In accordance with Section 854' of the Companies Act 2006 AR01

BLUEPRINT

OneWorld

Annual Return

(For returns made up to a date on or after 1 October 2011)

A fee is payable with this form Please see 'How to pay' on the last page

You can use the WebFiling service to file this form online

Please go to www companieshouse gov uk

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 least once every year

What this form is NOT for

You cannot use this form to notice of changes to the co officers, registered office ac company type or informatio relating to the company rec



COMPANIES HOUSE

17/08/2013

| Company | details |
|---------|---------|
| | Company |

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 | Company details | |
|----------------------|-----------------------------------|---|
| Company number | 2 7 2 4 5 0 3 | Company name change If your company has recently |
| Company name in full | WALT DISNEY INTERNATIONAL LIMITED | changed its name, please provide the company name as at the date of this return |
| Δ2 | Return date | |

| 42 | Return date | ļ |
|----|-------------|---|
| | | |

Please give the annual return made up date. The return date must not be a future date. The annual return must be delivered within 28 days of the date given below

If you would like the company's made up date to be earlier than 1 October 2011, please complete the AR01 appropriate for earlier made up dates

ODate of this return

Your company's return date is usually the anniversary of incorporation or the anniversary of the last annual return filed at es House You may choose out it must not

| Date of this return ② | d 1 d 9 m 0 m 6 y 2 y 0 y 1 y 3 | an earlier return date bu be a later date |
|--------------------------------|---|---|
| A3 | Principal business activity | |
| | Please show the trade classification code number(s) for the principal activity or activities | Principal business act You must provide a trad classification code (SIC |
| Classification code 1 | | or a description of your main business in this se |
| Classification code 2 | | A full list of the trade cla |
| Classification code 3 | | codes are available on o |
| Classification code 4 | | , www. sompaniosilesses |
| | If you cannot determine a code, please give a brief description of your business activity below | |
| Principal activity description | Holding company | |
| | | |
| | | |

ctivity ade C code 2007) ir company's ection

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Annual Return

(For returns made up to a date on or after 1 October 2011)

| A4 | Com | pany 1 | type (| • | | | | | |
|----------------------|--|-------------------|--------|-------|---|---|---|---------------------|---|
| | Please confirm your company type by ticking the appropriate box below (only one box must be ticked) Public limited company Private company limited by shares Private company limited by guarantee Private company limited by shares exempt under section 60 Private company limited by guarantee exempt under section 60 Private unlimited company with share capital Private unlimited company without share capital | | | | | ● Company type If you are unsure of your company type, please check your latest certificate of incorporation or our website www.companieshouse.gov.uk | | | |
| A5 | Regi | sterec | office | e ado | dress | 5 0 |) | | |
| Building name/number | PEI | ER W | ILEY | 3 Qt | JEEN | CA | ROI | INE STREET | O Change of registered office This must agree with the address |
| Street | HAM | IMERSI | HTIN | | | | | | that is held on the Companies House |
| | | | | | | | | | If the registered office address has |
| Post town | LON | IDON | | | | | | | changed, you should complete form AD01 and submit it together with |
| County/Region | | | | | | | | | this annual return |
| Postcode | W | 6 | 9 | P | E | | | | |
| A6 | | le alte pany r | | | | | | ation (SAIL) of the | |
| Building name/number | 100 |) | | | | | | | SAIL address This must agree with the address |
| Street | NEW | NEW BRIDGE STREET | | | | | that is held on the Companies House record at the date of this return | | |
| Post town | LONDON | | | | If the address has changed, you should complete form AD02 and submit it together with this annual | | | | |
| County/Region | <u> </u> | | | | | | _ | | return |
| Postcode | E | C 4 | 4 V | | 6 | J | A | | |
| A7 | Loca | ation o | f com | pany | / rec | ords | s (| | |
| | Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6 ✓ Register of members | | | | O Location of company records If the company records are held at the registered office address, do not tick any of the boxes in this section Certain records must be kept by | | | | |
| | | | | | 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 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 | | | | |

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(For returns made up to a date on or after 1 October 2011)

| Part 2 | Officers of the company | · |
|----------------------|--|---|
| | This section should include details of the company at the date to which this annual return is made up | Continuation pages Please use a continuation page if you need to enter more officer |
| | → For a secretary who is an individual, go to Section B1 → For a corporate secretary, go to Section C1 → For a director who is an individual, go to Section D1 → For a corporate director, go to Section E1 | details |
| Secretary | | |
| B1 | Secretary's details • | |
| | Please use this section to list all the secretaries of the company For a corporate secretary, complete Section C1-C4 | 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) | NIGEL ANTHONY | return |
| Surname | соок | Corporate details Please use Section C1-C4 to enter |
| Former name(s) @ | | corporate secretary details Secretary details |
| | ' | previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form CH03 |
| | | Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes. |
| B2 | Secretary's service address ⁹ | |
| Building name/number | The Company's Registered Office | 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 |
| Postcode | | public record |
| . 00.0000 | | 1 |

Annual Return (For returns made up to a date on or *after 1 October 2011*)

Corporate secretary

| C1 | Corporate secretary's details • | | | | | | | |
|---|---|--|--|--|--|--|--|--|
| | Please use this section to list all the corporate secretaries of the company | Ocorporate secretary appointments You cannot use this form to appoint | | | | | | |
| Corporate body/firm name | | a corporate secretary To do this, please complete form AP04 and submit it together with this annual return | | | | | | |
| Building name/number | | Corporate secretary details | | | | | | |
| Street | | All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have | | | | | | |
| Post town | | not notified us, please complete form CH04 | | | | | | |
| County/Region | ļ | This information will appear on the public record | | | | | | |
| Postcode | | public record | | | | | | |
| Country | | | | | | | | |
| C2 | Location of the registry of the corporate body or firm | | | | | | | |
| | Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only | | | | | | | |
| C3 | EEA companies ⁹ | | | | | | | |
| | 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 www.companieshouse.gov.uk | | | | | | |
| 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 | | Directive (66/151/EEC) | | | | | | |
| 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 | | | | | | | | |

Annual Return (For returns made up to a date on or after 1 October 2011)

Director

| D1 | Director's details • | |
|------------------------------|---|--|
| | Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4 | 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) | NIGEL ANTHONY | Corporate details |
| Surname | СООК | Please use Section E1-E4 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 |
| Date of birth | d 2 d 9 m 0 m 7 y 1 y 9 y 6 y 7 | Please provide any previous names |
| Business occupation (if any) | ACCOUNTANT | which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes |
| D2 | Director's service address 9 | |
| Building name/number | The Company's Registered Office | Service address If you have previously notified |
| Street | | Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the |
| Post town | | address |
| County/Region | | This information will appear on the public record |
| Postcode | | |
| Country | | |

Annual Return (For returns made up to a date on or *after 1 October 2011*)

Director

| D1 | Director's details • | |
|------------------------------|---|---|
| | Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4 | 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) | MARSHA LEIGH | Corporate details Please use Section E1-E4 to enter |
| Surname | REED | corporate director details |
| Former name(s) @ | | Director details All details must agree with those previously notified to Companies House If you have made changes |
| Country/State of residence | USA | since the last annual return and have not notified us, please |
| Nationality | AMERICAN | complete form CH01 |
| Date of birth | d 0 d 1 m 1 m 0 y 1 y 9 y 5 y 7 | Please provide any previous names |
| Business occupation (if any) | EXECUTIVE | which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes. |
| D2 | Director's service address O | · · · · · · · · · · · · · · · · · · · |
| Building name/number | The Company's Registered Office | Service address If you have previously notified |
| Street | | Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the |
| Post town | | address |
| County/Region | | This information will appear on the public record |
| Postcode | | |
| Country | | |

| In accordance with |
|--------------------|
| Section 854 of the |
| Companies Act 2006 |

AR01 - continuation page Annual Return (For returns made up to a date on or after 1 October 2011)

Director

| D1 | Director's details • | |
|------------------------------|---|---|
| | Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4 | Our 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) | PETER LLOYD | Corporate details |
| Sumame | MILEA | Please use Section E1-E4 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 |
| Date of birth | d 3 d 0 m 7 y 1 y 9 y 6 y 8 | ◆ Former name(s) Please provide any previous names |
| Business occupation (if any) | LAWYER | which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes. |
| D2 | Director's service address • | |
| Building name/number | The Company's Registered Office | 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 | | |

Annual Return (For returns made up to a date on or *after 1 October 2011*)

Corporate director

| E1 | Corporate director's details • | |
|---|---|--|
| | Please use this section to list all the corporate director's of the company | Ocorporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and |
| Corporate body/firm 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 |
| County/Region | | This information will appear on the public record |
| Postcode | | |
| Country | | _ |
| E2 | Location of the registry of the corporate body or firm | |
| | Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only | |
| E3 | EEA companies 9 | |
| | 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 |
| Where the company/ firm is registered ● | | www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law |
| Registration number | | Directive (68/151/EEC) |
| E4 | 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 | | |

AR01
Annual Return
(For returns made up to a date on or after 1 October 2011)

| Part 3 | Statement of | f capital 🌼 | | | | | |
|--|--|---|--|--|-------------|---------------------------------------|------------|
| | Does your company have share capital? → Yes Complete the sections below and the following Part 4 → No Go to Part 5 (Signature) | | | This should reflect the company's capital status at the made up date of this annual return | | | |
| F1 : | Share capital in pound sterling (£) | | | | | | |
| | | ch class of shares held in p mplete Section F1 and the | | | | | |
| Class of shares (E g Ordinary/Preference etc.) | | Amount paid up on each share ② | Amount (if any) unpaid on each share | Number of shares O | | Aggregate nomina | al value 🧿 |
| A Redeemable O | rdinary | 1 00 | 0 00 | 160,1 | 179,113 | £ 160,175 | 9,113 00 |
| Ordinary | | 1 00 | 0 00 | | 101 | £ | 101 00 |
| Ordinary | | 722,157 364 | 0 00 | | 1,000 | £ 1, | 000 00 |
| | | | | - | | £ | |
| | | | Total: | 160,1 | 180,214 | £ 160,180 | 0,214 00 |
| F2 | Share capital in o | other currencies | | | | | |
| Please complete the tal Please complete a sepa | • | r class of shares held in ot prrency | her currencies | | | · | |
| Currency | J | ., | | | | - | |
| Class of shares (E g Ordinary/Preference etc |) | Amount paid up on each share ② | Amount (if any) unpaid on each share | Number of share | es 0 | Aggregate nomin | al value O |
| | | - | | <u> </u> | | | |
| | | | Total | 3 | | | |
| | | | | | | | |
| Currency | | | | Number of share | 0 | Aggregate nomin | alualua O |
| Class of shares (E g Ordinary/Preference etc |) | Amount paid up on each share | Amount (if any) unpaid on each share | Number of share | :s • | Aggregate nomin | ai value • |
| | | | | | <u></u> | | |
| | | | | | | | |
| | | | Total | <u> </u> | | | |
| F3 | Totals | | | | | . | |
| | Please give the total number of shares and total aggregate nominal value of issued share capital | | Total aggregate nominal value Please list total aggregate values in different currencies separately. For | | | | |
| Total number of shares | | | | | | £100 + €100 + \$ | |
| Total aggregate nominal value 9 | | | | | | · · · · · · · · · · · · · · · · · · · | |
| Including both the nominal share premium Total number of issued share | · | Number of shares issued m nominal value of each share | e PI | ontinuation Page ease use a Staten ge if necessary | | al continuation | |

Annual Return (For returns made up to a date on or after 1 October 2011)

| 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 | | | | | |
| Class of share | £1 00 A Redeemable Ordinary | | | | | |
| Voting rights | On a poll, each member shall have 1 vote for every A redeemable ordinary share of which he is the holder | | | | | |
| Class of share | £1.00 Ordinary | | | | | |
| Voting rights | On a poll, each member shall have 13,400,000 votes for every ordinary share of which he is the holder | | | | | |
| | | | | | | |
| Class of share | | | | | | |
| Voting rights | | | | | | |
| Class of share | | | | | | |
| Voting rights | | | | | | |

AR01 Annual Return (For returns made up to a date on or after 1 October 2011) Part 4 Shareholders Does your company have share capital? → Yes go to Section G1 'Companies with share capital' → No Go to Part 5 (Signature) Companies with share capital Were any of the company's shares admitted to trading on a market at any Question 1 A market is one established under time during this return period? Please tick the appropriate box below the rules of a UK recognised investment exchange or any other No go to Section G2 'Past and present shareholders' regulated markets in or outside of Yes go to Question 2 the UK, or any other market outside of the UK. The current UK recognized Question 2 Please only refer to Question 2 below if you have answered 'Yes' to investment exchanges and regulated Question 1 If you answered 'No', please go to Section G2 'Past and present markets can be found at shareholders' www.fsa.gov.uk/register/exchanges.do OTR5 refers to the Vote Holder and Did the company, throughout the return period, have any shares admitted to Issuer Notification Rules contained trading on a relevant market and was it, throughout the return period, an issuer in Chapter 5 of the Disclosure and to which DTR5 applies?(3) Please tick the appropriate box below Transparency Rules source book issued by the Financial Services Authority Notification is required go to Section G4 'Shareholders who hold at least 5% of any class when the percentage acquisition of of shares of the company as at the made up date of the return' a shareholder in the company has go to Part 5 'Signature' 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 This section only applies to if one was not included with either of the last two returns. Please tick the companies answering 'No' in Section G1 appropriate box below There were no shareholder changes in this period. Go to Part 5 (Signature) A full list of shareholders is enclosed

A list of shareholder changes is enclosed

past and present shareholders'

Part 5 (Signature)

box below
The

How is the list of shareholders enclosed. Please tick the appropriate

The list of shareholders is enclosed in another format. Go to

The list of shareholders is enclosed on paper. Go to Section G3. 'List of

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders

0

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

| ' | | Shares or stock currently held | Shares or stock transferred (if appropriate) | | |
|--|--------------------------------|-------------------------------------|--|----------------------------------|--|
| Shareholder's Name (Address not required) | Class of share | Number of shares or amount of stock | Number of shares or amount of stock | Date of registration of transfer | |
| HAMMERSMITH ENTERPRISES LIMITED | fl 00 A Redeemable Ordinary | 160,179,113 | | 1 1 | |
| | | | | 1 1 | |
| | | | 1 | 1 1 | |
| | | | | 1 1 | |
| | | | | 1 1 | |
| | | | | 1 1 | |
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| | | _ | | 1 1 | |
| | | | | 1 1 | |
| | | | | | |

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders

0

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

| I | | Shares or stock currently held | Shares or stock transferred (if appropriate) | | |
|--|----------------|-------------------------------------|--|----------------------------------|--|
| Shareholder's Name (Address not required) | Class of share | Number of shares or amount of stock | Number of shares or amount of stock | Date of registration of transfer | |
| HAMMERSMITH ENTERPRISES LIMITED | £1.00 Ordinary | 1,101 | | 1 1 | |
| | | | | 1 1 | |
| | | | | 1 1 | |
| | | | | 1 1 | |
| | | | | 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 5 (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 name Shareholder's address Class of share Number of shares or amount of stock

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Annual Return (For returns made up to a date on or after 1 October 2011)

| Part 5 | Signature | | | | |
|-----------|---|---|--|--|--|
| | This must be completed by all companies | Societas Europaea If the form is being filed on behalf | | | |
| | I am signing this form on behalf of the company | of a Soc etas Europaea (SE) please delete 'director' and insert details | | | |
| Signature | Schaue X | of which organ of the SE the person signing has membership Person authorised Under either section 270 or 274 of the Companies Act 2006 | | | |
| | This form may be signed by Director Secretary, Person authorised Charity commission receiver and manager, CIC manager, Judicial factor | | | | |

Annual Return

(For returns made up to a date on or after 1 October 2011)

| - | |
|---|------------|
| | You you |

Presenter information

u do not have to give any contact information, but if 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 | |
|---------------|----------------------------|
| Сстралу патне | BAKER & MCKENZIE LLP (ref. |
| | dgp) |
| Address | 100 NEW BRIDGE STREET |
| | |
| l | |
| Post town | LONDON |
| County/≅egor | |
| Postcode | E C 4 V 6 J A |
| Country | United Kingdom |
| DX | 233 CHANCERY LANE |
| Telephone | 020 7919 1859 |

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ 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 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 an 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.companieshouse.gov.uk or email enquiries@companieshouse gov uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk