

021855/240

BLUEPRINT

OneWorld

363a

Please complete in typescript,  
or in bold black capitals.

CHFP010

Company Number

2857673

Company Name in full

VIRGIN VOYAGER LIMITED

**Date of this return**

The information in this return is made up  
to

Day		Month		Year			
0	1	0	8	2	0	0	8

**Date of next return**

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

Day		Month		Year			
0	1	0	8	2	0	0	9

**Registered Office**

Show here the address at the date of  
this return

120 CAMPDEN HILL ROAD

Any change of  
registered office **must**  
be notified on form  
287

Post town

LONDON

County / Region

UK Postcode

W8 7AR

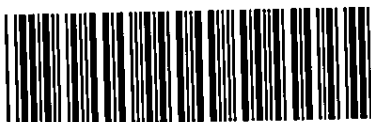
**Principal business activities**

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

SATURDAY



A44

\*AJUI64N2\*

08/11/2008

312

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 and Wales

DX 33050 Cardiff

or

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
for companies registered in Scotland

DX 235 Edinburgh

**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

**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 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**

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

\* Voluntary details

†† Tick this 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

Name

\* Style / Title

Mr

Forename(s)

Barry Alexander Ralph

Surname

GERRARD

☒

Address ††

120 CAMPDEN HILL ROAD

Post town

LONDON

County / Region

UK Postcode

W8 7AR

Country

United Kingdom

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

**Directors**

Please list directors in alphabetical order

Details of new directors must be notified on form 288a

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

†† Tick this 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		
		Day	Month
		Year	
	Date of birth	1	5
		0	4
		1	9
		7	3
	Forename(s)	Joshua	
	Surname	BAYLISS	
<input checked="" type="checkbox"/>	Address ††	120 CAMPDEN HILL ROAD	
	Post town	LONDON	
	County / Region		UK Postcode
			W8 7AR
	Country	United Kingdom	Nationality
			British
	Business occupation	Solicitor	

\* Voluntary details

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

†† Tick this 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		
		Day	Month
		Year	
	Date of birth	1	6
		1	1
		1	9
		6	4
	Forename(s)	Patrick Charles Kingdon	
	Surname	McCALL	
<input checked="" type="checkbox"/>	Address ††	120 CAMPDEN HILL ROAD	
	Post town	LONDON	
	County / Region		UK Postcode
			W8 7AR
	Country	United Kingdom	Nationality
			British
	Business occupation	Corporate Operations Director	

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**Directors***Please list directors in alphabetical order***Details of new directors must be notified on form 288a**

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

†† Tick this 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 2 0 4 1 9 6 0

Forename(s)

Gordon Douglas

Surname

McCALLUM

☒
**Address ††**

120 CAMPDEN HILL ROAD

Post town

LONDON

County / Region

UK Postcode W8 7AR

Country

United Kingdom

**Nationality**

British

**Business occupation**

Company Director

\* Voluntary details

**Name****\* Style / Title**

Day Month Year

Date of birth

Forename(s)

Surname

☐
**Address ††**

Post town

County / Region

UK Postcode

Country

**Nationality****Business occupation**

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**Issued share capital**

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

	<b>Class</b> (e.g. Ordinary/Preference)	<b>Number of shares issued</b>	<b>Aggregate Nominal Value</b> (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
See attached schedule			
<b>Totals</b>			

**List of past and present shareholders**

(use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns

There were no changes in the period

☐

on paper

in another format

A list of changes is enclosed

☐☐

A full list of shareholders is enclosed

☒☐**Certificate**

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

**Signed****Date**

23/11/08

† Please delete as appropriate

† a director / secretary

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

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.

This return includes

8

continuation sheets

(enter number)

COMPANY SECRETARIAT, VIRGIN MANAGEMENT, 120 Campden

Hill Road, London, W8 7AR, United Kingdom

Tel

DX number

DX exchange

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**Issued share capital**  
**Schedule to form 363a**

CHFP010

**Company Number**

2857673

**Company Name in full**

VIRGIN VOYAGER LIMITED

## Currency

Pounds Sterling

**Issued 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)

A Ordinary	22,124,880	£2,212,488 00
<b>Totals</b>	<b>22,124,880</b>	<b>2,212,488 00</b>

**Issued share capital**  
**Schedule to form 363a**

CHFP010

**Company Number** | 2857673

**Company Name in full** | VIRGIN VOYAGER LIMITED

Currency	US Dollar
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**Issued 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	4,720,037,880	US\$47,200,378 80
<b>Totals</b>	<b>4,720,037,880</b>	<b>47,200,378 80</b>

# List of past and present shareholders Schedule to form 363a

CHFP010

Company Number

2857673

Company Name in full

VIRGIN VOYAGER LIMITED

- Changes 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 the company shareholders on
  - The company's first annual return following the 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

Shareholders' details	Shares or amount of stock transferred <i>(if appropriate)</i>		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VOYAGER INVESTMENTS (BVI) LIMITED  Address Craigmuir Chambers, P O Box 71, Road Town, Tortola, Virgin Islands, British  UK postcode	£0 10 A Ordinary          Shares Held 22,124,880		
Name   Address    UK postcode			
Name   Address    UK postcode			



# List of past and present shareholders

## Schedule to form 363a

CHFP010

Company Number | 2857673

Company Name in full | VIRGIN VOYAGER LIMITED

- Changes 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 the company shareholders on
  - The company's first annual return following the 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

Shareholders' details	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VOYAGER INVESTMENTS (BVI) LIMITED  Address Craigmuir Chambers, P O Box 71, Road Town, Tortola, Virgin Islands, British  UK postcode	US\$0 01 Ordinary       Shares Held 4,697,915,000		
Name VVL Bearer Share Warrant No 10 Issued 31 01 94 for 333,909 Ordinary Shares of US\$0 01 Each  Address   UK postcode	US\$0 01 Ordinary       Shares Held 333,909		
Name VVL Bearer Share Warrant No 11 Issued 31 01 94 for 175 Ordinary Shares of US\$0 01 Each  Address   UK postcode	US\$0 01 Ordinary       Shares Held 175		

CHFP010

## List of past and present shareholders (Continued)

Company Number 2857673

Shareholders' details	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VVL Bearer Share Warrant No 12 Issued 31 01 94 for 351 Ordinary Shares of US\$0 01 Each <hr/> Address <hr/> UK postcode <input type="text"/>	US\$0 01 Ordinary          Shares Held 351		
Name VVL Bearer Share Warrant No 14 Issued 31 01 94 for 2,606,491 Ordinary Shares of US\$0 01 Each <hr/> Address <hr/> UK postcode <input type="text"/>	US\$0 01 Ordinary          Shares Held 2,606,491		
Name VVL Bearer Share Warrant No 1 Issued 31 01 94 for 1,748,317 Ordinary Shares of US\$0 01 Each <hr/> Address <hr/> UK postcode <input type="text"/>	US\$0 01 Ordinary          Shares Held 1,748,317		
Name VVL Bearer Share Warrant No 16 Issued 31 01 94 for 33,836 Ordinary Shares of US\$0 01 Each <hr/> Address <hr/> UK postcode <input type="text"/>	US\$0 01 Ordinary          Shares Held 33,836		

CHFP010

**List of past and present shareholders (Continued)**

**Company Number** | 2857673

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
<p>Name VVL Bearer Share Warrant No 15 Issued 31 01 94 for 2,600,904 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 2,600,904</p>		
<p>Name VVL Bearer Share Warrant No 13 Issued 31 01 94 for 2,606,491 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 2,606,491</p>		
<p>Name VVL Bearer Share Warrant No 2 Issued 31 01 94 for 1,747,197 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 1,747,197</p>		
<p>Name VVL Bearer Share Warrant No 3 Issued 31 01 94 for 1,748,254 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 1,748,254</p>		

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**List of past and present shareholders (Continued)**

**Company Number** 2857673

Shareholders' details	Shares or amount of stock transferred <i>(if appropriate)</i>		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
<p>Name VVL Bearer Share Warrant No 4 Issued 31 01 94 for 1,719,852 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 1,719,852</p>		
<p>Name VVL Bearer Share Warrant No 5 Issued 31 01 94 for 1,678,109 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 1,678,109</p>		
<p>Name VVL Bearer Share Warrant No 6 Issued 31 01 94 for 1,740,211 Ordinary Shares of US\$0 01 Each</p> <p>Address 120 CAMPDEN HILL ROAD, LONDON, United Kingdom</p> <p>UK postcode W8 7AR</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 1,740,211</p>		
<p>Name VVL Bearer Share Warrant No 7 Issued 31 01 94 for 333,909 Ordinary Shares of US\$0 01 Each</p> <p>Address</p> <p>UK postcode</p>	<p>US\$0 01 Ordinary</p> <p>Shares Held 333,909</p>		

### List of past and present shareholders (Continued)

**Company Number** 2857673

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