM LIMITED LEGAL DEPARTMENT
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

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

Register of members (section 114)
Register of directors (section 162)
Directors' indemnities (section 237)
Register of secretaries (section 275)
Records of resolutions and meetings (section 358)

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **IAN DUNCAN**

Surname: **FERGUSON**

Former names:

Service Address: **IBM UNITED KINGDOM LIMITED 76 UPPER GROUND
SOUTH BANK
LONDON
UNITED KINGDOM
SE1 9PZ**

Company Director ***I***

Type: **Person**

Full forename(s): **MR WILLIAM MORTIMER**

Surname: **CHRYSTIE**

Former names:

Service Address: **UK LEGAL DEPARTMENT 2 IBM UNITED KINGDOM
LIMITED
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **06/08/1959**

Nationality: **AMERICAN**

Occupation: **COMPANY DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **ANDREW JAMES HENRY**

Surname: **CREASEY**

Former names:

Service Address: **UK LEGAL DEPARTMENT 2 IBM UNITED KINGDOM
LIMITED
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **16/09/1962** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director **3**

Type: **Person**
Full forename(s): **MR STEPHEN ALEXANDER**

Surname: **LEONARD**

Former names:

Service Address: **UK LEGAL DEPARTMENT 2 IBM UNITED KINGDOM
LIMITED
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **16/08/1968** *Nationality:* **BRITISH**
Occupation: **CEO**

Company Director 4

Type: **Person**
Full forename(s): **BRENDON JAMES**

Surname: **RILEY**

Former names:

Service Address: **UK LEGAL DEPARTMENT 2 IBM UNITED KINGDOM
LIMITED
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **20/05/1962** *Nationality:* **AUSTRALIAN**

Occupation: **CHIEF EXECUTIVE**

Company Director **5**

Type: **Person**
Full forename(s): **MS CHRISTINE JANE**

Surname: **WYATT**

Former names:

Service Address: **UK LEGAL DEPARTMENT 2 IBM UNITED KINGDOM
LIMITED
76 UPPER GROUND
LONDON
UNITED KINGDOM
SE1 9PZ**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **30/06/1964** *Nationality:* **BRITISH**

Occupation: **IBM GENERAL MANAGER,
GLOBAL BUSINESS SERVICE UK
&**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	851427000
		<i>Aggregate nominal value</i>	851427000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.000854
		<i>Amount unpaid per share</i>	0

Prescribed particulars

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 shares	ORDINARY	<i>Number allotted</i>	105000000
		<i>Aggregate nominal value</i>	105000000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	3.64
		<i>Amount unpaid per share</i>	0

Prescribed particulars

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 shares	ORDINARY	<i>Number allotted</i>	5
		<i>Aggregate nominal value</i>	5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	7847508.6
		<i>Amount unpaid per share</i>	0

Prescribed particulars

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 shares	PREFERENCE	<i>Number allotted</i>	5
		<i>Aggregate nominal value</i>	5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	266826.8
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE PREFERENCE SHARES SHALL HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING UNLESS THE BUSINESS OF THE MEETING INCLUDES A RESOLUTION FOR THE LIQUIDATION OF THE COMPANY, A REDUCTION OF THE CAPITAL OF THE COMPANY OR A RESOLUTION ADVERSELY ALTERING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND PRIVILEGES ATTACHING TO THE PREFERENCE SHARES. IF THE BOARD OF DIRECTORS OF THE COMPANY SHALL DECIDE THAT A PREFERENCE DIVIDEND SHALL BE DECLARED AND PAID IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF 8.5 PER CENT PER ANNUM. IN A WINDING UP OR OTHER RETURN OF CAPITAL, HOLDERS OF PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARE TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH PREFERENCE SHARE TOGETHER WITH ARREARS OF ANY PREFERENCE DIVIDEND, BUT WITH NO FURTHER RIGHT TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY. THE COMPANY SHALL HAVE THE RIGHT AT ANY TIME AFTER 1 JANUARY 2009 TO REDEEM ALL OR ANY OF THE PREFERENCE SHARES FOR THE TIME BEING OUTSTANDING AND FULLY PAID UPON GIVING TO THE HOLDERS OF SUCH OF THE PREFERENCE SHARES AS ARE TO BE REDEEMED NOT LESS THAN THREE MONTHS' NOTICE IN WRITING.

Class of shares	PREFERENCE	<i>Number allotted</i>	5
		<i>Aggregate nominal value</i>	5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	40000038
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE HOLDERS OF THE PREFERENCE SHARES SHALL HAVE NO RIGHT TO ATTEND OR VOTE AT ANY GENERAL MEETING UNLESS THE BUSINESS OF THE MEETING INCLUDES A RESOLUTION FOR THE LIQUIDATION OF THE COMPANY, A REDUCTION OF THE CAPITAL OF THE COMPANY OR A RESOLUTION ADVERSELY ALTERING OR ABROGATING ANY OF THE SPECIAL RIGHTS AND PRIVILEGES ATTACHING TO THE PREFERENCE SHARES. IF THE BOARD OF DIRECTORS OF THE COMPANY SHALL DECIDE THAT A PREFERENCE DIVIDEND SHALL BE DECLARED AND PAID IN RESPECT OF ANY FINANCIAL YEAR OF THE COMPANY, THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ALL OTHER CLASSES OF SHARE, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF 8.5 PER CENT PER ANNUM. IN A WINDING UP OR OTHER RETURN OF CAPITAL, HOLDERS OF PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARE TO RECEIVE AN AMOUNT EQUAL TO THE NOMINAL VALUE OF EACH PREFERENCE SHARE TOGETHER WITH ARREARS OF ANY PREFERENCE DIVIDEND, BUT WITH NO FURTHER RIGHT TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY. THE COMPANY SHALL HAVE THE RIGHT AT ANY TIME AFTER 1 JANUARY 2009 TO REDEEM ALL OR ANY OF THE PREFERENCE SHARES FOR THE TIME BEING OUTSTANDING AND FULLY PAID UPON GIVING TO THE HOLDERS OF SUCH OF THE PREFERENCE SHARES AS ARE TO BE REDEEMED NOT LESS THAN THREE MONTHS' NOTICE IN WRITING.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	956427015
		<i>Total aggregate nominal value</i>	956427015

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 02/04/2010 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for a private or non-traded public company are shown below

Shareholding 1 : 105000000 ORDINARY shares held as at 2010-04-02
Name: IBM GLOBAL FINANCING UK COMPANY

Shareholding 2 : 851427005 ORDINARY shares held as at 2010-04-02
Name: IBM UNITED KINGDOM HOLDINGS LIMITED

Shareholding 3 : 5 PREFERENCE shares held as at 2010-04-02
Name: IBM GLOBAL FINANCING UK COMPANY

Shareholding 4 : 5 PREFERENCE shares held as at 2010-04-02
Name: IBM UNITED KINGDOM HOLDINGS LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

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