

Please complete in typescript, or in bold black capitals.

CHFP029

Annual Return

363a

LTSB 1=405 x 27

016029

Company	Number [2376810
Company Nam	ne in full լ	VIRGIN RETAIL GROUP LIMITED
Date of this return The information in this return is man	de up to	Day Month Year
Date of next return If you wish to make your next re to a date earlier than the annive of this return please show the da Companies House will then sen at the appropriate time.	rsary ate here.	Day Month Year 3 1 1 0 1 1 2 0 0 2
Registered Office Show here the address at the this return.	date of	120 CAMPDEN HILL ROAD
	Post town nty / Region K Postcode	LONDON W 8 7 A R
Principal business activ	rities	
Show trade classification code for the principal activity or activ		7415
If the code number cannot be of give a brief description of princ		
		When you have completed and signed the form please send it to the

12/02/02 COMPANIES HOUSE

Form revised September 1999

Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

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Register of members If the register of members is not kept at registered office, state here where it is	kept.				
Po	st town				
County /	Region		<u> </u>	JK Postcode	
Register of Debenture hold If there is a register of debenture holde or a duplicate of any such register or p of it, which is not kept at the registered office, state here where it is kept.	ers, eart				
Po	ost town				
County /	Region		l	UK Postcode	
Company type					
Public limited company					
Private company limited by shares		X			
Private company limited by guarantee withous hare capital	out				
Private company limited by shares exempt section 30	under	=	Please tick the	e appropriate box	
Private company limited by guarantee exerunder section 30	mpt [
Private unlimited company with share capit	tal				
Private unlimited company without share c	apital	_			
Company Secretary					
(Please photocopy this area to provide		Details of a new	company secre	tary must be notified on form	288a.
dataila afiaint ann	tyle / Title	MR	<u> </u>		
* Voluntary details.	ename(s)	PETER GERARDU	S		
If a partnership give the names and addresses of the part-	ırname(s)	GRAM			
ners or the name of the partnership and office address.		9 LAMBYN CROFT	-		
Usual residential		LANGSHOTT			
address must be given. In the case of a	Post town	HORLEY			
corporation, or a Scottish firm, give the registered or prin- cipal office address. Count	y / Region	SURREY		UK Postcode R H 6	9 X L
	Country	ENGLAND			

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Details of new directors must be notified on form 288a **Directors** Please list directors in alphabetical order. * Style / Title MR Name Day Month Year Directors In the case of a director that Date of birth is a corporation or a Scottish firm, the name is the corpo-STEPHEN Forename(s) rate or firm name. Surname **PECKHAM 5 JASMINE CLOSE Address** Usual residential address must be given. In the case of a | WOKING Post town corporation or a Scottish firm, give the SURREY UK Postcode (G | U | 2 | 1 County / Region registered or principal 3 | R | Q office address. | ENGLAND Nationality | BRITISH Country Business occupation | ACCOUNTANT * Voluntary details. * Style / Title | MR Name Month Year Day Directors In the case of a director that Date of birth |2 |9 |9 |6 |2 is a corporation or a Scottish firm, the name is the corpo-| DAVID SIMON Forename(s) rate or firm name.

Surname | WRIGHT THE EAST HOUSE, BRIGHTWELL-CUM-SOTWELL **Address** Usual residential address must be given. In the case of a Post town | WALLINGFORD corporation or a Scottish firm, give the County / Region | OXFORD UK Postcode | O | X | 1 | O registered or principal office address. | ENGLAND BRITISH Country Nationality **Business occupation** | DIRECTOR

Class Number of Aggregate Issued share capital (e.g. Ordinary/Preference) shares issued **Nominal Value** Enter details of all the shares in issue (i.e. Number of shares issued multiplied by nominal value per at the date of this return. share, or total amount of stock) 10P A ORDINARY 461.607 £ 46.160.70 8,000,000 £ 8,000,000.00 CUM REDEE PREF £1 US\$ 4,616.07 US\$0.01 ORDINARY 461,607 **Totals** List of past and present shareholders (Use attached schedule where appropriate) There were no changes in the period A full list is required if one was not included with either of the last two returns. in another format on paper A list of changes is enclosed A full list of shareholders is enclosed I certify that the information given in this return is true to the best of my Certificate knowledge and belief. 04/02/02 Signed **Date** † Please delete as appropriate. † a director/secretary When you have signed the return send it This return includes continuation sheets. with the fee to the Registrar of Companies. (enter number) Cheques should be made payable to Companies House. Please give the name, address, telephone number, and if available, a DX number and Exchange, for P.G. GRAM, 120 CAMPDEN HILL ROAD, LONDON, W8 7AR the person Companies House should contact if there is any query. Tel | 020 7313 2000 DX number DX exchange



List of past and present shareholders Schedule to form 363a

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	_	_			- 3	

Company Number	2376	<u> 3810 </u>
Company Name in full	VIR	GIN RETAIL GROUP LIMITED
	>	Changes 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 the company shareholders on:

- The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of share or amount of stock held	S	Shares or amount of stor (if appropriate appropriate) Class and number of shares or amount of stock transferred	
Name BEARER SHARE WARRANT NO. 1 ISSUED 31 JANUARY 1994 FOR 34,767 ORDINARY SHARES OF	US\$0.01 ORDINARY	34,767		
Address L UK Postcode L L L				
Name BEARER SHARE WARRANT NO. 2 ISSUED 31 JANUARY 1994 FOR 33,339 ORDINARY SHARES OF Address	US\$0.01 ORDINARY	33,339		
UK Postcode Name BEARER SHARE WARRANT NO. 3 ISSUED 31	US\$0.01 ORDINARY			
JANUARY 1994 FOR 34,771 ORDINARY SHARES OF Address L L UK Postcode	-	34,771		

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Company Number | 2376810

	Class and	Shares or amount of stock transferred (if appropriate)		
Shareholders' details	number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer	
Name BEARER SHARE WARRANT NO. 4 ISSUED 31	US\$0.01 ORDINARY 35,906			
JANUARY 1994 FOR 35,906 ORDINARY SHARES OF	-1			
Address				
L	_			
UK Postcode	_			
Name BEARER SHARE WARRANT NO. 5 ISSUED 31	US\$0.01 ORDINARY			
JANUARY 1994 FOR 27,413 ORDINARY SHARES OF	27,413			
Address				
	_			
	_			
UK Postcode				
Name BEARER SHARE WARRANT NO. 6 ISSUED 31	US\$0.01 ORDINARY			
JANUARY 1994 FOR 35,336 ORDINARY SHARES OF	35,336	5		
Address				
	_			
	_			
	_			
UK Postcode				
Name BEARER SHARE WARRANT NO. 7 ISSUED 31	US\$0.01 ORDINARY			
JANUARY 1994 FOR 35,318 ORDINARY SHARES OF	35,31	8		
Address				
	_		1	
L	_			
L	_			
UK Postcode				
Name BEARER SHARE WARRANT NO. 8 ISSUED 31	US\$0.01 ORDINARY			
JANUARY 1994 FOR 34,634 ORDINARY SHARES OF	34,63	54		
Address				
LW D				
UK Postcode				

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Company Number 2376810

	Class and	Shares or amount of stock transferred (if appropriate)		
Shareholders' details	number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer	
Name BEARER SHARE WARRANT NO. 9 ISSUED 31	US\$0.01 ORDINARY 4,742			
JANUARY 1994 FOR 4,742 ORDINARY SHARES OF US\$0.01	4,172			
Address				
UK Postcode				
Name BEARER SHARE WARRANT NO.10 ISSUED 31	US\$0.01 ORDINARY 4,742	·		
JANUARY 1994 FOR 4,742 ORDINARY SHARES OF US\$0.01	·,· · <u>-</u>			
Address				
UK Postcode				
Name BEARER SHARE WARRANT NO.11 ISSUED 31	US\$0.01 ORDINARY	7		
JANUARY 1994 FOR 667 ORDINARY SHARES OF US\$0.01				
Address				
UK Postcode				
Name BEARER SHARE WARRANT NO.12 ISSUED 31	US\$0.01 ORDINARY	3		
JANUARY 1994 FOR 333 ORDINARY SHARES OF US\$0.01 Address	-			
Address				
	_			
UK Postcode				
Name BEARER SHARE WARRANT NO.13 ISSUED 31	US\$0.01 ORDINARY	94		
JANUARY 1994 FOR 1,494 ORDINARY SHARES OF US\$0.0				
Address	!			
	-			
UK Postcode				

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Company Number 2376810

	Class and		Shares or amount of stock transferred (if appropriate)		
Shareholders' details	number of shares or amount of stock held	5	Class and number of shares or amount of stock transferred	Date of registration of transfer	
Name BEARER SHARE WARRANT NO.14 ISSUED 31	US\$0.01 ORDINARY	64 600			
JANUARY 1994 FOR 64,688 ORDINARY SHARES OF		64,688			
Address					
UK Postcode					
Name BEARER SHARE WARRANT NO.15 ISSUED 31	US\$0.01 ORDINARY	64,688			
Address					
UK Postcode					
Name BEARER SHARE WARRANT NO.16 ISSUED 31	US\$0.01 ORDINARY	48,605			
JANUARY 1994 FOR 48,605 ORDINARY SHARES OF	-				
Address					
	-				
	-				
UK Postcode	-				
Name BEARER SHARE WARRANT NO.17 ISSUED 31	US\$0.01 ORDINARY	164			
JANUARY 1994 FOR 164 ORDINARY SHARES OF US\$0.01	-				
Address					
	-				
	_				
UK Postcode					
Name	10p A Ordinary	461,607			
LVIRGIN RETAIL GROUP UK LIMITED	_	,,			
Address					
120 CAMPDEN HILL ROAD, LONDON, ENGLAND	_				
	_				
UK Postcode <u>W 8 L 17 A R L</u>					

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Company Number 2376810

	Class and	Shares or amount of stock transferred (if appropriate)		
Shareholders' details	number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer	
Name	Cum Redee Pref £1 8,000,000		<u></u>	
VIRGIN RETAIL GROUP UK LIMITED				
Address				
120 CAMPDEN HILL ROAD, LONDON, ENGLAND				
			,	
UK Postcode <u>w 8 7 A R </u>				
Name				
Address				
UK Postcode				
Name				
Address				
UK Postcode				
Name				
Address				
UK Postcode				
Name				
Address				
UK Postcode				