



069851 / 30

363a

Please complete in typescript, or in bold black capitals.

Annual Return

CHFP000

Company number

2714781 ✓

Company name in full

CLS Holdings Plc ✓

Date of this return

The information in this return is made up to

Day

Month

Year

1 4 / 0 5 / 2 0 0 9

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show that date here. Companies House will then send a form at the appropriate time.

Day

Month

Year

/ / / / /

Registered Office

Show here the address at the date of this return

86 Bondway

Any change of registered office must be notified on form 287

Post town

London ✓

County/Region

UK Postcode

S W 8 1 S F

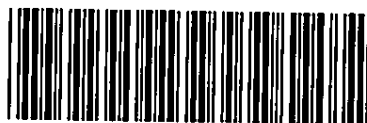
Principal business activities

Show trade classification code number(s) for the principal activity or activities

7415

If the code number cannot be determined, give a brief description of principal activity

TUESDAY



AB2PMAKS

A19 09/06/2009 92

COMPANIES HOUSE

A20 03/06/2009 283

COMPANIES HOUSE

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

for companies registered in England or Wales

or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

For companies registered in Scotland

DX 33050 Cardiff

DX ED235 Edinburgh 1
or LP-4 Edinburgh 2

10/08

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Register of members

If the register of members is not kept at the registered office, state here where it is kept

Post town

County/Region

UK Postcode

COMPUTERSHARE INVESTOR SERVICES

2ND FLOOR, VINTNERS PLACE

68 UPPER THAMES STREET

LONDON

E C 4 ✓ 3 8 J

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept

Post town

County/Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

☒☐☐☐☐☐☐

Please tick the appropriate box

Company Secretary

Details of a new company secretary must be notified on form 288a

* Voluntary details
(Please photocopy this area to provide details of joint secretaries).

Name

*Style/Title

Mr

Forename(s)

Thomas

Surname

Thomson

Address ††

Pulridge Wood

Nettleden Road

Post town

Little Gaddesden

County/Region

Hertfordshire

UK Postcode

H P 4 1 P P

Country

UK

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

If a partnership, give the names and addresses of the partners or the name of the partnership and office address

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	*Style/Title	Mr								
	Day	Month	Year							
Date of birth	0	7	/	0	1	/	1	9	4	0
Forename(s)	Sten Ake									
Surname	Mortstedt									
Address ††	Chesa Corviglia									
	Chantarella, Via Tinus 78, Postfach 207									
Post town	7500 St Moritz ✓									
County/Region	St Moritz									
UK Postcode										
Country	Switzerland									
Nationality	Swedish									
Business occupation	Executive Chairman									

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	*Style/Title	Mr								
	Day	Month	Year							
Date of birth	0	3	/	1	1	/	1	9	4	4
Forename(s)	Erik Henry									
Surname	Klotz									
Address ††	3 Highgrove Avenue									
Post town	Ascot ✓									
County/Region	Berkshire									
UK Postcode	S L 5 L 7 H R									
Country	UK									
Nationality	Swedish									
Business occupation	Chief Executive Officer									

Issue share capital

Enter details of all the shares in issue at the date of this return

Class (e.g.
Ordinary/Preference)

Number of shares
issued

Aggregate Nominal
Value

(i.e. Number of shares
issued multiplied by
nominal value per share, or
total amount of stock)

Ordinary, 25pence each	53,024,256 ✓	13,256,064
Totals	53,024,256	13,256,064

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

On paper

In another
format

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

☐☐

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

☐☒

A list containing shareholder changes is enclosed

☐☐

→ For private or non-traded public companies, **please complete Schedule A**

→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐**Certificate**

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

Signed



Date

2 June 2009

* Please delete as appropriate

When you have signed the return, send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

*(director / ~~secretary~~)

This return includes

3

(enter number)

continuation sheets

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

David Fuller

Deputy Company Secretary, CLS Holdings Plc, 86 Bondway, London

SW8 1SF

DX number

DX exchange

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title

Mr

Day

Month

Year

Date of birth 0 3 / 0 6 / 1 9 4 4

Forename(s) Hans Otto Thomas

Surname Lundqvist

Address †† 44 Cottenham Drive

Post town

County/Region London

UK Postcode S W 2 0 0 N D

Country UK

Nationality Swedish

Business occupation Director

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐
Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title

Mr

Day

Month

Year

Date of birth 0 3 / 0 4 / 1 9 4 8

Forename(s) Bengt Filip

Surname Mortstedt

Address †† Box 225 Friendship Bay

Bequia

Post town

County/Region St Vincent & The Grenadines

UK Postcode

Country West Indies

Nationality Swedish

Business occupation Director

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

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Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

<input type="checkbox"/>	Name	*Style/Title	Mr									
			Day	Month	Year							
	Date of birth		0	9	/	1	1	/	1	9	5	5
	Forename(s)	Christopher Patrick										
	Surname	Jarvis										
	Address ††	62/4 Triq L-Ilqugh										
		Swieqi										
	Post town	SWQ 3422										
	County/Region											
	UK Postcode											
Country	Malta											
Nationality	British											
Business occupation	Director											

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

<input type="checkbox"/>	Name	*Style/Title	Mr									
			Day	Month	Year							
	Date of birth		2	8	/	1	1	/	1	9	5	9
	Forename(s)	Joseph										
	Surname	Crawley										
	Address ††	6 Ferngrove Close										
	Post town	Fetcham										
	County/Region	Surrey										
	UK Postcode	K	T	2	2		9	E	Q			
Country	UK											
Nationality	US											
Business occupation	Director											

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title

Mr

Day

Month

Year

Date of birth 0 5 / 0 6 / 1 9 5 6

Forename(s) Malcolm Charles

Surname Cooper

Address ++ 5 Dukes Avenue

☐

Post town Finchley

County/Region London

UK Postcode N 3 2 D E

Country UK

Nationality British

Business occupation Group Tax & Treasury Director

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title

Mr

Day

Month

Year

Date of birth 0 2 / 1 1 / 1 9 5 0

Forename(s) Thomas John

Surname Thomson

Address ++ Pulridge Wood

☐

Nettleden Road

Post town Little Gaddesden

County/Region Hertfordshire

UK Postcode H P 4 1 P P

Country UK

Nationality British

Business occupation Director

++ Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

This must only be completed by companies that have traded on a regulated market and must show the details of shareholders who held at least 5% of the issued shares of any class of the company at any time during the period

Schedule B

for traded public companies

List of past and present shareholders

Company number 2714781

Company name in full CLS Holdings Plc

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a list of all company shareholders who held at least 5% of the issued shares of any class of the company 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

Shareholder's name and address	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L	See attached CD		
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			

RUN: 2720 DATE : 26052009 *** 02157204_CLS Annual Return 140509 *** [00:11
 26/05/09] page : 1 ANNUAL RETURN 15/05/08 TO 14/05/09

Companies House ref: 02714781 Holder Name & Address Balance	Annual Report Date: 14052009 CLs	Date	Bought	Sold
CLs HOLDINGS PLC/CLS				
CHASE NOMINEES LIMITED <AKTIAINV> 3,507,852	ORD *** OPENING BAL.			
P O BOX 18171 125 LONDON WALL 3,367,538	ORD *** CLOSING BAL.	201108		-140,314
LONDON				
CLS HOLDINGS PLC <TREASURY>, 7,439,209	ORD *** OPENING BAL.			
86 BONDWAY LONDON				
		070109	10,707,288	-10,707,288
		070109	3,013,927	-3,013,927
		070109	13,721,215	-13,721,215
		080109		-2,027,405
		201008		-145,000
		040608		-8,228
		201008		-2,000
		201008		-100
		040608		-99,900
		040608		-50,000
		201008		-78,576
		040608	2,000	-30,000
5,000,000	ORD *** CLOSING BAL.	201008		
HSBC GLOBAL CUSTODY NOMINEE (UK) 5,584,607	ORD *** OPENING BAL.			
LIMITED <742452>, 8 CANADA SQUARE LONDON		060608		-15,000
		141008		-21,005
		171008		-74,001
		201108		-218,419
		011208	53,214	
		070109		-1,171,614
4,137,782	ORD *** CLOSING BAL.			

02157204_CLS Annual Return 140509
 *** OPENING BAL.

K.B. (C.I.) NOMINEES LIMITED
 0

P.O. BOX 76
 WESTS CENTRE
 ST HELIER
 JERSEY

190808 10,150,207
 190808 369,376
 201108
 070109

-420,783
 -2,244,177

7,854,623

ORCHARD LAKE INC,
 10,150,207
 PO BOX 44

ORD *** OPENING BAL.

DOREY COURT 0
 ADMIRAL PARK
 ST PETER PORT
 GUERNSEY

190808

-10,150,207

ORD *** CLOSING BAL.

SHOUSEN CORPORATION
 5,007,413

ORD *** OPENING BAL.

DRUN: 2720 DATE : 26052009
 26/05/09] page : 2
 CLS HOLDINGS PLC/CLS

ANNUAL RETURN 15/05/08 TO 14/05/09

*** [00:11

Companies House ref: 02714781
 Holder Name & Address
 Balance

Annual Report Date: 14052009
 Cls

C/O ADMIN CONSULT & MANAGEMENT AG
 GAUGGELISTRASSE 7
 7000 CHUR
 SWITZERLAND

070109
 201108
 201108
 070109
 070109
 070109
 070109
 070109
 070109
 201108
 201108
 070109

Bought Sold

-500,000
 -100,000
 -100,000
 -100,000
 -100,000
 -100,000
 -100,000
 -100,000
 -100,000
 -100,000
 -3,559

3,263
 31,752

ORD *** CLOSING BAL.

3,738,869

 #####

02157204_CLS Annual Return 140509

Total

CLS REG
ORD GBR

HOLDERS
797

UNITS
53,024,256

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