

AR01

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BLUEPRINT

OneWorld

Annual Return

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](http://www.companieshouse.gov.uk)

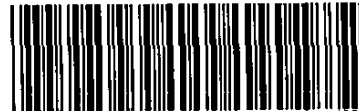
✓ What this form is for

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.

X What this form is NOT for

You cannot use this form to  
notice of changes to the  
company officers, registered office or  
company type or information  
to the company records.

WEDNESDAY



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14/04/2010

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COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies

→ Filing 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

3 0 4 7 1 2 2

Company name in full  
①

AXSIA LIMITED

② Company name change

If your company has recently changed  
its name, please provide the company  
name as at the date of this return

A2

Return date

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

Date of this return ②

1 1 0 4 2 0 1 0

③ Date of this return

Your company's return date is usually  
the anniversary of incorporation or the  
anniversary of the last annual return  
filed at Companies House. You may  
choose an earlier return date but it  
must not be a later date

A3

Principal business activity

Please show the trade classification code number(s) for the principal activity  
or activities ①

Classification code 1

7 4 1 5

Classification code 2

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your  
business activity below

Principal activity  
description

Holding Company

④ Principal business activity

You must provide a trade classification  
code (SIC code) or a description of  
your company's main business in this  
section

A full list of the trade classification  
codes are available on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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## Annual Return

**A4****Company type** ①

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

**① Company type**

If you are unsure of your company type, please check your latest certificate of incorporation or our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A5****Registered office address** ②

Building name/number 100  
Street NEW BRIDGE STREET  
Post town LONDON  
County/Region  
Postcode E C 4 V 6 J A

**② Change of registered office**

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form **AD01** and submit it together with this annual return

**A6****Single alternative inspection location (SAIL) of the company records** (if applicable) ③

Building name/number  
Street  
Post town  
County/Region  
Postcode

**③ SAIL address**

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form **AD02** and submit it together with this annual return

**A7****Location of company records** ④

Please tick the appropriate box to indicate which records are kept at the SAIL address in **Section A6**

- ☐ Register of members  
☐ Register of directors  
☐ 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 capital by private company  
☐ Register of debenture holders  
☐ Report to members of outcome of investigation by public company into interests in its shares.  
☐ Register of interests in shares disclosed to public company  
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland  
☐ Instruments creating charges and register of charges Scotland

**④ 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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**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

- 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**

**Continuation pages**

Please use a continuation page if you need to enter more officer details

**Secretary**

**B1** **Secretary's details** ①

Please use this section to list all the secretaries of the company  
**For a corporate secretary, complete Section C1-C4**

Title*	
Full forename(s)	GRACE B
Surname	HOLMES
Former name(s) ②	

**① Secretary appointments**

You may not use this form to appoint a secretary. To do this, please complete form **AP03** and submit it together with this annual return.

**Corporate details**

Please use **Section C1-C4** to enter corporate secretary details.

**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)**

- ② 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** ③

Building name/number	1333 WEST LOOP SOUTH
Street	SUITE 1700
Post town	HOUSTON
County/Region	TEXAS 77027
Postcode	
Country	USA

**③ Service address**

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

# AR01 - continuation page

## Annual Return

### Secretary

**B1**

#### Secretary's details <sup>①</sup>

Please use this section to list all the secretaries of the company <i>For a corporate secretary, complete Section C1-C4</i>	
Title*	
Full forename(s)	GEORGE
Surname	MACKIE
Former name(s) <sup>②</sup>	

#### ① Secretary appointments

You cannot use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

#### Corporate details

Please use Section C1-C4 to enter corporate secretary details.

#### 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.

#### ② Former name(s)

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 <sup>③</sup>

Building name/number	1						
Street	PINWOOD GATE,						
Post town	HARROGATE						
County/Region	NORTH YORKSHIRE						
Postcode	H	G	2		0	J	F
Country							

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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**Corporate secretary**

<b>C1</b>	<b>Corporate secretary's details</b> <sup>①</sup>	
	Please use this section to list all the corporate secretaries of the company	
Corporate body/firm name		<b>① Corporate secretary appointments</b> You cannot use this form to appoint a corporate secretary. To do this, please complete form <b>AP04</b> and submit it together with this annual return.  <b>Corporate secretary details</b> 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 <b>CH04</b> .  This information will appear on the public record.
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
<b>C2</b>	<b>Location of the registry of the corporate body or firm</b>	
	Is the corporate secretary registered within the European Economic Area (EEA)? → <b>Yes</b> Complete <b>Section C3 only</b> → <b>No</b> Complete <b>Section C4 only</b>	
<b>C3</b>	<b>EEA companies</b> <sup>②</sup>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	<b>② EEA</b> A full list of countries of the EEA can be found in our guidance: <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a>  <b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Where the company/firm is registered <sup>③</sup>		
Registration number		
<b>C4</b>	<b>Non-EEA companies</b>	
	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	<b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered <sup>⑤</sup>		
If applicable, the registration number		

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## Director

<b>D1</b>	<b>Director's details</b> ①	
	Please use this section to list all the directors of the company <i>For a corporate director, complete Section E1-E4</i>	
Title*		
Full forename(s)	GRACE B	
Surname	HOLMES	
Former name(s) ②		
Country/State of residence	USA	
Nationality	AMERICAN	
Date of birth	d 2 7 m 1 0 y 1 9 5 3	
Business occupation (if any)	BUSINESS EXECUTIVE	

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use **Section E1-E4** 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 complete form CH01.

**② Former name(s)**  
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.

<b>D2</b>	<b>Director's service address</b> ①	
Building name/number	1333 WEST LOOP SOUTH	
Street	SUITE 1700	
Post town	HOUSTON	
County/Region	TEXAS 77027	
Postcode		
Country	USA	

**① Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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**Director****D1****Director's details** \*

Please use this section to list all the directors of the company <i>For a corporate director, complete Section E1-E4</i>	
Title*	
Full forename(s)	GEORGE
Surname	MACKIE
Former name(s) *	
Country/State of residence	United Kingdom
Nationality	BRITISH
Date of birth	d 2 2 m 1 1 y 1 9 y 4 y 6
Business occupation (if any)	FINANCE DIRECTOR

**Director appointments**

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**

Please use **Section E1-E4** 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 complete form CH01.

**Former name(s)**

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.

**D2****Director's service address** \*

Building name/number	1
Street	PINEWOOD GATE,
Post town	HARROGATE
County/Region	NORTH YORKSHIRE
Postcode	H G 2 0 J F
Country	

**Service address**

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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**Corporate director****E1****Corporate director's details** <sup>1</sup>

Please use this section to list all the corporate director's of the company

Corporate body/firm  
name

Building name/number

Street

Post town

County/Region

Postcode

Country

**1 Corporate director appointments**  
You cannot use this form to appoint a corporate director. To do this, please complete form **AP02** and submit it together with this annual return.

**Corporate 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 complete form **CH02**.

This information will appear on the public record.

**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** <sup>2</sup>

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/  
firm is registered <sup>3</sup>

Registration number

**2 EEA**

A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**3** This is the register mentioned in Article 3 of the First Company Law 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.

Legal form of the  
corporate body  
or firm

Governing law

If applicable, where  
the company/firm is  
registered <sup>4</sup>If applicable, the  
registration number**4 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 that register.



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## Part 3 Statement of capital •

Does your company have share capital?

- Yes Complete the sections below and the following Part 4  
→ No Go to Part 5 (Signature).

① This should reflect the company's capital status at the made up date of this annual return

### F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling  
If all your issued capital is in sterling, only complete Section F1 and the go to Section F4

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 shares ③	Aggregate nominal value ④
A ORDINARY	£0 49	£0 00	160000	£ 1,600 00
B ORDINARY	£0 01	£0 00	200	£ 2 00
B ORDINARY	£0 96191	£0 00	519800	£ 5,198 00
SEE ATTACHED				£
Totals				£

### F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies  
Please complete a separate table for each currency

Currency				
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 shares ③	Aggregate nominal value ④
Totals				

Currency				
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 shares ③	Aggregate nominal value ④
Totals				

### F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate  
nominal value ⑤

⑤ Total aggregate nominal value  
Please list total aggregate values in  
different currencies separately For  
example £100 + €100 + \$10 etc

② Including both the nominal value and any  
share premium

③ Total number of issued shares in this class

④ Number of shares issued multiplied by  
nominal value of each share

#### Continuation Pages

Please use a Statement of Capital continuation  
page if necessary

① This should reflect the company's capital status at the made up date of this annual return

④ Number of shares issued multiplied by nominal value of each share

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**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	£0.01 A Ordinary
Voting rights	On a poll, each holder of A Ordinary shares shall have one vote for every such share of which he is the holder
Class of share	£0 01 B Ordinary
Voting rights	On a poll, each holder of B Ordinary shares shall have one vote for every such share of which he is the holder
Class of share	£0 01 C Ordinary
Voting rights	On a poll, each holder of C Ordinary shares shall have one vote for every such share of which he is the holder
Class of share	£1 00 Preference
Voting rights	The holders of Preference shares have no right to vote except when the right to require early redemption of the Preference shares arises or any sum due in respect of such shares is not paid on the due date, in which case each such holder has one vote for every such share of which he is the holder

**Part 4****Shareholders**

Does your company have share capital?  
→ **Yes** Complete the sections below  
→ **No** Go to **Part 5 (Signature)**

① This should reflect the shareholder details at the made up date of this annual return

**G1****Traded public companies ②**

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

② **Traded company definition**  
A traded company means a company any of whose shares are admitted to trading on a regulated market.

**G2****List of past and present shareholders**

Private and 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

- ☒ A full list of shareholders for a private or non-traded public company is enclosed. Please complete **Section G3**; or
- ☐ 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 **Section G4**
- ☐ A list of shareholder changes is enclosed  
→ For private or non-traded public companies, please complete **Section G3**  
→ For traded public companies, please complete **Section G4**
- ☐ There were no shareholder changes in this period  
→ Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

- ☒ The list of shareholders is enclosed on paper
- ☐ The list of shareholders is enclosed in another format

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**Private or non-traded public companies – list of past and present shareholders**

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

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 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
AXSIA GROUP LIMITED	£0 01 A Ordinary	160,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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**Private or non-traded public companies – list of past and present shareholders**

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

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 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
AXSIA GROUP LIMITED	£0 01 B Ordinary	520,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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**Private or non-traded public companies – list of past and present shareholders**

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

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 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
AXSIA GROUP LIMITED	£0.01 C Ordinary	120,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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**Private or non-traded public companies – list of past and present shareholders**

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

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 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held		Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer	
AXSIA GROUP LIMITED	£1.00 Preference	7,170,000		/ /	
				/ /	
				/ /	
				/ /	
				/ /	
				/ /	
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				/ /	



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G4

**Traded public companies – list of past and present shareholders**

**This section should show 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 public companies that have traded on a regulated market at any time during the period of this return)

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 'Traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's details	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /

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**Part 5**

**Signature**

*This must be completed by all companies*

I am signing this form on behalf of the company

Signature

Signature

X

*David B. Holmes*

X

This form may be signed by

Director ☒ Secretary, Person authorised ☒ Charity commission receiver and manager, CIC manager, Judicial factor

**❶ Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

**❷ Person authorised**

Under either section 270 or 274 of the Companies Act 2006

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**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 **BAKER & MCKENZIE LLP (ref****dgp)**

Address

**100 NEW BRIDGE STREET**

Post town

**LONDON**

Country/Region

Postcode

**E C 4 V 6 J A**

Country

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:**

- ☐ 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 £30 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,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS  
DX 481 N R Belfast 1

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.companieshouse.gov.uk)**