



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **MANNING GOTTLIEB OMD**

Company Number: **02477134**

Date of this return: **15/03/2011**

SIC codes: **7440**

Company Type: **Private unlimited with share capital**

Situation of Registered Office: **239 OLD MARYLEBONE ROAD
LONDON
UNITED KINGDOM
NW1 5QT**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MRS SALLY ANN**

Surname: **BRAY**

Former names:

Service Address: **239 OLD MARYLEBONE ROAD
LONDON
UNITED KINGDOM
NW1 5QT**

Company Director 1

Type: **Person**
Full forename(s): **MR ANTHONY PETER**

Surname: **PHIPKIN**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **20/03/1957** Nationality: **BRITISH**
Occupation: **ACCOUNTANT**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	2
		<i>Aggregate nominal value</i>	0.2
<i>Currency</i>	GBP	<i>Amount paid</i>	0.1
		<i>Amount unpaid</i>	0

Prescribed particulars

5.2 NO BUSINESS SHALL BE TRANSACTED AT ANY GENERAL MEETING UNLESS A QUORUM OF MEMBERS IS PRESENT AT THE TIME WHEN THE MEETING PROCEEDS TO BUSINESS. ONE MEMBER HOLDING MORE THAN ONE HALF IN NOMINAL VALUE OF THE ISSUED ORDINARY SHARE CAPITAL OF THE COMPANY FOR THE TIME BEING AND PRESENT IN PERSON OR BY PROXY OR REPRESENTATIVE SHALL CONSTITUTE A QUORUM AND SHALL BE DEEMED FOR THIS PURPOSE TO CONSTITUTE A VALID MEETING BUT SAVE IN SUCH A CASE TWO MEMBERS PRESENT IN PERSON OR BY PROXY OR REPRESENTATIVE SHALL BE A QUORUM. 5.3 THE INSTRUMENT APPOINTING A PROXY AND ANY AUTHORITY UNDER WHICH IT IS EXECUTED OR A COPY OF SUCH AUTHORITY CERTIFIED NOTARIALY OR IN SOME OTHER WAY APPROVED BY THE DIRECTORS MAY: BE DEPOSITED AT THE OFFICE OR AT SUCH OTHER PLACE WITHIN THE UK AS IS SPECIFIED IN THE NOTICE CONVENING THE MEETING OR IN ANY INSTRUMENT OF PROXY SENT OUT BY THE COMPANY IN RELATION TO THE MEETING NOT LESS THAN 24 HOURS BEFORE THE TIME FOR HOLDING THE MEETING OR ADJOURNED MEETING AT WHICH THE PERSON NAMED IN THE INSTRUMENT PROPOSES TO VOTE; OR BE DELIVERED AT THE MEETING OR ADJOURNED MEETING AT WHICH THE PERSON NAMED IN THE INSTRUMENT PROPOSES TO VOTE TO THE CHAIRMAN OR SECRETARY OR ANY DIRECTOR; OR IN THE CASE OF A POLL BE DELIVERED AT THE MEETING AT WHICH THE POLL WAS DEMANDED TO THE CHAIRMAN OR SECRETARY OR ANY DIRECTOR OR AT THE TIME AND PLACE AT WHICH THE POLL IS HELD TO THE CHAIRMAN OR SECRETARY OR ANY DIRECTOR OR SCRUTINEER AND AN INSTRUMENT OF PROXY WHICH IS NOT DEPOSITED OR DELIVERED IN A MANNER SO PERMITTED SHALL BE INVALID. 7.2 A DIRECTOR MAY VOTE AT A MEETING OF THE DIRECTORS AND FORM PART OF A QUORUM PRESENT AT THAT MEETING IN RELATION TO ANY MATTER IN WHICH HE HAS DIRECTLY OR INDIRECTLY AN INTEREST OR DUTY WHICH CONFLICTS OR WHICH MAY CONFLICT WITH THE INTERESTS OF THE COMPANY PROVIDED THAT HE HAS PREVIOUSLY DISCLOSED THE NATURE OF SUCH DUTY OR INTEREST TO THE DIRECTORS. 11.1 ANY DIRECTOR WHO PARTICIPATES IN THE PROCEEDINGS OF A MEETING BY MEANS OF AN ELECTRONIC COMMUNICATION BY WHICH ALL THE OTHER DIRECTORS PRESENT AT SUCH MEETING (IN PERSON OR BY ALTERNATE OR BY MEANS OF ELECTRONIC COMMUNICATION) MAY HEAR AT ALL TIMES SUCH DIRECTOR AND SUCH DIRECTOR MAY HEAR AT ALL TIMES OTHER DIRECTORS PRESENT AT SUCH MEETING SHALL BE DEEMED TO BE PRESENT AT SUCH MEETING AND SHALL BE COUNTED WHEN RECKONING A QUORUM. 11.2 REGULATIONS 60 AND 61 OF TABLE A SHALL BE MODIFIED BY THE ADDITION OF THE FOLLOWING SENTENCE: THE APPOINTMENT OF A PROXY MAY BE CONTAINED IN AN ELECTRONIC COMMUNICATION SENT TO SUCH ADDRESS AS MAY BE NOTIFIED BY OR ON BEHALF OF THE COMPANY FOR THAT PURPOSE AND MAY BE IN SUCH FORM AS THE DIRECTORS MAY APPROVE INCLUDING REQUIREMENTS AS TO THE USE OF SUCH DISCRETE IDENTIFIER OR PROVISION OF SUCH OTHER INFORMATION BY A MEMBER SO AS TO THE IDENTITY OF SUCH MEMBER AND AS TO THE AUTHENTICITY OF ANY ELECTRONIC SIGNATURE THEREON. 11.3 REGULATION 62 OF TABLE A SHALL BE MODIFIED BY THE ADDITION OF THE FOLLOWING SENTENCES: IN THE EVENT THAT MORE THAN ONE APPOINTMENT OF A PROXY RELATING TO THE SAME SHARE IS SO DELIVERED OR RECEIVED FOR THE PURPOSES OF THE SAME MEETING, THE APPOINTMENT LAST DELIVERED OR RECEIVED (IN WRITING OR CONTAINED IN AN ELECTRONIC COMMUNICATION) SHALL PREVAIL IN CONFERRING AUTHORITY ON THE PERSON NAMED THEREIN TO ATTEND THE MEETING AND VOTE. AN APPOINTMENT OF PROXY CONTAINED IN AN ELECTRONIC COMMUNICATION FOUND BY THE COMPANY TO CONTAIN A COMPUTER VIRUS SHALL NOT BE ACCEPTED BY THE COMPANY AND SHALL BE INVALID. 11.4 REGULATION 115 OF TABLE A SHALL BE MODIFIED BY THE ADDITION OF THE FOLLOWING AFTER THE WORDS ?AFTER THE TIME IT WAS SENT? AT THE END OF THE THIRD SENTENCE: NOTWITHSTANDING THAT THE COMPANY IS AWARE OF THE FAILURE IN DELIVERY OF SUCH ELECTRONIC COMMUNICATION.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	2
		<i>Total aggregate nominal value</i>	0.2

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 15/03/2011 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 : **1 ORDINARY shares held as at 2011-03-15**
Name: **OMD GROUP LIMITED**

Shareholding 2 : **1 ORDINARY shares held as at 2011-03-15**
Name: **OMNICOM MEDIA GROUP UK 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.