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HFP029

W/TSB £165711
016161

363a

Annual Return

Company Number 3282548

Company Name in full VIRGIN RAIL GROUP LIMITED

Date of this return

The information in this return is made up to

Day Month Year

28 / 02 / 2002

Date of next return

You wish to make your next return
on 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

28 / 02 / 2003

Registered Office

How 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 7 AR

Principal business activities

How trade classification code number(s)
for the principal activity or activities.

6010

If the code number cannot be determined,
give a brief description of principal activity.

HOLDING COMPANY



A22
COMPANIES HOUSE

0566
08/03/02

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

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

DX 235 Edinburgh

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Register of members

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

there is a register of debenture holders, a duplicate of any such register or part of it, which is not kept at the registered office, state here 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

<input type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Please tick the appropriate box

Company Secretary

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

Voluntary details.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

If usual residential address must be given. In the case of a corporation, or a Scottish firm, give the registered or principal office address.

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

Name

* Style / Title

MR

Forename(s)

PETER GERARDUS

Surname(s)

GRAM

Address

9 LAMBYN CROFT

LANGSHOTT

Post town

HORLEY

County / Region

SURREY

UK Postcode

R H 6 9 X U

Country

ENGLAND

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	MR	
	Day	Month	Year
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Date of birth	11 / 02 / 1965	
	Forename(s)	KEITH ROBERTSON	
	Surname	COCHRANE	
Address	GLEN HALL, BELWOOD PARK		
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town		
	County / Region	PERTH	UK Postcode PH2 7AJ
	Country	SCOTLAND	Nationality BRITISH
	Business occupation	FINANCE DIRECTOR	

Voluntary details.

Name	* Style / Title	MR	
	Day	Month	Year
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Date of birth	04 / 08 / 1957	
	Forename(s)	ANTHONY EDWARD	
	Surname	COLLINS	
Address	10 LARKSWOOD DRIVE		
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	SEDGLEY	
	County / Region	WEST MIDLANDS	UK Postcode DY3 3UQ
	Country	ENGLAND	Nationality BRITISH
	Business occupation	DIRECTOR	

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name	* Style / Title	MR									
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Date of birth	Day	Month	Year							
		1	7	0	7	1	9	4	6		
	Forename(s)	GRAHAM CHARLES									
	Surname	ECCLES									
Address	THE OLD SMITHY										
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	MEIKLEOUR									
	County / Region	PERTH & KINROSS			UK Postcode	P	H	2	6	D	Z
	Country	SCOTLAND			Nationality	BRITISH					
Business occupation	MANAGING DIRECTOR, SOUTH WEST TRAINS LTD										

Voluntary details.

Name	* Style / Title	MR									
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Date of birth	Day	Month	Year							
		0	7	0	9	1	9	4	3		
	Forename(s)	CHRISTOPHER EDWARD WASTIE									
	Surname	GREEN									
Address	14 MEADWAY										
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	BERKHAMSTEAD									
	County / Region	HERTFORDSHIRE			UK Postcode	H	P	4	2	P	N
	Country	ENGLAND			Nationality	BRITISH					
Business occupation	CHIEF EXECUTIVE										

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name * Style / Title MR

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

Date of birth Day Month Year
1 6 / 1 0 / 1 9 5 7

Forename(s) PAUL DENNIS

Surname GRIFFITHS

Address FERNDALE, HORNEY COMMON

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town MARESFIELD

County / Region EAST SUSSEX

UK Postcode T N 2 2 3 E D

Country

Nationality BRITISH

Business occupation COMMERCIAL DIRECTOR

Voluntary details.

Name * Style / Title MS

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

Date of birth Day Month Year
2 4 / 0 9 / 1 9 5 3

Forename(s) REBECCA BRENDA JENNIFER

Surname KLUG

Address 161 LINDEN COURT, BRUNSWICK ROAD

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town EALING

County / Region LONDON

UK Postcode W 5 1 A L

Country ENGLAND

Nationality BRITISH

Business occupation EXECUTIVE DIRECTOR

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name * Style / Title MR

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

Date of birth Day Month Year
2 3 / 0 8 / 1 9 5 6

Forename(s) STEPHEN THOMAS MATTHEW

Surname MURPHY

Address 23 THE CRESCENT

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town LONDON

County / Region UK Postcode S W 1 3 0 N N

Country ENGLAND Nationality BRITISH

Business occupation ACCOUNTANT

Voluntary details.

Name * Style / Title MS

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

Date of birth Day Month Year
0 7 / 1 2 / 1 9 5 6

Forename(s) SUSAN MARGARET

Surname MURPHY

Address WINDWHISTLE, PINNER HILL

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town PINNER

County / Region MIDDLESEX UK Postcode H A 5 3 X Y

Country ENGLAND Nationality BRITISH

Business occupation COMPANY DIRECTOR

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Name	* Style / Title		MR										
		Day	Month	Year										
	Date of birth	1	3	/	1	1	/	1	9	5	2			
	Forename(s)	CHRISTOPHER JOHN GERVASE												
	Surname	TIBBITS												
	Address	THE OLD STORES, STOTTESDON												
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	NEAR KIDDERMINSTER ✓												
	County / Region	WORCESTERSHIRE					UK Postcode	D	Y	1	4	8	U	B
	Country	ENGLAND					Nationality	BRITISH						
	Business occupation	MANAGING DIRECTOR												

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.	Name	* Style / Title		MR										
		Day	Month	Year										
	Date of birth	2	9	/	1	0	/	1	9	6	0			
	Forename(s)	ALAN COLIN												
	Surname	TOMLIN												
	Address	TANGLEWOOD, FAIRCOX LANE												
Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	HENFIELD												
	County / Region	WEST SUSSEX					UK Postcode	B	N	5		9	P	D
	Country	ENGLAND					Nationality	BRITISH						
	Business occupation	FINANCE DIRECTOR												

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name	* Style / Title	MR										
		Day	Month	Year								
Directors	Date of birth	2	2	0	2	1	9	6	0			
In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Forename(s)	WILLIAM ELLIOTT										
	Surname	WHITEHORN										
Address	31 DENTS ROAD											
Usual residential address												
must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town	LONDON										
	County / Region				UK Postcode	S	W	1	1	6	J	A
	Country				Nationality	BRITISH						
Business occupation	BRAND DEVELOPMENT/CORPORATE AFFAIRS DIR.											

Voluntary details.

Name	* Style / Title												
		Day	Month	Year									
Directors	Date of birth												
In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.	Forename(s)												
	Surname												
Address													
Usual residential address													
must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.	Post town												
	County / Region				UK Postcode								
	Country				Nationality								
Business occupation													

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)
10P ORDINARY	100,000,000	£ 10,000,000.00
Totals	100,000,000	£ 10,000,000.00

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

☐
☐

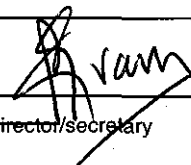
A full list of shareholders is enclosed

☒
☐

Certificate

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

Signed


† a director/secretary

Date

06/03/02

Please delete as appropriate.

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

This return includes

(enter number)

continuation sheets.

Please give the name, address,
telephone number, and if available,
DX number and Exchange, for
the person Companies House should
contact if there is any query.

P.G. GRAM, 120 CAMPDEN HILL ROAD, LONDON, W8 7AR

Tel 020 7313 2000

DX number DX exchange

List of past and present shareholders Schedule to form 363a

CHFP029

Company Number 3282548

Company Name in full VIRGIN RAIL GROUP 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 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	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name <u>STAGECOACH GROUP PLC</u> Address <u>GROUP HEADQUARTERS, 10 DUNKELD ROAD, PERTH,</u> <u>ENGLAND</u> UK Postcode <u>P H 1 L 5 T W</u>	10p B Ordinary 0	10p B Ordinary 49,000,000	13/02/2002
Name <u>TRAINLINE HOLDINGS LIMITED</u> Address <u>120 CAMPDEN HILL ROAD, LONDON, ENGLAND</u> JK Postcode <u>W 18 L 1 Z A R L</u>	10p A Ordinary 0	10p A Ordinary 51,000,000	13/02/2002
Name <u>TRAINLINE HOLDINGS LIMITED</u> Address <u>120 CAMPDEN HILL ROAD, LONDON, ENGLAND</u> JK Postcode <u>W 18 L 1 Z A R L</u>	10p B Ordinary 0	10p B Ordinary 49,000,000	13/02/2002

List of past and present shareholders (Continued)

CHFP029

Company Number 3282548

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name TRAINLINE HOLDINGS LIMITED Address 120 CAMPDEN HILL ROAD, LONDON, ENGLAND UK Postcode W18 1LZ ARL	10p Ordinary 100,000,000		
Name VIRGIN GROUP INVESTMENTS LIMITED Address CRAIGMUIR CHAMBERS, P.O. BOX 71, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS UK Postcode L L L L L L L	10p A Ordinary 0	10p A Ordinary 51,000,000	13/02/2002
Name VIRGIN GROUP INVESTMENTS LIMITED Address CRAIGMUIR CHAMBERS, P.O. BOX 71, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS JK Postcode L L L L L L L	10p C Ordinary 0	10p C Ordinary 19,500,000	13/02/2002
Name VIRGIN GROUP INVESTMENTS LIMITED Address CRAIGMUIR CHAMBERS, P.O. BOX 71, ROAD TOWN, TORTOLA, BRITISH VIRGIN ISLANDS JK Postcode L L L L L L L	10p D Ordinary 0	10p D Ordinary 500,000	13/02/2002
Name VRG: SHARE WARRANT NO 1 RELATING TO 1,424,500 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L	10p C Ordinary 0	10p C Ordinary 1,424,500	13/02/2002

List of past and present shareholders (Continued)

CHFP029

Company Number 3282548

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VRG: SHARE WARRANT NO 10 RELATING TO 86,625 D ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address UK Postcode L L L L L L L	10p D Ordinary 0	10p D Ordinary 86,625	13/02/2002
Name VRG: SHARE WARRANT NO 11 RELATING TO 98,175 D ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L	10p D Ordinary 0	10p D Ordinary 98,175	13/02/2002
Name VRG: SHARE WARRANT NO 12 RELATING TO 84,200 D ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L	10p D Ordinary 0	10p D Ordinary 84,200	13/02/2002
Name VRG: SHARE WARRANT NO 2 RELATING TO 1,424,500 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L	10p C Ordinary 0	10p C Ordinary 1,424,500	13/02/2002
Name VRG: SHARE WARRANT NO 3 RELATING TO 1,068,375 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L	10p C Ordinary 0	10p C Ordinary 1,068,375	13/02/2002

List of past and present shareholders (Continued)

JHFP029

Company Number | 3282548

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VRG: SHARE WARRANT NO 4 RELATING TO 1,210,825 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L L	10p C Ordinary 0	10p C Ordinary 1,210,825	13/02/2002
Name VRG: SHARE WARRANT NO 5 RELATING TO 1,038,467 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L L	10p C Ordinary 0	10p C Ordinary 1,038,467	13/02/2002
Name VRG: SHARE WARRANT NO 6 RELATING TO 3,703,703 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L L	10p C Ordinary 0	10p C Ordinary 3,703,703	13/02/2002
Name VRG: SHARE WARRANT NO 7 RELATING TO 4,629,630 C ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L L	10p C Ordinary 0	10p C Ordinary 4,629,630	13/02/2002
Name VRG: SHARE WARRANT NO 8 RELATING TO 115,500 D ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address JK Postcode L L L L L L L L	10p D Ordinary 0	10p D Ordinary 115,500	13/02/2002

List of past and present shareholders (Continued)

CHFP029

Company Number 3282548

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name VRG: SHARE WARRANT NO 9 RELATING TO 115,500 D ORDINARY SHARES OF £0.10 EACH IN VIRGIN RAIL GROUP LIMITED ISSUED ON 6.9.1999 Address UK Postcode L L L L L L L	10p D Ordinary 0	10p D Ordinary 115,500	13/02/2002
Name Address JK Postcode L L L L L L L			
Name Address JK Postcode L L L L L L L			
Name Address JK Postcode L L L L L L L			
Name Address JK Postcode L L L L L L L			