In accordance with Section 854 of the Companies Act 2006

AR01 2015

BLUEPRINT

OneWorld

Annual Return

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 20

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

X What this form is NOT for You cannot use this form to give notice of changes to the compression officers, registered office addre company type or information



17/06/2016

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	Con	ıpan	y d	etai				
Company number	2	6	0	4	3 5 5	Company name change If your company has recently		
Company name in full	02	Mob	ıle	s L	changed its name, please provide the company name as at the date of this return			
A2	Retu	ırn d	late	:		•		
Date of this return ②		. The		ıal re	al return made up date The return date must not be a futi rn must be delivered within 28 days of the date given bel			
A3	Prin	cipa	l bu	ısine	s activity			
		se sho			Principal business activity You must provide a trade classification code (SIC code 2007)			
Classification code 1	9	9	9	9	9	or a description of your company's		
Classification code 2						A full list of the trade classification		
Classification code 3						codes are available on our website www.gov.uk/companieshouse		
Classification code 4						Jordin Composition		
		ou can			ine a code, please give a brief description of your ow			
Principal activity description								
						_		
						-		

A4	Com	pany ty	/pe)						
		Private Private Private Private Private Private Private Private	be to complete comple	cked) d con cany cany cany cany cany cany cany	npany limite limite limite limite comp	y ed by e	share: guara share: guara vith s	itee exempt under section 60 itee exempt under section 60 itee exempt under section 60 itee capital t share capital	O 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	Regi	stered	offi	ce a	ddre	2SS @				
Building name/number	260			•			-		O Change of registered office This must agree with the address	
Street	Bat	h Road	i						that is held on the Companies House record at the date of this return	
Post town	510	ugh							If the registered office address has changed, you should complete form	
County/Region		kshire							AD01 and submit it together with this annual return	
Postcode	ser	——	-	4	D	х	Г			
	!	L 1	naf	<u> </u>	!		n lo	cation (SAIL) of the		
		pany re						ration (Juil) of the		
Building name/number									⊙ SAIL address	
Street							This must agree with the address that is held on the Companies House record at the date of this return			
Post town							If the address has changed, you should complete form ADO2 and submit it together with this annual			
County/Region	<u> </u>								return	
Postcode										
A7	Loca	tion of	cor	npa	ny re	ecor	ds O			
	Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6. Register of members Register of directors				te which records are kept at the SAIL	O Location of company records If the company records are held at the registered office address, do no tick any of the boxes in this section Certain records must be kept by				
	 □ 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 							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		
		interes Registe Instrur or Nor	er of (to m ts in er of (nents thern	deber embe its sha ntere creat Irelaa	nture ers of ares ests in ting c nd	holde outco share harge	es dis	investigation by public company into losed to public company register of charges England and Wales register of charges Scotland	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

Corporate secretary

B1	Corporate secretary's details •			
	Please use this section for corporate secretaries of the company For a secretary who is an individual, complete Section D1-D2.	O Corporate secretary appointments You cannot use this form to appoint		
Corporate body/firm name	O2 Secretaries Limited	a corporate secretary To do this, please complete form AP04 and submit it together with this annual return		
Building name/number	260	Corporate secretary details		
Street	Bath Road	All details must agree with those previously notified to Companies House If you have made changes		
Post town	Slough	since the last annual return and have not notified us, please complete form CH04		
County/Region	Berkshire	This information will appear on the		
Postcode	S L 1 4 D X	public record		
Country	United Kingdom	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 ®			
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	② EEA A full list of countries of the EEA can be found in our guidance		
Where the company/	United Kingdom	www.gov.uk/companieshouse		
firm is registered 9		This is the register mentioned in Article 3 of the First Company Law		
Registration number	4272689	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	◆ 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		
Legal form of the corporate body or firm		that register		
Governing law				
If applicable, where the company/firm is				
registered O	I and the second			

Corporate director

C1	Corporate director's details •						
Corporate body/firm	Please use this section for corporate directors of the company. For a director who is an individual, complete Section E1-E2 and Part 3.	O Corporate director appointments You cannot use this form to appoint a corporate director To do this, please complete form APO2 and					
name		submit it together with this annual return					
Building name/number		Corporate director details All details must agree with those					
Street		previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete					
Post town		form CH02 This information will appear on the					
County/Region		public record					
Postcode		Continuation pages					
Country		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 ®						
lan di	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	● EEA A full list of countries of the EEA can be found in our guidance www.gov.uk/companieshouse					
Where the company/ firm is registered €		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)					
Registration number		Juneary (45.15.1224)					
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.	Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in					
Legal form of the corporate body or firm		that register					
Governing law							
If applicable, where the company/firm is registered •							
If applicable, the registration number							

Secret	arv
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D1	Secretary's details •	
	Please use this section for individual secretaries of the company For a corporate secretary, complete Section B1-B4.	• Secretary appointments You may not use this form to appoint a secretary To do this,
Title*		please complete form AP03 and submit it together with this annual
Full forename(s)	·	return
Surname		Corporate details Please use Section B1-B4 to enter corporate secretary details.
Former name(s) 2		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
		◆ Former name(s) Please provide any previous names (including maiden or marned 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 ©	
Building name/number		Service address If you have previously notified
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The
Post town		Company's Registered Office' in the address
County/Region		This information will appear on the public record
Postcode		, public record
Country		
		<u>l</u>

Director

E1	Director's details [©]				
	Please use this section to list individual directors of the company For a corporate director, complete Section C1-C4.	O Director appointments You cannot use this form to appoint a director To do this, please			
Title*		complete form AP01 and submit it together with this annual return			
Full forename(s)	Ronan James	Corporate details			
Surname	Dunne	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			
Former name(s) •					
Country/State of residence	United Kingdom				
Nationality	Irish	complete form CH01 Former name(s)			
Month/year of birth	X X	Please provide any previous names (including maiden or married names)			
Business occupation (if any)	Chartered Accountant	which have been used for business purposes during the period of this return			
		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 o				
Building name/number	260	Service address If you have previously notified			
Street	Bath Road	Companies House that the service address is at 'The Company's Registered Office', please state 'The			
Post town	Slough	Company's Registered Office' in the address This information will appear on the			
County/Region	Berkshire				
Postcode	S L 1 4 D X	public record			
Country	United Kingdom	-			
•	,				

Director

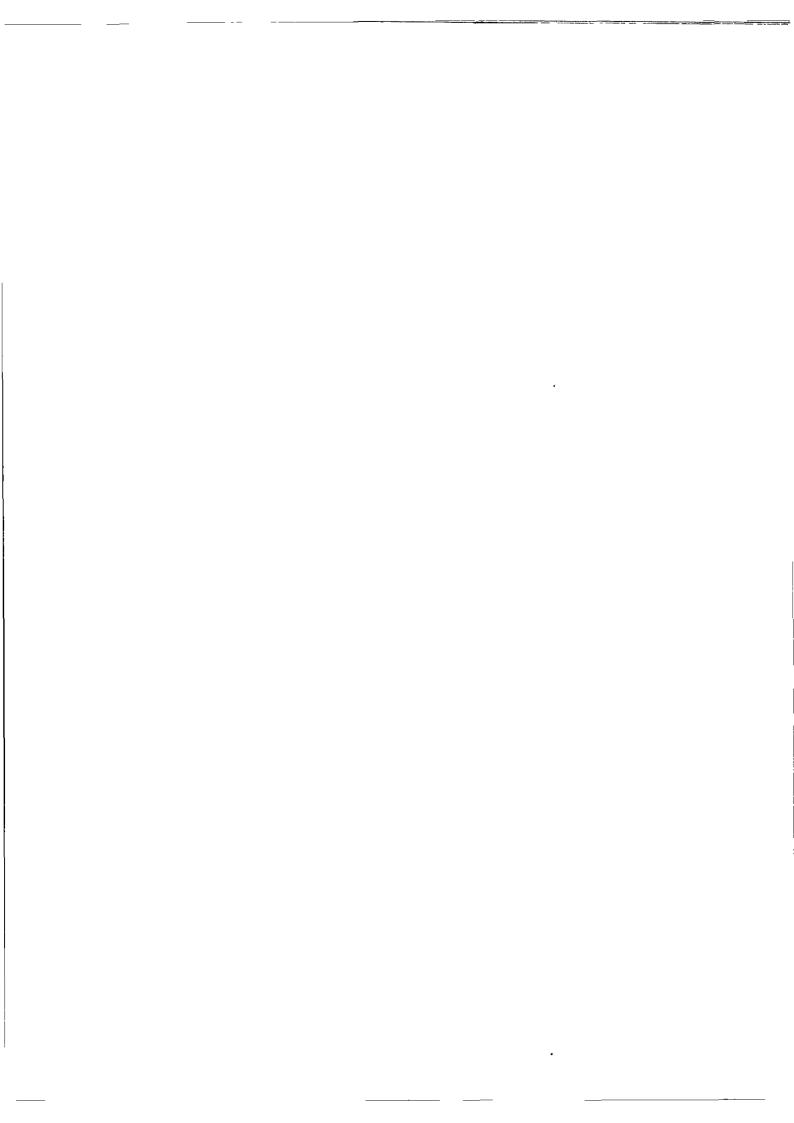
E1	Director's details ⁰	
	Please use this section to list individual directors of the company. For a corporate director, complete Section C1-C4.	O Director appointments You cannot use this form to appoint a director To do this, please
Title*		complete form AP01 and submit it together with this annual return
Full forename(s)	Mark	Corporate details
Surname	Evans	Please use Section C1-C4 to enter corporate director details
Former name(s) 9		Director details All details must agree with those previously notified to Companies
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please
Nationality	British	complete form CH01 • Former name(s)
Month/year of birth Business occupation (if any)	X X M0 M2 y1 y9 y6 y9 Accountant	Please provide any previous names (including maiden or married names) which have been used for business purposes during the period of this return
		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 o	
Building name/number	260	O Service address If you have previously notified
Street	Bath Road	Companies House that the service address is at 'The Company's Registered Office', please state 'The
Post town	Slough	Company's Registered Office' in the address
County/Region	Berkshire	This information will appear on the public record
Postcode	S L 1 4 D X	public record
Country	United Kingdom	
		<u> </u>

Director

E1	Director's details 9	
	Please use this section to list individual directors of the company. For a corporate director, complete Section C1-C4.	O Director appointments You cannot use this form to appoint a director To do this, please
Title*	Mr	complete form APO1 and submit it together with this annual return
Full forename(s)	Robert John	Corporate details
Surname	Harwood	Please use Section C1-C4 to enter corporate director details
Former name(s) 2		Director details All details must agree with those previously notified to Companies
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please
Nationality	British	complete form CH01 Former name(s)
Month/year of birth	X X	Please provide any previous names (including maiden or married names)
Business occupation (if any)	Chartered Secretary	which have been used for business purposes during the period of this return
		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 O	
Building name/number	260	O Service address If you have previously notified
Street	Bath Road	Companies House that the service address is at 'The Company's Registered Office', please state 'The
Post town	Slough	Company's Registered Office' in the address
· · · · · · · · · · · · · · · · · · ·	1	
County/Region	Berkshire	This information will appear on the
County/Region Postcode	Berkshire S L 1 4 D X	This information will appear on the public record
	·)	

Part 4	Statement	of capital o				
	Does your company have share capital? → Yes Complete the sections below and the following Part 5 → No Go to Part 6 (Signature)					
F1	Share capital i	n pound sterling (£)				·
		each class of shares held in complete Section F1 and				
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 shar	ಆ €	Aggregate nominal value G
Ordinary		£1/107,000,000	0	107	,000,000	£ 1
						£
				-		£
						£
			Totals	107	,000,000	£ 1
F2	Share capital i	n other currencies				
Please complete the ta Please complete a sep		any class of shares held in currency	other currencies			
Currency						
Class of shares (E g Ordinary/Preference etc)		Amount paid up on each share 9	Amount (if any) unpaid on each share	Number of shares Aggre		Aggregate nominal value 4
			 Totals			[
C					,	
Currency			A	Number of char	0	A
Class of shares (E.g. Ordinary/Preference etc	:)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shar	es v	Aggregate nominal value @
			7.4.1			
			Totals	_		
F3	Totals					
	issued share capital Please list					gregate nominal value it total aggregate values in
Total number of shares						currencies separately For £100 + €100 + \$10 etc
Total aggregate nominal value ©						
 Including both the noming share premium Total number of issued s 		• Number of shares issued nominal value of each sha	re Plea	tinuation Page se use a Statem e if necessary		al continuation

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 £1/107,000,000 Ordinary						
Class of share							
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							
Voting rights							
Class of share							
Voting rights							
Classification							
Class of share							
Voting rights							



Part 5	Shareholders	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 ✓ No go to Section G2 'Past and present shareholders'. ☐ Yes go to Question 2.	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							
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'	of the UK The current UK recognized investment exchanges and regulated markets can be found at: www.fsa.gov.uk/register/exchanges.do							
	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 •	ODTRS 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							
	 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' 	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 [©]								
	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.	This section only applies to companies answering 'No' in Section G1							
	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).								
		ı							

G3

List of past and present shareholders o

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 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

ı	, Class of share	Shares or stock currently held Number of shares or amount of stock	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)			Number of shares or amount of stock	Date of registration of transfer
O2 (Europe) Limited	£1/107,000,000 Ordinary	107,000,000		1 1
O2 Holdings Limited	£1/107,000,000 Ordinary	0	106,999,999	09 / 12 / 2015
O2 Networks Limited	£1/107,000,000 Ordinary	0	1	09 / 12 / 2015
				1 1
				1 1
				1 1
		1		1 1
				1 1
				1 1
				1 1
				1 1
			<u> </u>	1 1

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G4

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

This section should show only 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 companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1.

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank.

→ Go to Part 6 (Signature)

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

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 Shareholder's address Class of share Number of shares or Shareholder's name amount of stock

Part 6	Signature			
	This must be completed by all companies.	O Societas Europaea If the form is being filed on behalf		
	I am signing this form on behalf of the company.	of a Societas Europaea (SE) please delete 'director' and insert details		
Signature	Signature X	of which organ of the SE the person		
	This form may be signed by Director •, Secretary, Person authorised •, Charity commission receiver and manager, CIC manager, Judicial factor.	the Companies Act 2006		



Do not cover this barcode

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				
Company name	Secretariat Services			
	Manager			
Address	Telefónica Europe plc			
	260 Bath Road			
Post town	Slough			
County/Region	Berkshire			
Postcode	S L 1 4 D X			
Country	UK			
DX				
Telephone				

✓ 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