



Please complete in typescript,
or in bold black capitals.

LB
£30x2/012310

363a

Annual Return

CHFP029

Company Number

3552508

Company Name in full

BARFAIR LIMITED

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

2 4 0 4 1 9 9 9

Date of next return (See note 2)

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

2 4 0 4 2 0 0 0

RE-SCAN

Registered Office (See note 3)

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

Postcode

W8 7AR

Principal business activities

(See note 4)

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.

When you have completed and signed the form please send it to the
Registrar of Companies at:
Companies House, Crown Way, Cardiff, CF4 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



6-5-99
273

Register of members *(See note 5)*

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Register of Debenture holders*(See note 6)*

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Company type *(See note 7)*

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 mark the appropriate box

Company Secretary *(see notes 1-5)***Details of a new company secretary must be notified on form 288a.**

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

Name

* Style / Title

MISS

*Honours etc

ACIS

Forename(s)

DIANA PATRICIA

Surname

LEGGE

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

24A ENDERBY STREET

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

Post town

LONDON

County / Region

Postcode

SE10 9PF

Country

Directors (see notes 1 to 5)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	MR		Day	Month	Year						
	* Honours etc			Date of birth	1	8	0	7	1	9	5	0
	Forename(s)	RICHARD CHARLES NICHOLAS										
	Surname	BRANSON										
	Previous forename(s)											
	Previous surname(s)											
Address	9 HOLLAND PARK											
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	LONDON										
	County / Region						Postcode	W11 9TH				
	Country	ENGLAND					Nationality	BRITISH				
Business occupation	COMPANY DIRECTOR											
Other directorships	See attached list											
* Voluntary details.												

Name	* Style / Title	MR		Day	Month	Year						
	* Honours etc	FCCA		Date of birth	1	5	0	3	1	9	5	4
	Forename(s)	IAN STEVEN										
	Surname	BURROUGHS										
	Previous forename(s)											
	Previous surname(s)											
Address	26 MOUNT CLOSE, POUND HILL											
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	CRAWLEY										
	County / Region	WEST SUSSEX					Postcode	RH10 7EF				
	Country	ENGLAND					Nationality	BRITISH				
Business occupation	CERTIFIED ACCOUNTANT											
Other directorships	See attached list											

Directors (see notes 1-5)

Please list directors in alphabetical order

Details of new directors must be notified on form 288a.

Name	* Style / Title	MR	Day	Month	Year		
	* Honours etc		Date of birth	0 2	0 4	1 9	6 0
Forename(s)	GORDON DOUGLAS						
Surname	MCCALLUM						
Previous forename(s)	GORDON DOUGLAS						
Previous surname	MCCALLUM						
Address	FLAT 4, 16 RUTLAND GATE						
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.							
Post town	LONDON						
County / Region		Postcode	SW7 1BB				
Country	ENGLAND						
Nationality	BRITISH						
Business occupation	COMPANY DIRECTOR						
Other directorships	See attached list						

Name	* Style / Title		Day	Month	Year		
	* Honours etc		Date of birth				
Forename(s)							
Surname							
Previous forename(s)							
Previous surname							
Address							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.							
Post town							
County / Region		Postcode					
Country							
Nationality							
Business occupation							
Other directorships							
* Voluntary details.							

Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

10 MUSIC LIMITED

AIR CARGO PARTNERS LIMITED

ANGUS MCKENZIE PROPERTIES LIMITED

ARFIND LIMITED

AVIDBUILD LIMITED

BARGE STUDIOS LIMITED

BINIBELLA LIMITED

BLANC RESTAURANTS LIMITED

CAMPDEN SECURITIES LIMITED

CAROLINE INTERNATIONAL LIMITED

CHARISMA RECORDS LIMITED

CHARITY PROJECTS TRADING LIMITED

CINEMA HOLDINGS LIMITED

CIRCA MUSIC LIMITED

CIRCA RECORDS LIMITED

CIRCA VISION LIMITED

CLIFDAYN PRODUCTIONS LIMITED

NOTES

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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

COUNCIL OF MANAGEMENT OF CHARITY PROJECTS LIMITED

CPV-TV HOLDINGS LIMITED

CPV-TV LIMITED

CRAWLEY BUSINESS QUARTER LIMITED

DINCOLOUR LIMITED

DINDISC LIMITED

DINSONG LIMITED

DINVISION LIMITED

FAMOUS CHARISMA LABEL LIMITED

FILM GUARANTEES LIMITED

FRANESS LIMITED

FREECITY LIMITED

G.S.A. WORLDWIDE LIMITED

GALLERY CINEMAS LIMITED

GALLERY HOLDINGS LIMITED

GLOBAL CIRCUMNAVIGATION LIMITED

GRAPHITTI (GRAPHICS) LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

GREENART LIMITED

HEALTHCARE FOUNDATION (MARKETING) LIMITED

HEAVEN LIMITED

ISISFINE LIMITED

JUNOPART LIMITED

KINKO'S LIMITED

LONDON BRONCOS (MERCHANDISING) LIMITED

LONDON BRONCOS LIMITED

MANOR MOBILE LIMITED

MANOR STUDIOS LIMITED

MANSFIELD PUBLISHING LIMITED

METCROFT LIMITED

MOWBURY LIMITED

MUSIC BOX LIMITED

NECKER ISLAND (BVI) LIMITED

NEW MEDIA SOLUTIONS LIMITED

NORSE MUSIC PRODUCTIONS LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

OLYMPIC SOUND STUDIOS LIMITED

PALACE & VIRGIN DISTRIBUTION LIMITED

PARIS BRIOCHE LIMITED

RADIO RADIO LIMITED

RAPIDO TV INVESTMENTS LIMITED

RAPIDO TV LIMITED

RODNEY FITCH AND COMPANY LIMITED

ROOF GARDENS INC.

ROSETAPE LIMITED

ROUTE BUILDERS LIMITED

SHOWROUTE LIMITED

SKYHOPPER LIMITED

SLOUGH MOVIE CENTRE LIMITED

SPEED 5024 LIMITED

SPOONBRIDGE LIMITED

STORM MODEL MANAGEMENT INTERNATIONAL LIMITED

STORM MODEL MANAGEMENT LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

TELIT LIMITED

TEN RECORDS LIMITED

THE GINGER MEDIA GROUP LIMITED

THE LOTTERY FOUNDATION

THE PEOPLE'S LOTTERY LIMITED

THE VIRGIN CLOTHING COMPANY LIMITED

THE VIRGIN COLA COMPANY LIMITED

THE VIRGIN COSMETICS COMPANY LIMITED

THE VIRGIN HEALTHCARE FOUNDATION LIMITED

THE VIRGIN TRADING COMPANY LIMITED

TICKSIDE COMMUNICATIONS LIMITED

TOWN HOUSE STUDIOS LIMITED

U K 2000 LIMITED

UK LOTTERIES LIMITED

V ENTERTAINMENT GROUP LIMITED

V.C. RECORDS LIMITED

V2 MUSIC (HOLDINGS) PLC

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Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

V2 MUSIC GROUP LIMITED

V2 MUSIC LIMITED

V2 MUSIC PUBLISHING (HOLDINGS) LIMITED

V2 MUSIC PUBLISHING LIMITED

VANSON DEVELOPMENTS LIMITED

VANSON HOTELS LIMITED

VC ELITE PICTURE THEATRE (NOTTINGHAM) LIMITED

VC ESTATES LIMITED

VC EXHIBITION LIMITED

VC FINANCE LIMITED

VDL HOLDINGS LIMITED

VINTAGE AIRLINES LIMITED

VIRGAIR LIMITED

VIRGIN ACTIVE LIMITED

VIRGIN AEROSTATION LIMITED

VIRGIN AGENCY LIMITED

VIRGIN AIRSHIP AND BALLOON COMPANY LIMITED

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Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

VIRGIN ATLANTIC AIRWAYS LIMITED

VIRGIN ATLANTIC CONSOL LIMITED

VIRGIN ATLANTIC ENGINEERING LIMITED

VIRGIN AVIATION SERVICES LIMITED

VIRGIN BALLOON FLIGHTS LIMITED

VIRGIN BRIDE LIMITED

VIRGIN BROADCASTING LIMITED

VIRGIN CAR LEASING LIMITED

VIRGIN CINEMA FILMS LIMITED

VIRGIN CINEMA PROPERTIES LIMITED

VIRGIN CINEMAS GROUP LIMITED

VIRGIN CINEMAS HOLDINGS LIMITED

VIRGIN CINEMAS LIMITED

VIRGIN CLASSICS LIMITED

VIRGIN CLUBS LIMITED

VIRGIN COTSWOLD DEVELOPMENTS LIMITED

VIRGIN DEVELOPMENTS LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

VIRGIN DIGITAL STUDIOS INTERNATIONAL LIMITED

VIRGIN DIGITAL STUDIOS LIMITED

VIRGIN DIRECT (2) LIMITED

VIRGIN DIRECT LIFE LIMITED

VIRGIN DIRECT LIMITED

VIRGIN DIRECT MANAGEMENT SERVICES LIMITED

VIRGIN DIRECT NOMINEES LIMITED

VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED

VIRGIN DIRECT UNIT TRUST MANAGERS LIMITED

VIRGIN ENTERPRISES LIMITED

VIRGIN ENTERTAINMENT ASIA LIMITED

VIRGIN ENTERTAINMENT EUROPE LIMITED

VIRGIN EXECUTIVE AVIATION LIMITED

VIRGIN EXECUTIVE JETS LIMITED

VIRGIN EXPRESS HOLDINGS PLC

VIRGIN EXPRESS INVESTMENTS LIMITED

VIRGIN FILM DISTRIBUTION LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

VIRGIN FILM PRODUCTIONS LIMITED

VIRGIN FILMS INTERNATIONAL LIMITED

VIRGIN FREEWAY LIMITED

VIRGIN GROUP LIMITED

VIRGIN HOLIDAYS LIMITED

VIRGIN HOTELS GROUP LIMITED

VIRGIN HOTELS LIMITED

VIRGIN INTERACTIVE ENTERTAINMENT (EUROPE) LIMITED

VIRGIN INTERACTIVE ENTERTAINMENT (HOLDINGS) LIMITED

VIRGIN INTERACTIVE ENTERTAINMENT LTD

VIRGIN MANAGEMENT LIMITED

VIRGIN MASTERTRONIC LIMITED

VIRGIN MEGAPHONE LIMITED

VIRGIN MEGASTORE HOLDINGS LIMITED

VIRGIN MUSIC (PUBLISHERS) LIMITED

VIRGIN MUSIC GROUP LIMITED

VIRGIN NET LIMITED

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Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

VIRGIN OVERSEAS LIMITED

VIRGIN PICTURES LIMITED

VIRGIN PROJECTS LIMITED

VIRGIN PUBLISHING LIMITED

VIRGIN RADIO HOLDINGS LIMITED

VIRGIN RAIL GROUP LIMITED

VIRGIN RECORDS LIMITED

VIRGIN RETAIL EUROPE LIMITED

VIRGIN RETAIL GROUP LIMITED

VIRGIN RETAIL LIMITED

VIRGIN SE CINEMAS LIMITED

VIRGIN SPIRITS LIMITED

VIRGIN SPRING LIMITED

VIRGIN STUDIOS LIMITED

VIRGIN TRAVEL GROUP LIMITED

VIRGIN ULTIMATE LIMITED

VIRGIN VIDEOLABEL LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BRANSON RICHARD CHARLES NICHOLAS

† Directors only.

† Other directorships

VIRGIN VISION LIMITED

VIRGIN VOUCHERS LIMITED

VIRGIN VOYAGER LIMITED

VIRGIN WATER LIMITED

VIRGIN.COM LIMITED

VIRGINAL GAMES LIMITED

VIRGLEASE LIMITED

VIROTHERM LABORATORIES LIMITED

VOLTAPLACE LIMITED

VOYAGER GROUP LIMITED

VOYAGER INVESTMENTS LIMITED

W H ALLEN & CO. PLC

WEALCORT LIMITED

WELLBEING HEALTHCARE LIMITED

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Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name BURROUGHS IAN STEVEN

† Directors only.

† Other directorships

2ND VIRGIN WESTERN LIMITED

AIR CREWING LIMITED

BARFORD SERVICES LIMITED

CAMPDEN SECURITIES LIMITED

CAROLINE 2 LIMITED

CAROLINE INTERNATIONAL LIMITED

CRAWLEY BUSINESS QUARTER LIMITED

DAISYFIELD LIMITED

EURO-MAGNETIC PRODUCTS LIMITED

EUROMAGNETIC COMPUTERS LIMITED

EUROMAGNETIC HOLDINGS LIMITED

JUNOPART LIMITED

LONDON BRONCOS (MERCHANDISING) LIMITED

LONDON BRONCOS LIMITED

MANOR MANAGEMENT COMPANY LIMITED

MCCARTHY CORPORATION PLC

MOWBURY LIMITED

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Other relevant directorships**Company Number** 3552508**Company Name** BARFAIR LIMITED**Directors Name** BURROUGHS IAN STEVEN

† Directors only.

† Other directorships

NEW MEDIA SOLUTIONS LIMITED

PHOENIX FIRE INHIBITOR LIMITED

QUELDALE LIMITED

RODNEY FITCH AND COMPANY LIMITED

ROUTE BUILDERS LIMITED

STORM MODEL MANAGEMENT LIMITED

V2 MUSIC PUBLISHING LIMITED

VIRGIN ACTIVE HOLDINGS LIMITED

VIRGIN ACTIVE LIMITED

VIRGIN BRIDE LIMITED

VIRGIN BROADCASTING LIMITED

VIRGIN DEVELOPMENTS LIMITED

VIRGIN EUROPEAN LEASING LIMITED

VIRGIN EXECUTIVE AVIATION LIMITED

VIRGIN GALACTIC AIRWAYS LIMITED

VIRGIN GROUP LIMITED

VIRGIN HOMES LIMITED

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Company Name BARFAIR LIMITED

Directors Name BURROUGHS IAN STEVEN

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VIRGIN LIMOBike LIMITED

VIRGIN MANAGEMENT LIMITED

VIRGIN MEGASTORE HOLDINGS LIMITED

VIRGIN NOMINEES LIMITED

VIRGIN TELEVISION LIMITED

VIRGIN WESTERN LIMITED

VOYAGER GROUP LIMITED

WDI LIMITED

WICKENS TUTT SOUTHGATE LIMITED

WTS GROUP LIMITED

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Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name MCCALLUM GORDON DOUGLAS

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† Other directorships

BARFORD SERVICES LIMITED

CLOVER INVESTMENTS LIMITED

MCCARTHY CORPORATION PLC

SKYHOPPER LIMITED

VDL HOLDINGS LIMITED

VIRGIN ATLANTIC LIMITED

VIRGIN DIRECT (2) LIMITED

VIRGIN DIRECT (2) LIMITED

VIRGIN DIRECT (2) LIMITED

VIRGIN DIRECT LIFE LIMITED

VIRGIN DIRECT LIMITED

VIRGIN DIRECT LIMITED

VIRGIN DIRECT MANAGEMENT SERVICES LIMITED

VIRGIN DIRECT NOMINEES LIMITED

VIRGIN DIRECT PERSONAL FINANCIAL SERVICE LIMITED

VIRGIN DIRECT UNIT TRUST MANAGERS LIMITED

VIRGIN ENTERPRISES LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 3552508

Company Name BARFAIR LIMITED

Directors Name	MCCALLUM GORDON DOUGLAS
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VIRGIN EXECUTIVE JETS LIMITED

VIRGIN H.E.M.S. (LONDON) LIMITED

VIRGIN MANAGEMENT LIMITED

VIRGIN NET LIMITED

VIRGIN VOYAGER LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Issued share capital (see note 9)
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)
£1 ORDINARY	2	£ 2.00
Totals	2	£ 2.00

List of past and present members

(Use attached schedule where appropriate)

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

(see note 10)

There were no changes in the period

☐

on paper in another format

A list of changes is enclosed

☐
☐

A full list of members is enclosed

☒
☐

Elective resolutions

(Private companies only)

(See note 11)

If at the date of this return an election is in force to dispense with annual general meetings, mark this box

☐

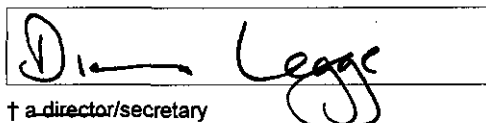
If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

☐

Certificate

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

Signed



Date

† 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.

This return includes

(enter number)

continuation sheets.

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

D P LEGGE, 120 CAMPDEN HILL ROAD, LONDON, W8 7AR

Tel 0171 229 1282

DX number

DX exchange



Please complete in typescript,
or in bold black capitals.

CHFP029

List of past and present members Schedule to form 363a, 363b

Company Number

3552508

Company Name in full

BARFAIR LIMITED

Number of shares
or amount of
stock held by
existing members
at date of this
return.

Particulars of shares or stock transferred since
the date of the last return (or in the case of the
first return, since the incorporation of the
company) by
(a) persons who are still members, and
(b) persons who have ceased to be members.

Number or
amount
currently held

Number or
amount
Transferred

Date of
registration
of transfer

Name and address

Remarks

NOMINEE DIRECTORS LIMITED
3 GARDEN WALK, LONDON, EC2A 3EQ, ENGLAND

£1 ORDINARY
0

1

30/06/1998

VIRGIN TRAVEL LIMITED

NOMINEE SECRETARIES LIMITED
3 GARDEN WALK, LONDON, EC2A 3EQ, ENGLAND

£1 ORDINARY
0

1

30/06/1998

VIRGIN TRAVEL LIMITED

VIRGIN TRAVEL LIMITED
CRAIGMUIR CHAMBERS, P.O. BOX 71, ROAD TOWN,
TORTOLA

£1 ORDINARY
1,000