

— for the record ——
Company Name

THE HAY HALL GROUP LIMITED

031661/11

363s Annual Return

> Please check the details printed in blue on this statement.

> If any details are wrong, strike them through and write the correct details in the "Amended details" column.

> Please use black pen and write in capitals.

Company Type Private Company Limited By Shares Company Number

3141672 Information extracted from

Companies House records on

list of activity codes.

22nd November 2003

Section 1: Company details

A19 **APCDBR3T*	
COMPANIES HOUSE	0314 22/12/03

Ref: 3141672/03/10	Current details	Amended details
Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Hay Hall Works 134 Redfern Road Tyseley West Midlands B11 2BE	Address UK Postcode
Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address where the Register is held At Registered Office	Address UK Postcode
> Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Registered Office	Address
Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code Description 7415 Holding companies incl head offices	SIC CODE Description
 Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for 		

Company Number - 3141672 Section 2: Details of Officers of the Company **Current details** Amended details Name > Company Secretary Name If any of the details for this **Philip Nigel BALDREY** person are wrong, strike them through and fill in the Tick this box if this address is a service correct details in the **Address** address for the beneficiary of a "Amended details" column. 34 Saint Bernards Road Confidentiality Order granted under section 723B Solihull of the Companies Act 1985. West Midlands B92 7BB Address Particulars of a new Company Secretary must be notified on form 288. UK Postcode _____ Date of change _ _ / _ _ / _ _ _ _ Date Philip Nigel BALDREY ceased to be secretary (if applicable) > Director Name Name Philip Nigel BALDREY If any of the details for this person are wrong, strike them through and fill in the Tick this box if this address is a service correct details in the Address address for the beneficiary of a "Amended details" column. 34 Saint Bernards Road Confidentiality Order granted under section 723B Solihuli of the Companies Act 1985. West Midlands **B92 7BB** Address

Particulars of a new Director must be notified on form 288.

Date of birth 31/03/1955

Nationality British

Occupation Financial Accountant

UK Postcode _ _ _ _ _

Date of birth _ _ / _ _ / _ _ _ Nationality

Date of change _ _ / _ _ / _ _ _

Occupation

Date Philip Nigel BALDREY ceased to be director (if applicable)

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,	mpany Number - 3141672	Section 2: Details of Officers of the Comp Current details	Amended details
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Roger BURDETT Address 2 Pennyfields Boulevard Long Eaton NG10 3QJ	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723 of the Companies Act 1985. Address
		Date of birth 05/09/1950	
-	Particulars of a new Director must be notified on form 288.	Nationality British Occupation Group Chief Executive	UK Postcode
			Date of change / / Date Roger BURDETT ceased to be director (if applicable)
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Alexander Oliver INSAM Address Top Floor 8 Golden Square London W1R 3AF	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723 of the Companies Act 1985. Address
		Date of birth 14/12/1964 Nationality German	UK Postcode
	Particulars of a new Director must be notified on form 288.	Occupation Inveswtments Director	Date of birth / / Nationality Occupation Date of change / / Date Alexander Oliver INSAM ceased to be director (if applicable)

Company Number -	3141672	Section 2: Details of Officers of the	e Company (continued)
		Current details	Amended details
> Director If any of the detail person are wrong		Name Stuart Michael WALLIS	Name
them through and correct details in t "Amended details	fill in the he	Address Briarwood Nightingales Lane Chalfont St Giles Buckinghamshire HP8 4SR	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address
		Date of birth 08/10/1945	
		Nationality British	UK Postcode
Particulars of a ne must be notified o 288.		Occupation Director	Date of birth / _ / Nationality Occupation
			Date of change / /
			Date Stuart Michael WALLIS ceased to be director (if applicable)
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Company	Number -	3141672
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Section 3: Share Capital

>	Issued	Share	Capital

This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.

Current details	Amended details
Class of share	Class of share
Ordinary	

Nominal value of each share £1.00

Number of shares issued 2,500,000

Nominal value of each share

Number of shares issued

Aggregate Nominal Value of issued shares

£2,500,000.00

Aggregate Nominal Value of issued shares

Class of share

Preference

Nominal value of each share £0.01

Number of shares issued 21,361,500

shares

Nominal value of each share

Class of share

Number of shares issued

Aggregate Nominal Value of issued £213,615.00

Aggregate Nominal Value of issued shares

> Total shares issued and value

If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

Total number of shares issued 23,861,500

Total Nominal value of shares issued Total Nominal value of shares issued £2,713,615.00

Total number of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Company Number - 3141672

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Cι	ırrent details	Amended details		Shares	transferred
>	Shareholder Name BEAGLE ASSETS LLC	Name	:		
		Address			
	Address 334 Madison Avenue Po Box 633 Convent Station NJ7961				ransferred by LE ASSETS LLC
	United States Of America	UK Postcode			
	Shares held Class Number Ordinary A 375000		Number		Number Date of transfer
			- :		
>	Shareholder Name HAY HALL TRUSTEES LTD	Name			
		Address			
	Address 134 Redfern Rd Tyseley Birmingham				transferred by ALL TRUSTEES LTD
	B11 2BE	UK Postcode	- 		
	Shares held Class Number Ordinary 30000	Shares held Class	Number	Class	Number Date of transfer

Company Number - 3141672

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details		Class and number of shares or amount of stock transferred (If appropriate)	
Name	1		
Address			
		i	
UK Postcode			
Name			
Address			i
UK Postcode			
Name			
Address			:
	,		
· · · · · · · · · · · · · · · · · · ·			
UK Postcode			
Name			
Address			
UK Postcode			



363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- If you want to change the made up date of this annual return, please

	complete 2 below.		
1.	Declaration		
	I confirm that the details in (shown at 2 below). I enck		eturn are correct as at the made-up-date fee of £15.
	Signature (Director / S	Secretary)	Date 12, 12, 2003 This date must not be earlier than the
	What to do now Complete this page then s declaration to the address		return date at 2 below e of the Annual Return and the elow.
2	Date of this return	: 6	and the second of the second o
	This AR is made up to 16/12/2003	-	aking this return up to an earlier date, the date here
		- - .	/ /
		Note: The form	n must be delivered to CH within 28 days of this date
3.	Date of next return		
	If you wish to change your 2004 please give the new	date here:	o a date earlier than 16th December
4.	. Where to send this t	orm	
	Please return this form to:		
	Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ	OR	For members of the Hays Document Exchange service DX 33050 Cardiff
	Have you enclosed the fi reverse of the cheque?	ling fee with	the company number written on the
С	ontact Address		
Υοι		ntact informa	ition below, but if you do, it wilf help
Coi	mpanies House to contact y	ou if there is	a query on the form. The contact archers of the public record.
Coi info	mpanies House to contact y	ou if there is e visible to se	a query on the form. The contact
Coi info Coi	mpanies House to contact y ormation that you give will be	ou if there is e visible to se	a query on the form. The contact archers of the public record.

BII 210

Postcode

Registration number - 3141672

Section 5 : Details

ORDINARY SHARES

Name

Address

Daytonian Ltd	5th Floor, Bucklersbury House, 3 Queen Victoria Street, London, EC4N 8NH	101,250
Mithras Investment Trust PLC Dunedín Enterprise Investment	off Floor, bucklersbury House, 3 Queen Victoria Street, London, EC4N own Navior House, 27 This to Street Edinburch, EH2 18T	59 571
L&G Ventures Partners Ltd		1,205,679
PPMV Nominees Ltd 'PSPS' Account	1 Waterhouse Square, Holborn Bars, London, EC1N 2ST	92,625
PPMV Nominees Ltd 'Holborn' Account Prudential Nominees USV	1 Waterhouse Square, Holborn Bars, London, EC1N 2ST 1 Waterhouse Square, Holborn Bars, London, EC1N 2ST	18,/50 64,125
PPMV Nominees Ltd 'RXV' Account	1 Waterhouse Square, Holborn Bars, London, EC1N 2ST	21,375
PPMV Nominees Ltd 'PAC' Account	1 Waterhouse Square, Holborn Bars, London, EC1N 2ST	178,125
Beagle Assets LLC	334 Madison Avenue, PO Box 633, Convent Station, NJ7961, USA	375,000
PN Baldrev	34 St Bernards Rd, Solihull, B92 7BB	27,500
RL Burdett	1 Pennyfields Boulevard, Long Eaton, NG10 3QJ	80,875
SM Wallis DJ Baker	Briarwood, Nightingales Lane, Chalfont St Giles, HP8 4SF 60 Kinghorne Street, Arbroath, DD11 2LX	80,875 7,500
i Whyte	950 East Baldwin, Palatine, Illinois 60867, USA	7,500
Hay Hall Trustees Ltd	Hay Hall Works, Redfern Road, Tyseley, Birmingham, B11 2BE	45,750

2,500,000