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Annual Return

Company number

CN 2536231

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Company name

Chelsea Village Ltd.

Date of this return
The information on this
return is made up to

Day Month Year

DA 03 09 95

Date of next return
I wish to make the next
return to

DB 03 09 96

Registered Office
This is the address at the
date of this return

RO Stamford Bridge Grounds

Fulham Road

Any change of registered
office must be notified
on form 287

Post town LONDON

County/Region

Postcode SW6 1HS

Principal business activities

PA P A

9 9 9 9

The trade classification
code number(s) for principal
activity or activities
is (are)

Register of Members

The register of members
is kept at

RM	(the registered office)
Post town	
County/Region	
Postcode	

Register of Debenture Holders

A register of debenture
holders is kept at

RD	(the registered office)
Post town	
County/Region	
Postcode	

Company type

T2	Private company limited by shares
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Company Secretary

Name * Style/Title

Forenames

Surname

* Honours etc

Previous forenames

Previous surname

Usual residential address

CS	Mr.
	Alan Leslie
	Shaw
AD	108C Aberdeen Park
	Highbury
Post town	LONDON
County/Region	
Postcode	N5 2BA
Country	

* Voluntary details

Directors (Listed in alphabetical order)

Name	* Style/Title	CD	Mr
	Forenames	Kenneth William	
	Surname	Bates	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	The Grange
		Amersham Road	
	Post town	BEACONSFIELD	
	County/Region	Bucks	
	Postcode		Country
Date of birth		DO	04 12 31 Nationality NA British
Business occupation		OC	Director
Other directorships		OD	See attached list

Name	* Style/Title	CD	MR.
	Forenames	MATTHEW CHARLES	
	Surname	Harding	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	WITTON HOUSE
		UNDERHILL LANE, DITCHLING	
	Post town		
	County/Region	SUSSEX	
	Postcode	BN6 8XE	Country ENGLAND
Date of birth		DO	26 12 53 Nationality NA BRITISH
Business occupation		OC	DIRECTOR
Other directorships		OD	See attached list

* Voluntary details

Directors (continued)

Name	* Style/Title	CD	Mr
	Forenames	Colin	
	Surname	Hutchinson	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	Gladsmuir House
		Rydens Ave.,	
	Post town	WALTON ON THAMES	
	County/Region	Surrey	
	Postcode	KT12 3JE	Country
	Date of birth	DO	30 03 40
		Nationality	NA British
	Business occupation	OC	Director
	Other directorships	OD	See attached list

Name	* Style/Title	CD	MR.
	Forenames	MICHAEL IAIN	
	Surname	RUSSELL	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	102 LOUISVILLE RD.
		TOOTING BEC	
	Post town	LONDON	
	County/Region		
	Postcode	SW178RU	Country
			ENGLAND
	Date of birth	DO	09 04 57
		Nationality	NA BRITISH
	Business occupation	OC	DIRECTOR
	Other directorships	OD	None

* Voluntary details

Other relevant directorships, specifying the director in question

Other directorships for K.W. Bates

ABBEYRIVER LIMITED (resigned 30/07/93)
Chelsea Football Club Limited
Fulham Securities Limited (resigned 30/07/93)

Other directorships for M.C. Harding

Benfield International Ltd.
BENFIELD LOVICK & REES & CO.LTD.
BENFIELD LOVICK & REES(MANAGEMENT SERVICES) LTD. (resigned 01/08/91)
BENFIELD REINSURANCE CO. LTD.
THE BENFIELD GROUP LTD.

Other directorships for C Hutchinson

ABBEYRIVER LIMITED (resigned 18/12/91)
Arthur Brown (Fulham) Limited (resigned 30/07/93)
Chelsea Financial Consultants Limited (resigned 30/07/93)
Chelsea Football Club Limited
Chelsea Style Limited (resigned 30/07/93)

Issued share capital

The shares in issue at the date of this return are

Class	Number	Aggregate Nominal Value
1p Shares	102,648,083	1,026,480.83
Totals	102,648,083	1,026,480.83

A full list of members is enclosed on paper

List of past and present Members

Elective resolutions
(Private companies only)

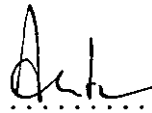
None

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £18.

Make cheques payable to Companies House.

Signed  Secretary/Director *
(* delete as appropriate)

Date 21.8.92

This return includes 2 continuation sheets.

Contact point address

Ref: ALS
A.L. Shaw
Chelsea Village Limited
Stamford Bridge Grounds
Fulham Road
LONDON

Postcode SW6 1HS

Telephone

Extension

Complete List of Members for Chelsea Village Ltd. from 03/09/94 to 03/09/95

Member's Name and Address

ATLANTIC WESTERN TRUSTEES LTD.
PHOENIX HOUSE, DAVID PLACE
ST.HELIER JERSEY CH.ISLES

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	6,350,000				6,350,000

Member's Name and Address

CHRISALIS TRUSTEES (GUERNSEY) LTD.
BARCLAYS BANK CHAMBERS, GRANDE RUE
ST.MARTIN GUERNSEY CHANNEL ISLES

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	1,219,512				1,219,512

Member's Name and Address

GUERNROY LTD.
P.O.BOX 48, ST.PETER PORT
GUERNSEY CHANNEL ISLES GYI 3BQ

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	0	30,000,000		17/08/95	30,000,000

Member's Name and Address

HEI SEE LTD.
1802 Edinburgh Towers, THE Landmark
15 Queens Rd. CENTRAL HONG KONG

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	30,300,000				30,300,000

Member's Name and Address

MARWAN, M.ASHRAF
THIRD FLOOR, 80 PARK STREET
LONDON W1Y 3HD

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	1,428,571				1,428,571

Complete List of Members for Chelsea Village Ltd. from 03/09/94 to 03/09/95

Member's Name and Address

Mayflower Securities Ltd.
The Cutlass Building, Wickhams Cay, Road Town
TORTOLA Brit Virgin Is.

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	30,000,000		30,000,000	17/08/95	0

Member's Name and Address

RHK Nominees Ltd.
1802 Edinburgh Towers, The Landmark
15 Queens Rd CENTRAL HONG KONG

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	24,250,000				24,250,000

Member's Name and Address

VANBRUGH LTD.
P.O. BOX 141, LA TONNELLE HOUSE, LES BANQUES
ST. SAMPSON GUERNSEY CHANNEL ISLES

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary shares of one penny	9,100,000				9,100,000