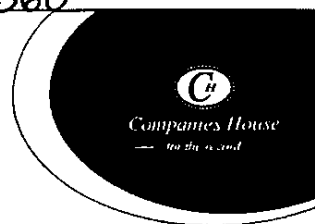


AR01

Annual Return

BULIC CDROM

000564/360



A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **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 cor
officers, registered office ad
company type or informatio
relating to the company rec

SATURDAY



A04 18/06/2011 37
COMPANIES HOUSE

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 1 9 5 4 0 8 5
Company name in full ARBUTHNOT BANKING GROUP PLC ✓

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 0 7 0 6 2 0 1 1 ✓

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 6 5 1 2
Classification code 2 6 5 2 3
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 Other Monetary Intermediation
Other Financial Intermediation

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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A4

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 | One |
| Street | Arleston Way |
| Post town | Solihull |
| County/Region | |
| Postcode | B 9 0 4 L H |

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 | Arbuthnot House |
| Street | 20 Ropemaker Street |
| Post town | London |
| County/Region | |
| Postcode | E C 2 Y 9 A R |

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

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) | Jeremy Robin |
| Surname | Kaye |
| 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 ^③

| | |
|----------------------|----------------|
| Building name/number | Mallards |
| Street | 52 Moat Road |
| Post town | East Grinstead |
| County/Region | West Sussex |
| Postcode | R H 1 9 3 L H |
| 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 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 | | 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) |
| 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 | | |
| C4 Non-EEA companies | | 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. |
| 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 | | |

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Annual Return

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) | Henry |
| Surname | Angest |
| Former name(s) ^② | |
| Country/State of residence | England ✓ |
| Nationality | British & Swiss |
| Date of birth | 06 07 1940 |
| Business occupation (if any) | Banker |

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 | 40 |
| Street | Thurloe Square ✓ |
| Post town | London |
| County/Region | |
| Postcode | SW 7 2SR |
| 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.

AR01

Annual Return

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) | James Robert | |
| Surname | Cobb | |
| Former name(s) ^② | | |
| Country/State of residence | England ✓ | |
| Nationality | British | |
| Date of birth | <div> <div>1</div> <div>7</div> <div>1</div> <div>2</div> <div>1</div> <div>9</div> <div>6</div> <div>8</div> </div> | |
| Business occupation (if any) | Chartered Accountant | |

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 | 12 | |
| Street | The Deerngs | |
| Post town | Harpenden ✓ | |
| County/Region | Herts | |
| Postcode | <div> <div>A</div> <div>L</div> <div>5</div> <div>2</div> <div>P</div> <div>E</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.

AR01 - continuation page

Annual Return

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) | Neil William | |
| Surname | Kirton | |
| Former name(s) ^② | | |
| Country/State of residence | England ✓ | |
| Nationality | British | |
| Date of birth | d2 d4 m0 m5 y1 y9 y6 y3 | |
| Business occupation (if any) | Stockbroker | |
| | | |

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 | 50 | |
| Street | Dukes Avenue ✓ | |
| Post town | London | |
| County/Region | | |
| Postcode | W 4 2 A E | |
| 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.

AR01 - continuation page

Annual Return

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* | Ms | 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. |
| Full forename(s) | Ruth Jane | |
| Surname | Lea | |
| Former name(s) ^② | | |
| Country/State of residence | England ✓ | |
| Nationality | British | |
| Date of birth | d2 d2 m0 m7 y1 y9 y4 y7 | |
| Business occupation (if any) | Economist | |

| | | |
|----------------------|--|--|
| D2 | Director's service address ^③ | |
| Building name/number | 25 | 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. |
| Street | Redbourne Avenue | |
| Post town | London ✓ | |
| County/Region | | |
| Postcode | N 3 2 B P | |
| Country | | |

AR01 - continuation page

Annual Return

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) | Paul Anthony | |
| Surname | Lynam | |
| Former name(s) ^② | | |
| Country/State of residence | England ✓ | |
| Nationality | Irish | |
| Date of birth | <div> <div>d2</div> <div>d9</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y8</div> </div> | |
| Business occupation (if any) | Banker | |
| | | |

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 | One | |
| Street | Arleston Way | |
| | | |
| Post town | Solihull ✓ | |
| County/Region | | |
| Postcode | <div> <div>B</div> <div>9</div> <div>0</div> <div></div> <div>4</div> <div>L</div> <div>H</div> <div></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.

AR01 - continuation page Annual Return

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* | Sir | |
| Full forename(s) | Christopher John Rome | |
| Surname | Meyer | |
| Former name(s) ^② | | |
| Country/State of residence | England ✓ | |
| Nationality | British | |
| Date of birth | <div> <div>d</div> <div>2</div> <div>d</div> <div>4</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>3</div> </div> | |
| Business occupation (if any) | Retired Diplomat | |

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 ^① | |
| Building name/number | Arbuthnot House | |
| Street | 20 Ropemaker Street | |
| Post town | London ✓ | |
| County/Region | | |
| Postcode | <div> <div>E</div> <div>C</div> <div>2</div> <div>Y</div> <div></div> <div>0</div> <div>A</div> <div>R</div> </div> | |
| 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.

AR01 - continuation page

Annual Return

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) | Dean Michael | |
| Surname | Proctor | |
| Former name(s) ² | | |
| Country/State of residence | England | |
| Nationality | British | |
| Date of birth | d1 d4 m0 m8 y1 y9 y7 y1 | |
| Business occupation (if any) | Banker ✓ | |

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 | Arbuthnot House | |
| Street | 20 Ropemaker Street ✓ | |
| Post town | London | |
| County/Region | | |
| Postcode | E C 2 Y 9 A R | |
| 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.

AR01 - continuation page

Annual Return

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) | Andrew Alfred | |
| Surname | Salmon | |
| Former name(s) ² | | |
| Country/State of residence | England | |
| Nationality | British | ✓ |
| Date of birth | d2 d7 m1 m0 y1 y9 y6 y2 | |
| Business occupation (if any) | Banker | |

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 | 17 | |
| Street | Princedale Road | |
| Post town | London | ✓ |
| County/Region | | |
| Postcode | W 1 1 4 N 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.

AR01 - continuation page

Annual Return

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) | Atholl Denis | |
| Surname | Turrell | |
| Former name(s) ^② | | |
| Country/State of residence | England | |
| Nationality | British | |
| Date of birth | <div> <div>d</div> <div>0</div> <div>d</div> <div>2</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>4</div> </div> | |
| Business occupation (if any) | Consultant | |

✓

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 | Hamilton House | |
| Street | 19 Copperkins Lane | |
| Post town | Amersham | |
| County/Region | Bucks | |
| Postcode | <div> <div>H</div> <div>P</div> <div>6</div> <div></div> <div>5</div> <div>Q</div> <div>B</div> <div></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.

AR01 - continuation page

Annual Return

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) | Robert Joseph Johnstone | |
| Surname | Wickham | |
| Former name(s) ^② | | |
| Country/State of residence | England | |
| Nationality | British | |
| Date of birth | <div> <div>d2</div> <div>d5</div> <div>m0</div> <div>m3</div> <div>y1</div> <div>y9</div> <div>y3</div> <div>y4</div> </div> | |
| Business occupation (if any) | Banker | |

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 | 77 | |
| Street | Manor Road South Hinchley Wood | |
| Post town | Esher | |
| County/Region | Surrey | |
| Postcode | <div> <div>K</div> <div>T</div> <div>1</div> <div>0</div> <div></div> <div>0</div> <div>Q</div> <div>B</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.

AR01

Annual Return

Corporate director

| | | |
|--|--|---|
| E1 | Corporate director's details^① | 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. 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 . This information will appear on the public record. |
| | 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 | 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) |
| | 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 | 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. |
| | 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 | | |

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Part 3 Statement of capital¹

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 |
|---|--|--|-------------------------------|--------------------------------------|
| Ordinary | £0 01 | | 14,999,619 ✓ | £ 149,996 19 |
| | | | | £ |
| | | | | £ |
| | | | | £ |
| Totals | | | 14,999,619 | £ 149,996 19 |

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 | 14,999,619 |
| Total aggregate nominal value ⁵ | £149,996 19 |

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

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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 | Ordinary |
| Voting rights | One vote for each share held, except for 380,274 shares held in Treasury |
| Class of share | |
| Voting rights | |
| Class of share | |
| Voting rights | |
| Class of share | |
| Voting rights | |

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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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 |
| | | | | / / |
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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.

| | | Shares or stock currently held | Shares or stock transferred (if appropriate) | |
|-----------------------|----------------|-------------------------------------|--|----------------------------------|
| Shareholder's details | Class of share | 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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Part 5 Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X

J.R. Kaye

17.6.2011

X

This form may be signed by

~~Director~~ ①, Secretary, ~~Person authorised~~ ②, ~~Charity 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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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 J R Kaye

Company name Arbutnot Banking Group PLC

Address Arbutnot House

20 Ropemaker Street

Post town London

County/Region

Postcode E C 2 Y 9 A R

Country

DX

Telephone 020 7012 2430



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



ARBUTHNOT BANKING GROUP PLC

List of Subsidiary Companies filed in accordance with Section 410 of the Companies Act 2006 which, unless otherwise stated, are all incorporated in the United Kingdom and registered in England and Wales:

Secure Trust Bank PLC - 100% subsidiary of Arbuthnot Banking Group PLC and its wholly owned subsidiaries

- Moneycare Limited
- Secure Homes Limited
- Secure Homes Services Limited
- Secure Trust Financial Services Limited
- SecureDirect Insurance Services Limited
- Secure Estate Agency Limited
- STB Leasing Limited

OBC Insurance Consultants Limited - 100% subsidiary of Arbuthnot Banking Group PLC and its wholly owned subsidiary

- BRM Insurance Consultants Limited

Peoples Trust & Savings PLC

West Yorkshire Insurance Company Limited - 100% subsidiary of Arbuthnot Banking Group PLC and its wholly owned subsidiary

- White Rose Motor Policies Limited

Arbuthnot Latham & Co , Limited - 100% subsidiary of Arbuthnot Banking Group PLC and its wholly owned subsidiaries:

- John K. Gilliat & Co Limited
- Arbuthnot Property Administration Limited
- Arbuthnot Latham (Nominees) Limited
- Artillery Nominees Limited
- UK Regional Hotel Property Fund Limited registered in Jersey



Arbuthnot Fund Managers Limited
Arbuthnot Limited
Arbuthnot Properties Limited
Arbuthnot Real Estate Investment Management Limited
Arbuthnot Unit Trust Management Limited
Gilliat Financial Solutions Limited

Arbuthnot Securities Limited – 60% subsidiary of Arbuthnot Banking Group PLC and its wholly owned subsidiary

Holmesdale Nominees Limited

FORM ML8 (03/07)
CDROM

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**BULK LIST OF SHAREHOLDERS OR MEMBERS FOR
COMPANY NUMBER – 1954085**

**A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS
COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON
THIS ANNUAL RETURN. THE LIST WILL BE AVAILABLE TO
REQUEST ON CDROM APPROXIMATELY 10 DAYS FROM
24/06/11. TO ORDER A COPY OF THE BULK LIST ON CDROM
CALL THE NUMBERS BELOW:**

**COMPANIES HOUSE DIRECT CUSTOMERS PLEASE PHONE
08457 573991**

WEB CUSTOMERS PLEASE PHONE 0303 1234 500