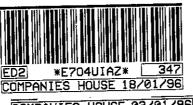
THE SECRETARIAT



363_x Annual Return

COMPA	NIES HOUSE 03/01/96
Company number	CN 3086856
Company name	VIRGIN CAR LEASING LIMITED
Date of this return The information on this return is made up to	Day Month Year DA 31 12 95
Date of next return I wish to make the next return to	DB 31 12 96
Registered Office This is the address at the date of this return	RO 120 CAMPDEN HILL ROAD
Any change of registered office must be notified on form 287	Post town LONDON County/Region Postcode W8 7AR
Principal business activities	PA 7 0 2 2
The trade classification code number(s) for principal activity or activities	

CAR LEASING

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• •		Company 3086856
Register of Members	(1)	1 00:
The register of members is kept at	RM (the registered	
	Post town	
	County/Region	
	Postcode	
Davidska a C Dalasta a H 7 I		
Register of Debenture Hold	RD (the registered	l office)
A register of debenture holders is kept at		
	Post town	
	County/Region	
• •	Postcode	·
Company type	T2 Private company lim	nited by shares
Company Secretary		
Name * Style/Tit	al rs MICC	

Company Se	ecretary	· .
Name	* Style/Title	CS MISS
	Forenames	DIANA PATRICIA
	Surname	LEGGE
	* Honours etc	
	Previous forenames	•

Usual residential address

Previous surname

AD 24A ENDERBY STREET

GREENWICH

Post town LONDON

County/Region

Postcode SE10 9PF Country

* Voluntary details

Name * Style/Title Forenames Surname Usual residential address Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous Surname Usual residential address Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous forenames Previous forenames Previous forenames Previous forenames Previous forenames Previous Surname Usual residential address Date of birth Do 23 08 56 Nationality NA BRITISH	Directors (Listed in	alphabetical order)
Surname * Honours etc Previous forenames Previous surname Usual residential address Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Highcotts Lane, West Clandon Post town NR. GUILDFORD County/Region Surrey Postcode GU4 7XA Country D0 25 05 50 Nationality NA British OC Company Director OD See attached list CD MR. STEPHEN THOMAS MATTHEM MURPHY Previous forenames Previous surname Usual residential address Abbott AD Blendons Highcotts Lane, West Clandon Postcode GU4 7XA Country Post town London AD British Company Director OD See attached list AD 26 ASHLONE ROAD PUTNEY Post town LONDON County/Region Postcode SM15 1LR Country	Name * Style/Title	CD Mr.
* Honours etc Previous forenames Previous surname Usual residential address Bate of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames	Forenames	Trevor Michael
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Post town NR. GUILDFORD County/Region Surrey Postcode GU4 7XA Country Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address AD 26 ASHLONE ROAD PUTNEY Post town NR. GUILDFORD County/Region Surrey NA British OC Company Director OD See attached list CD MR. STEPHEN THOMAS MATTHEW MURPHY Post town LONDON County/Region Postcode SW15 1LR Country	Usual residential address	AD B1 endons
Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address County/Region Surrey Postcode GU4 7XA Country DO 25 05 50 Nationality NA British OC Company Director OD See attached list MURPHY MURPHY AD 26 ASHLONE ROAD PUTNEY Post town LONDON County/Region Postcode SW15 1LR Country		Highcotts Lane, West Clandon
Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address * AD 26 ASHLONE ROAD Postcode GU4 7XA Country NA British OC Company Director OD See attached list * HONDON * HONDON County/Region Postcode SW15 1LR Country		Post town NR. GUILDFORD
Date of birth Business occupation Other directorships Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address * AD 26 ASHLONE ROAD * PUTNEY Post town LONDON County/Region Postcode SW15 1LR Country		County/Region Surrey
Business occupation Other directorships OC Company Director OD See attached list Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address AD 26 ASHLONE ROAD PUTNEY Post town LONDON County/Region Postcode SW15 1LR Country		Postcode GU4 7XA Country
Other directorships OD See attached list CD MR. STEPHEN THOMAS MATTHEW MURPHY * Honours etc Previous forenames Previous surname Usual residential address AD 26 ASHLONE ROAD PUTNEY Post town LONDON County/Region Postcode SW15 1LR CD MR. STEPHEN THOMAS MATTHEW MURPHY MURPHY Post town LONDON County/Region Postcode SW15 1LR Country	Date of birth	DO 25 05 50 Nationality NA British
Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address AD 26 ASHLONE ROAD PUTNEY Post town LONDON County/Region Postcode SW15 1LR Country	Business occupation	OC Company Director
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Post town LONDON County/Region Postcode SW15 1LR Country	osual residential address	
County/Region Postcode SW15 1LR Country		
Postcode SW15 1LR Country		
Date of Dirth DU 23 08 56 Nationality NA BRILISH	Nata as binth	
Pucipose competion Oc Accountant		
Business occupation OC ACCOUNTANT		
* Voluntary details	·	See attached list

Other relevant directorships, specifying the director in question

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Other directorships for T.M. Abbott
AVIDBUILD LIMITED
BLANC RESTAURANTS LIMITED
CAMPDEN SECURITIES LIMITED
CAROLINE INTERNATIONAL LIMITED
CLAYWEST LIMITED
EUROMAGNETIC HOLDINGS LIMITED
FRANESS LIMITED
JUNOPART LIMITED
LE MANOIR HOLDINGS LIMITED
NECKER ISLAND (BVI) LIMITED
PETALCROWN LIMITED
PHOENIX FIRE INHIBITOR LTD
QUELDALE LIMITED
RODNEY FITCH AND COMPANY LIMITED
ROOF GARDENS INC.
SMO LIMITED
SOUND AND MEDIA LIMITED
STORM MODEL MANAGEMENT INTERNATIONAL LIMITED
STORM MODEL MANAGEMENT LIMITED
SYNTHAXE LIMITED
THE TELEPHONE JUKEBOX COMPANY LIMITED
THE VIRGIN COLA COMPANY LIMITED
THE VIRGIN TRADING COMPANY LIMITED
VANSON DEVELOPMENTS LIMITED
VANSON HOTELS LIMITED
VIRGAIR LIMITED
VIRGIN AFRICAN AIRWAYS LIMITED
VIRGIN AIRSHIP AND BALLOON COMPANY LIMITED
VIRGIN ATLANTIC AIRWAYS LIMITED
VIRGIN ATLANTIC ENGINEERING LIMITED
VIRGIN ATLANTIC LEISUREWEAR LIMITED
VIRGIN AVIATION SERVICES LIMITED
VIRGIN BLOCKBUSTER LIMITED
VIRGIN CLUBS LIMITED
VIRGIN COMMUNICATIONS LIMITED (resigned 28/04/95)
VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED
VIRGIN EUROPEAN AIRWAYS LIMITED
VIRGIN HOLIDAYS LIMITED
VIRGIN HOTELS GROUP LIMITED
VIRGIN HOTELS LIMITED
VIRGIN HOTELS MARKETING LIMITED
VIRGIN MEGASTORE HOLDINGS LIMITED
VIRGIN MUSIC GROUP LIMITED (resigned 01/06/92)
VIRGIN RETAIL GROUP LIMITED
VIRGIN RETAIL LIMITED
VIRGIN SPIRITS LIMITED
VIRGIN TRAVEL GROUP LIMITED
VIRGIN TRAVEL INVESTMENTS LIMITED
VOYAGER INVESTMENTS LIMITED
WOODHOUSE SECURITIES LIMITED
Other directorships for S.T.M. MURPHY
A & R SCOTT LIMITED (resigned 15/04/94)
BURTON PROPERTY TRUST (DARTFORD) LIMITED (resigned 01/05/91)
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Other relevant directorships, specifying the director in question

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Other directorships for S.T.M. MURPHY
BURTON PROPERTY TRUST LIMITED (resigned 01/05/91)
CLAYWEST LIMITED
CUSTOMLOOK LIMITED (resigned 15/05/91)
DAWNCHAIN LIMITED (resigned 06/09/91)
FELIX CATFOOD LIMITED (resigned 15/04/94)
FELIX PET FOODS LIMITED (resigned 15/04/94)
GATORADE LIMITED (resigned 15/04/94)
JUNOPART LIMITED
KEYEARTH LIMITED (resigned 06/09/91)
LAW 128 LIMITED (resigned 01/05/91)
LONDON & CONTINENTAL RAILWAYS LIMITED
PENGAP SECURITIES LIMITED (resigned 01/05/91)
PHOENIX FIRE INHIBITOR LTD
QUAKER OATS LIMITED (resigned 15/04/94)
THE VIRGIN TRADING COMPANY LIMITED
VANSON DEVELOPMENTS LIMITED
VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED
VIRGIN HOTELS GROUP LIMITED
VIRGIN MEGASTORE HOLDINGS LIMITED
VIRGIN RETAIL GROUP LIMITED
VIRGIN SPIRITS LIMITED
VIRGIN TOUCH LIMITED
VIRGIN TRAVEL INVESTMENTS LIMITED
VIRGIN WESTERN LIMITED
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Issued share-capital
The shares in issue at the
date of this return are

Class	Number	Aggregate Nominal Value
£1 Ordinary	2	2.00
 -		•
·		
		·
<u> </u>		
Totals	2	2.00

List of past and present Members

Elective resolutions (Private companies only)

None

Certificate

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

I enclose the fee of £18.

Make cheques payable to Companies House.

Date 2/1/96.....

This return includes 5 continuation sheets.

Contact point address

D.P. LEGGE 120 Campden Hill Road LONDON

Postcode W8 7AR

Telephone 01-229 1282

Extension

Complete List of Members for VIRGIN CAR LEASING LIMITED from Incorporation to 31/12/95

Member's Name and Address HALLMARK REGISTRARS LIMITED 140 Tabernacle Street, LONDON EC2A 4SD

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary Shares	1	f	1	28/07/95	0

Member's Name and Address HALLMARK SECRETARIES LIMITED 140 Tabernacle Street, LONDON EC2A 4SD

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary Shares	1		1	28/07/95	0
of £l each		•			

Member's Name and Address VIRGIN MANAGEMENT LIMITED 120 CAMPDEN HILL ROAD, LONDON W8 7AR

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
Ordinary Shares	0	1		28/07/95	
of £l each		1		28/07/95	2