

RP04

Second filing of a document previously delivered



Companies House

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies (Northern Ireland) Order 1986 regardless of whether it held inaccuracies.

A second filing of a document cannot be filed where the information that was originally not properly delivered. Form RP01 must be used in these circumstances.

FRIDAY



TC1 *T87KNREJ*
14/06/2019 #16
COMPANIES HOUSE

LD3 14/05/2019 #41
COMPANIES HOUSE

1

Company details

Company number 0 2 3 6 8 4 6 1

Company name in full BMO AM Group (Management) Limited

→ Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2

Applicable documents

This form **only** applies to the following forms:

- AP01 Appointment of director
- AP02 Appointment of corporate director
- AP03 Appointment of secretary
- AP04 Appointment of corporate secretary
- CH01 Change of director's details
- CH02 Change of corporate director's details
- CH03 Change of secretary's details
- CH04 Change of corporate secretary's details
- TM01 Termination of appointment of director
- TM02 Termination of appointment of secretary
- SH01 Return of allotment of shares
- AR01 Annual Return
- CS01 Confirmation statement (Parts 1-4 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

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3 Description of the original document

Document type ①	Annual Return - AR01				① Description of the original document Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day.
Date of registration of the original document	d 2 d 6	m 0 m 5	y 2 y 0	y 1 y 6	

4 Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01).

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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	Charles Warren
Company name	Norton Rose Fulbright LLP
Address	3 More London Riverside
Post town	London
County/Region	
Postcode	S E 1 2 A Q
Country	United Kingdom
DX	
Telephone	+44 20 7444 3896



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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing.'



Important information

Please note that all information on this form will appear on the public record.



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.

Section 243 or 790ZF exemption

If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

AR01 2015

Annual Return



Companies House



Go online to file this information
www.gov.uk/companieshouse

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

☒ **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 give
notice of changes to the company
officers, registered office address,
company type or information
relating to the company records.

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

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 2 3 6 8 4 6 1

Company name in full **F&C GROUP MANAGEMENT LIMITED**

❶ **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 ❶ 0 1 0 4 2 0 1 6

❶ **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. ❶

Classification code 1 7 0 1 0 0

Classification code 2

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

❶ **Principal business activity**
You must provide a trade
classification code (SIC code 2007)
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.gov.uk/companieshouse

AR01 2015

Annual Return

A4

Company type¹

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.gov.uk/companieshouse

A5

Registered office address²

Building name/number EXCHANGE HOUSE

Street PRIMROSE STREET

Post town LONDON

County/Region

Postcode E C 2 A 2 N Y

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

Street

Post town

County/Region

Postcode

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 records⁴

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6:

- ☐ Register of people with significant control.
☐ 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 as at the made up date of this annual return. All details must agree with those previously notified to Companies House.

Corporate officers

- For a **corporate secretary**, go to **Section B1**
- For a **corporate director**, go to **Section C1**

Individual officers

- For a **secretary** who is an individual, go to **Section D1**
- For a **director** who is an individual, go to **Section E1** and also **complete Part 3**

New appointments

You cannot use this form to appoint new officers to the company. To do this, please complete the appropriate form and submit it together with this annual return:

- AP01 - for directors who are individuals
- AP02 - for a corporate director
- AP03 - for secretaries who are individuals
- AP04 - for a corporate secretary

Change to officer details

You cannot use this form to change any officer details. To do this, please complete the appropriate form and submit it together with this annual return:

- CH01 - for changes to details of directors who are individuals
- CH02 - for changes to details of a corporate director
- CH03 - for changes to details of secretary who are individuals
- CH04 - for changes to details of a corporate secretary

Continuation pages

Please use a continuation page if you need to enter more officer details.

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Annual Return

Corporate secretary

B1 Corporate secretary's details ^①

Please use this section for corporate secretaries of the company.
For a secretary who is an individual, complete Section D1-D2.

Corporate body/firm name	F&C ASSET MANAGEMENT PLC
Building name/number	80
Street	George Street
Post town	Edinburgh
County/Region	
Postcode	E H 2 3 B U
Country	Scotland

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.

Continuation pages

Please use a continuation page if you need to enter more officer details.

B2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?
→ Yes Complete **Section B3 only**
→ No Complete **Section B4 only**

B3 EEA companies ^②

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	United Kingdom
Registration number	SC073508

② EEA

A full list of countries of the EEA can be found in our guidance: www.gov.uk/companieshouse

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).

B4 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.

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ^④	
If applicable, the registration number	

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.

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Annual Return

Corporate director

C1

Corporate director's details ^①

Please use this section for corporate directors of the company.
For a director who is an individual, complete Section E1-E2 and Part 3.

Corporate body/firm name	F&C ASSET MANAGEMENT PLC
Building name/number	80
Street	George Street
Post town	Edinburgh
County/Region	
Postcode	E H 2 3 B U
Country	

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.

Continuation pages

Please use a continuation page if you need to enter more officer details.

C2

Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**

→ No Complete **Section C4 only**

C3

EEA companies ^②

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	United Kingdom
Registration number	SC073508

② EEA

A full list of countries of the EEA can be found in our guidance:
www.gov.uk/companieshouse

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).

C4

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.

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ^④	
If applicable, the registration number	

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

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Annual Return

Secretary

D1

Secretary's details ^①

Please use this section for individual secretaries of the company.
For a corporate secretary, complete Section B1-B4.

Title*

Full forename(s)

Surname

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 B1-B4 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 (including maiden or married names) which have been used for business purposes during the period of this return.

Continuation pages

Please use a continuation page if you need to enter more officer details.

D2

Secretary's service address ^③

Building name/number

Street

Post town

County/Region

Postcode

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 2015
Annual Return**Director**

E1 Director's details ^①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*	MR
--------	----

Full forename(s)	DAVID
------------------	-------

Surname	LOGAN
---------	-------

Former name(s) ②

Country/State of residence	UNITED KINGDOM
----------------------------	----------------

Nationality	British
-------------	---------

Month/year of birth³

Business occupation (if any)	Chief Operating Officer
---------------------------------	-------------------------

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 C1-C4** 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only.
Provide full date of birth in
Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2 Director's service address ⁴

Building name/number	The Company's Registered Office
----------------------	---------------------------------

Street

Post town

County/Region

Postcode

Country

④ 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 2015

Annual Return

Director

E1 Director's details ^①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ^②	
Country/State of residence	
Nationality	
Month/year of birth ^③	<input type="text" value="X"/> <input type="text" value="X"/> <input type="text" value="m"/> <input type="text" value="m"/> <input type="text" value="y"/> <input type="text" value="y"/> <input type="text" value="y"/> <input type="text" value="y"/>
Business occupation (if any)	

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 C1-C4 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2 Director's service address ^①

Building name/number	
Street	
Post town	
County/Region	
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
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 2015 Annual Return

Director

E1

Director's details ^①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ^②	
Country/State of residence	
Nationality	
Month/year of birth ^③	<div> <div>X</div> <div>X</div> <div>m</div> <div>m</div> <div>y</div> <div>y</div> <div>y</div> <div>y</div> </div>
Business occupation (if any)	

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 C1-C4** 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2

Director's service address ^④

Building name/number	
Street	
Post town	
County/Region	
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>
Country	

④ 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 2015
Annual Return

Director

E1

Director's details ①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*									
Full forename(s)									
Surname									
Former name(s) ②									
Country/State of residence									
Nationality									
Month/year of birth ③	<input checked="" type="checkbox"/> <input checked="" type="checkbox"/> <table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> <td>4</td> <td>5</td> <td>6</td> <td>7</td> <td>8</td> </tr> </table>	1	2	3	4	5	6	7	8
1	2	3	4	5	6	7	8		
Business occupation (if any)									

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 C1-C4 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2

Director's service address ④

Building name/number									
Street									
Post town									
County/Region									
Postcode	<table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> <td>4</td> <td>5</td> <td>6</td> <td>7</td> <td>8</td> </tr> </table>	1	2	3	4	5	6	7	8
1	2	3	4	5	6	7	8		
Country									

④ 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 2015

Annual Return

Director

E1

Director's details ^①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ^②	
Country/State of residence	
Nationality	
Month/year of birth ^③	<div> <div>X</div> <div>X</div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>
Business occupation (if any)	

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 C1-C4 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2

Director's service address ^④

Building name/number	
Street	
Post town	
County/Region	
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>
Country	

④ 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 2015

Annual Return

Director

E1

Director's details ^①

Please use this section to list individual directors of the company.
For a corporate director, complete Section C1-C4.

Title*	
Full forename(s)	
Surname	
Former name(s) ^②	
Country/State of residence	
Nationality	
Month/year of birth ^③	<div> <div>X</div> <div>X</div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>
Business occupation (if any)	

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 C1-C4 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 (including maiden or married names) which have been used for business purposes during the period of this return.

③ Month and year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

Please use a continuation page if you need to enter more officer details.

E2

Director's service address ^①

Building name/number	
Street	
Post town	
County/Region	
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></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.

Part 4 Statement of capital^❶

Does your company have share capital?

- **Yes** Complete the sections below and the following **Part 5**.
→ **No** Go to **Part 6 (Signature)**.

^❶ This should reflect the company's capital status at the made up date of this annual return.

F1 Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Currency <small>Complete a separate table for each currency</small>	Class of shares <small>E.g. Ordinary/Preference etc.</small>	Number of shares	Aggregate nominal value (£, €, \$, etc) <small>Number of shares issued multiplied by nominal value</small>	Total aggregate amount unpaid, if any (£, €, \$, etc) <small>Including both the nominal value and any share premium</small>
--	---	------------------	--	--

Currency table A

£1.00	'A' Deferred	1,815,549	£1,815,549	
£1.00	'B' Deferred	1,815,549	£1,815,549	
£1.00	Ordinary	54,861,140	£54,861,140	
Totals		58,492,238	£58,492,238	£0

Currency table B

\$0.001	Ordinary	1,859,552	\$1,859,552	
\$0.001	Bearer	3,631,098	\$3,631,098	
Totals		5,490,650	\$5,490.65	\$0

Currency table C

Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ^❶	Total aggregate amount unpaid ^❶
		63,982,888	£58,492,238 + \$5,490.65	£0 + \$0

^❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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F2

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 **Section F1**.

Class of share

£1 00 'A' DEFERRED

Voting rights

The shares have no voting, dividend or capital distribution (including on winding up) rights

Class of share

£1 00 'B' DEFERRED

Voting rights

The shares have no voting, dividend or capital distribution (including on winding up) rights

Class of share

£1 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

\$0 001 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

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F2

Voting rights

Class of share	\$0.001 ORDINARY BEARER
Voting rights	The shares, in bearer form, have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption

Part 5 Shareholders

Does your company have share capital?

- **Yes** go to **Section G1** 'Companies with share capital'.
→ **No** Go to **Part 6 (Signature)**.

G1

Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below: ❶

- ☒ **No** go to **Section G2** 'Past and present shareholders'.
☐ **Yes** go to **Question 2**.

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at: www.fsa.gov.uk/register/exchanges.do

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'.

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? Please tick the appropriate box below: ❷

- ☐ **No** go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'.
☐ **Yes** go to **Part 6 (Signature)**

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%).

G2

List of past and present shareholders ❸

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below:

- ☐ There were no shareholder changes in this period. Go to **Part 6 (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:

- ☒ 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 6 (Signature)**.

❸ This section only applies to companies answering 'No' in Section G1.

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G3

List of past and present shareholders¹

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.

¹ 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.

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
F&C GROUP (HOLDINGS) LIMITED	£1 00 ORDINARY	54,861,140.00		/ /
F&C GROUP (HOLDINGS) LIMITED	£1 00 'A' DEFERRED	1,815,549		/ /
F&C GROUP (HOLDINGS) LIMITED	£1 00 'B' DEFERRED	1,815,549		/ /
F&C GROUP (HOLDINGS) LIMITED	US\$0.001 ORDINARY	1,859,552		/ /
BEARER WARRANTS	US\$0.001 ORDINARY	3,631,098		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

→ Go to Part 6 (Signature)

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

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Part 6

Signature

This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X *Rechel Bryson* X

This form may be signed by:
Director ❶, Secretary, Person authorised ❷, Charity commission receiver and
manager, CIC manager, Judicial factor.

❶ **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.

❷ **Person authorised**

Under either section 270 or 274 of the Companies Act 2006.



Do not cover this barcode

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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 Charles Warren

Company name Norton Rose Fulbright LLP

Address 3 More London Riverside

Post town London

County/Region

Postcode S E 1 2 A Q

Country

DX

Telephone +44 20 7444 3896



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 provided the full date of birth for all individual directors in Part 3.
- ☐ 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 a paper 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse