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Please complete in typescript,
or in bold black capitals.

CHFP055

Annual Return

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Date of this return (See note 1)

The information in this return is made up to

Day	Month	Year
09	02	2000

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
30	11	2000

Registered Office (See note 3)

Show here the address at the date of
this return.

179 Great Portland Street

Any change of
registered officemust be notified
on form 287.

Post town

London

County / Region

Postcode

W1N 6LS

Principal business activities

(See note 4)

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

7011

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

Develop and Sell Real Estate

A37
COMPANIES HOUSE

AQUPK091

0494
24/02/00When 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

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 **London**

County / Region

Postcode **W1N 6LS****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 8)

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

Name

* Style / Title

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

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

* Honours etc

Filex Services Limited**179 Great Portland 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 **W1N 6LS**Country **England**

Directors (See notes 8)

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		
		2	4	0 6 1 9 5 3
	Forename(s)	Richard Gary		
	Surname	Balfour-Lynn		
	Previous forename(s)			
	Previous surname(s)			
Address	6 Connaught Square			
	Post town	London		
	County / Region	Postcode	W2 2HG	
	Country	Nationality	British	
	Business occupation	Company Director		
	Other directorships	(See continuation sheet).		

* Voluntary details.

Name	* Style / Title	Mr		
		Day	Month	Year
	* Honours etc	Date of birth		
		2	0	0 2 1 9 5 5
	Forename(s)	Michael Albert		
	Surname	Bibring		
	Previous forename(s)			
	Previous surname(s)			
Address	Conifers			
	Hive Road			
	Post town	Bushey Heath		
	County / Region	Postcode	WD2 1JG	
	Country	Nationality	British	
	Business occupation	Solicitor		
	Other directorships	(See continuation sheet).		

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)
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

FOR AND ON BEHALF OF Date 10/2/00

† Please delete as appropriate.

† a director / secretary

PLEX SERVICES LTD

BY 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 23 continuation sheets.

(enter number)

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.

**Finers Stephens Innocent
179 Great Portland Street
London
W1N 6LS**

Directors (Continued)

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	6	0	4	1	9	5	4
Forename(s)	Andrew Francis											
Surname	Blurton											
Previous forename(s)												
Previous surname(s)												
Address	Old Cedar House											
	Guildford Road											
Post town	Cranleigh											
County / Region	Surrey						Postcode	GU6 8LT				
Country	England						Nationality	British				
Business occupation	Company Director											
Other directorships	(See continuation sheet).											

* Voluntary details.

Name	* Style / Title	Mr										
		Day	Month	Year								
* Honours etc		Date of birth			2	8	0	3	1	9	5	2
Forename(s)	John William											
Surname	Harrison											
Previous forename(s)												
Previous surname(s)												
Address	97 Clifton Hill											
Post town	London											
County / Region							Postcode	NW8				
Country	England						Nationality	British				
Business occupation	Director											
Other directorships	(See continuation sheet).											

Directors (Continued)

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	3	1 0 3 1 9 5 6
Forename(s)	Simon				
Surname	Leadbetter				
Previous forename(s)					
Previous surname(s)					
Address	1 Clifton Cottages				
	Smallshill Road				
	Norwood Hill				
Post town	Horley				
County / Region	Surrey	Postcode	R86 0HR		
Country		Nationality	British		
Business occupation	Company Director				
Other directorships	(See continuation sheet).				

* Voluntary details.

Name	* Style / Title	Mr	Day	Month	Year
	* Honours etc		Date of birth	2	8 0 9 1 9 5 8
Forename(s)	Jagtar				
Surname	Singh				
Previous forename(s)					
Previous surname(s)					
Address	163 Hempstead Road				
	Watford				
Post town	Herts				
County / Region		Postcode	WD2		
Country	England	Nationality	British		
Business occupation	Director				
Other directorships	(See continuation sheet).				

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Current directorships for Mr Richard Gary Balfour-Lynn

140 Park Lane Limited

Ampplace Limited

Avanta MWB Business Centres Limited

Benchprime Limited

Benelec Properties Limited

Burnswalk Properties Limited

Cadbury House Country Club Limited

Cadbury House Limited

Cedar Mansions Limited

Centre Heights Limited

Connaught Management Services Limited

Dutyrent Limited

Easepride Limited

Finlaw 181 Limited

Finlaw 182 Limited

Finlaw 183 Limited

Finlaw 184 Limited

Finlaw 185 Limited

Finlaw 186 Limited

Finlaw 187 Limited

Finlaw 188 Limited

Finlaw 189 Limited

Finlaw 190 Limited

FINLAW 195 LIMITED

Finlaw 197 Limited

Finlaw 198 Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Finlaw One Hundred and Sixty Seven Limited

Fleetplan Limited

Flyacre Limited

Focusward Limited

Gower Street Limited

Grandrest Projects Limited

Hampstead (Hush Heath) Limited

Hiveford Limited

Hotgem Limited

Hush Heath (Rosebury Avenue) Limited

Hush Heath Limited

Keypond Properties Limited

Ladas Properties Limited

Leisure II (O2 Manager) Shareholder Limited

Leisure Park Management (Bentley Bridge) Limited

Leisure Park Management (Boldon) Limited

Leisure Park Management (Guildford) Limited

Leisure Park Management (Maidstone) Limited

Leisure Park Management (Stockton) Limited

Leisure Parks (General Partner II) Limited

Leisure Parks (General Partners) Limited

Lensel Limited

Londinium Investments Limited

Ludgate House Limited

Marylebone Warwick Balfour (Leisure) Limited

Marylebone Warwick Balfour Finance Limited

Marylebone Warwick Balfour Group Plc (formerly Marylebone Warwick Balfour Holdings Plc)

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Marylebone Warwick Balfour Holdings Limited

Marylebone Warwick Balfour Limited

Marylebone Warwick Balfour Management Limited

Merrylands Properties Limited

MWB (Bishopsgate Residential) Limited

MWB (Bishopsgate) Limited

MWB (Cannon Centre) Limited

MWB (Chart Square) Limited

MWB (Chelsea) Limited

MWB (Industrial) Limited

MWB (Kennington) Limited

MWB (Kensington Village) Limited

MWB (Kingston) Limited

MWB (Lancaster Gate) Limited

MWB (Leisure II Carried Interest) Limited

MWB (Leisure II GP Shareholder) Limited

MWB (Leisure II LP Shareholder) Limited

MWB (Maidstone) Limited

MWB (Mount Vernon) Limited

MWB (Old Bailey Developments) Limited

MWB (Old Bailey) Limited

MWB (Pall Mall) Limited

MWB (Park Lane) Limited

MWB (Queensway Properties) Limited

MWB (Queensway) Limited

MWB (Rossetti) Limited

MWB (Tower Park) Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

MWB (Warwick Road) Limited
MWB (West India Quay) Limited
MWB Argyle Street Limited
MWB Argyle Street Operations Limited
MWB Business Exchange Limited
MWB Kensington Village (Gloucester) Limited
MWB Leisure (Bentley Bridge) Limited
MWB Leisure (Boldon) Limited
MWB Leisure (Dundee) Limited
MWB Leisure (Edinburgh) Limited
MWB Leisure (Guildford) Limited
MWB Leisure (Maidstone (2)) Limited
MWB Leisure (Maidstone) Limited
MWB Leisure (Poole) Limited
MWB Leisure (Stockton) Limited
MWB Project Management Services Limited
MWB West India Quay (Eastern) Limited
MWB West India Quay (Northern) Limited
MWB West India Quay (Warehouses) Limited
Nemesia Properties Limited
Orange Feather Limited
Orangeplume Limited
Park Leisure Management (Poole) Limited
Park-Lands (Birmingham) Limited
Park-Lands (Cheltenham) Limited
Park-Lands (Estates) Limited
Park-Lands (Holdings) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

Park-Lands (Islington) Limited
Park-Lands (London) Limited
Park-Lands (Long Acre) Limited
Park-Lands (Securities) Limited
Park-Lands (Wood Green) Limited
Phoenix Securities (Bishops Stortford) Limited
Phoenix Securities (Harborne) Limited
Promotions (Birmingham) Limited
Queens Ice Skating Limited
Rugcharm Limited
Rysbridge Estates Limited
Sedgwicks Wines Limited
Sidereal Properties Limited
Smallrest Limited
St Johns Lane Limited
Superlative Investment Services Limited
T P Properties Limited
The UK Leisure Corporation Limited
Theta Properties Limited
Tothill Limited
W.B.P. (St John's Square) Limited
Warwick Balfour Group Limited
Warwick Balfour Investments Limited
Warwick Balfour Management Limited
Warwick Balfour Properties PLC
Warwick House Kensington Limited
West India Quay (Block A) Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

West India Quay Development Company (Car Park) Limited
 West India Quay Development Company (Eastern) Limited
 West India Quay Development Company (Ledger) Limited
 West India Quay Development Company (Northern) Limited
 West India Quay Development Company (Warehouses) Limited
 West India Quay Development Company Limited
 West India Quay Management Company (Car Park) Limited
 West India Quay Management Company (Museum) Limited
 West India Quay Management Company (Northern) Limited
 West India Quay Management Company Limited
 WGP Management Limited
 Yankglen Properties Limited

Past directorships for Mr Richard Gary Balfour-Lynn

MWB Business Centres (Premier) Limited (30-Jun-1998)
 Phoenix Securities Limited (14-Apr-1997)
 The Rossetti Management Company Limited (22-Sep-1998)
 Wealthcomet Limited (05-Jul-1999)
 Wealthstar Limited (05-Jul-1999)

Current directorships for Mr Michael Albert Bibring

140 Park Lane Limited
 Cadbury House Country Club Limited
 Cadbury House Limited
 Centre Heights Limited
 Finlaw 181 Limited
 Finlaw 182 Limited
 Finlaw 183 Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Finlaw 184 Limited**Finlaw 185 Limited****Finlaw 186 Limited****Finlaw 187 Limited****Finlaw 188 Limited****Finlaw 189 Limited****Finlaw 190 Limited****FINLAW 195 LIMITED****Finlaw 197 Limited****Finlaw 198 Limited****Finlaw One Hundred and Sixty Seven Limited****Fleetplan Limited****Focusward Limited****Gower Street Limited****Grylex Services Limited****Hotgem Limited****Leisure II (O2 Manager) Shareholder Limited****Leisure Parks (General Partner II) Limited****Lensel Limited****Londinium Investments Limited****Ludgate House Limited****Marylebone Warwick Balfour (Leisure) Limited****Marylebone Warwick Balfour Finance Limited****Marylebone Warwick Balfour Group Plc (formerly Marylebone Warwick Balfour Holdings Plc)****Marylebone Warwick Balfour Holdings Limited****Marylebone Warwick Balfour Management Limited****MWB (Bishopsgate Residential) Limited**

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB (Bishopsgate) Limited
MWB (Cannon Centre) Limited
MWB (Chart Square) Limited
MWB (Chelsea) Limited
MWB (Industrial) Limited
MWB (Kensington Village) Limited
MWB (Kingston) Limited
MWB (Lancaster Gate) Limited
MWB (Leisure II Carried Interest) Limited
MWB (Leisure II GP Shareholder) Limited
MWB (Leisure II LP Shareholder) Limited
MWB (Maidstone) Limited
MWB (Mount Vernon) Limited
MWB (Old Bailey Developments) Limited
MWB (Old Bailey) Limited
MWB (Pall Mall) Limited
MWB (Park Lane) Limited
MWB (Queensway Properties) Limited
MWB (Queensway) Limited
MWB (Rossetti) Limited
MWB (Tower Park) Limited
MWB (Warwick Road) Limited
MWB (West India Quay) Limited
MWB Argyle Street Limited
MWB Argyle Street Operations Limited
MWB Business Centres (Premier) Limited
MWB Business Exchange (Holland) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB Business Exchange Limited

MWB Kensington Village (Gloucester) Limited

MWB Leisure (Edinburgh) Limited

MWB Leisure (Maidstone (2)) Limited

MWB Project Management Services Limited

MWB West India Quay (Eastern) Limited

MWB West India Quay (Northern) Limited

MWB West India Quay (Warehouses) Limited

O2 (General Partner) Limited

O2 Manager Limited

Park Leisure Management (Poole) Limited

Park-Lands (Birmingham) Limited

Park-Lands (Cheltenham) Limited

Park-Lands (Estates) Limited

Park-Lands (Holdings) Limited

Park-Lands (Islington) Limited

Park-Lands (London) Limited

Park-Lands (Long Acre) Limited

Park-Lands (Securities) Limited

Park-Lands (Wood Green) Limited

Phoenix Securities (Bishops Stortford) Limited

Phoenix Securities (Harborne) Limited

Printmore Services Limited

Promotions (Birmingham) Limited

Queens Ice Skating Limited

Rysbridge Estates Limited

Superlative Investment Services Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

T P Properties Limited

The UK Leisure Corporation Limited

Totalbroad Limited

Trustlord Limited

Warwick House Kensington Limited

West India Quay (Block A) Limited

West India Quay Development Company (Car Park) Limited

West India Quay Development Company (Eastern) Limited

West India Quay Development Company (Ledger) Limited

West India Quay Development Company (Northern) Limited

West India Quay Development Company (Warehouses) Limited

West India Quay Development Company Limited

West India Quay Limited

West India Quay Management Company (Car Park) Limited

West India Quay Management Company (Museum) Limited

West India Quay Management Company (Northern) Limited

West India Quay Management Company Limited

WGP Management Limited

Past directorships for Mr Michael Albert Bibring

Lundy Properties Limited (31-Dec-1996)

Current directorships for Mr Andrew Francis Blurton

Arnlink Limited

Avanta Business Centres Limited

Avanta MWB (Bracknell) Limited

Avanta MWB Business Centres Limited

Bellsite Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Bickville Limited

Bondcrest Investments Limited

Budget Offices Limited

Cadbury House Country Club Limited

Cadbury House Limited

Cedar Mansions Limited

Centre Heights Limited

Chainrange Limited

Comprehensive Resources Limited

Devons Road Management Company Limited

Eagercatch Limited

ELP Estates Limited

ELP UK Management Limited

Ex-Lands Holdings Plc

Finlaw 181 Limited

Finlaw 182 Limited

Finlaw 183 Limited

Finlaw 184 Limited

Finlaw 185 Limited

Finlaw 186 Limited

Finlaw 187 Limited

Finlaw 188 Limited

Finlaw 189 Limited

Finlaw 190 Limited

FINLAW 195 LIMITED

Finlaw 197 Limited

Finlaw 198 Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

Finlaw One Hundred and Sixty Seven Limited

Fleetplan Limited

Flowcart Limited

Gableworth Limited

Gower Street Limited

Hobcan Limited

Langcharm Limited

Leisure II (02 Manager) Shareholder Limited

Leisure Park Management (Bentley Bridge) Limited

Leisure Park Management (Boldon) Limited

Leisure Park Management (Guildford) Limited

Leisure Park Management (Maidstone) Limited

Leisure Park Management (Stockton) Limited

Leisure Parks (General Partner II) Limited

Leisure Parks (General Partners) Limited

Londinium Investments Limited

Ludgate House Limited

Manorcall Limited

Marylebone Warwick Balfour (Leisure) Limited

Marylebone Warwick Balfour Finance Limited

Marylebone Warwick Balfour Group Plc (formerly Marylebone Warwick Balfour Holdings Plc)

Marylebone Warwick Balfour Holdings Limited

Marylebone Warwick Balfour Management Limited

Meritdale Limited

MWB (Bishopsgate) Limited

MWB (Cannon Centre) Limited

MWB (Chart Square) Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

MWB (Chelsea) Limited

MWB (Industrial) Limited

MWB (Kennington) Limited

MWB (Kensington Village) Limited

MWB (Kingston) Limited

MWB (Lancaster Gate) Limited

MWB (Leisure II Carried Interest) Limited

MWB (Leisure II GP Shareholder) Limited

MWB (Leisure II LP Shareholder) Limited

MWB (Maidstone) Limited

MWB (Mount Vernon) Limited

MWB (Old Bailey Developments) Limited

MWB (Old Bailey) Limited

MWB (Pall Mall) Limited

MWB (Park Lane) Limited

MWB (Premier) Limited

MWB (Queensway Properties) Limited

MWB (Queensway) Limited

MWB (Rossetti) Limited

MWB (Tower Park) Limited

MWB (Warwick Road) Limited

MWB (West India Quay) Limited

MWB Argyle Street Limited

MWB Argyle Street Operations Limited

MWB Business Centres (Premier) Limited

MWB Business Exchange (Holland) Limited

MWB Business Exchange Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB Kensington Village (Gloucester) Limited

MWB Leisure (Bentley Bridge) Limited

MWB Leisure (Baldon) Limited

MWB Leisure (Dundee) Limited

MWB Leisure (Edinburgh) Limited

MWB Leisure (Guildford) Limited

MWB Leisure (Maidstone (2)) Limited

MWB Leisure (Maidstone) Limited

MWB Leisure (Poole) Limited

MWB Leisure (Stockton) Limited

MWB Project Management Services Limited

MWB West India Quay (Eastern) Limited

MWB West India Quay (Northern) Limited

MWB West India Quay (Warehouses) Limited

Natco Properties Limited

Park Leisure Management (Poole) Limited

Park-Lands (Birmingham) Limited

Park-Lands (Cheltenham) Limited

Park-Lands (Estates) Limited

Park-Lands (Holdings) Limited

Park-Lands (Islington) Limited

Park-Lands (London) Limited

Park-Lands (Securities) Limited

Park-Lands (Wood Green) Limited

Promotions (Birmingham) Limited

Rysbridge Estates Limited

Startland Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Superlative Investment Services Limited

Symbol Offices Limited

T P Properties Limited

Warwick House Kensington Limited

Wealthcomet Limited

Wealthstar Limited

West India Quay Development Company Limited

WGP Management Limited

Zilclare Limited

Past directorships for Mr Andrew Francis Blurton

Clubhaus European Holdings Limited (19-Feb-1997)

Clubhaus Plc (31-Jul-1997)

ELP Evesham Limited (23-Jun-1998)

ELP First Sales Limited (23-Jun-1998)

ELP Properties Limited (23-Jun-1998)

ELP Rentals Limited (23-Jun-1998)

ELP Residential Limited (23-Jun-1998)

ELP Sales Limited (23-Jun-1998)

ELP Trading Limited (23-Jun-1998)

MWB (Bishopsgate Residential) Limited (12-Jun-1998)

Phoenix Securities (Bishops Stortford) Limited (16-Jul-1998)

Phoenix Securities (Harborne) Limited (16-Jul-1998)

Phoenix Securities Limited (30-Oct-1997)

The Golf Club Limited (12-Aug-1996)

Vichy Leisure Project Limited (10-Jul-1997)

Current directorships for Mr John William Harrison

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Avanta MWB (Bracknell) Limited

Avanta MWB Business Centres Limited

Cadbury House Country Club Limited

Cadbury House Limited

Camden (Kent) Investments Co Limited

Cedar Mansions Limited

Centre Heights Limited

Chartheath Limited

ELP UK Management Limited

Finlaw 165 Limited

Finlaw 181 Limited

Finlaw 182 Limited

Finlaw 183 Limited

Finlaw 184 Limited

Finlaw 185 Limited

Finlaw 186 Limited

Finlaw 187 Limited

Finlaw 188 Limited

Finlaw 189 Limited

Finlaw 190 Limited

FINLAW 195 LIMITED

Finlaw 197 Limited

Finlaw 198 Limited

Finlaw One Hundred and Sixty Seven Limited

Fleetplan Limited

Forestacre Limited

Gower Street Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Hotgem Limited

Imagesport Limited

Leisure II (02 Manager) Shareholder Limited

Leisure Park Management (Bentley Bridge) Limited

Leisure Park Management (Boldon) Limited

Leisure Park Management (Guildford) Limited

Leisure Park Management (Maidstone) Limited

Leisure Park Management (Stockton) Limited

Leisure Parks (General Partner II) Limited

Leisure Parks (General Partners) Limited

Londinium Investments Limited

Ludgate House Limited

Marylebone Estates Company Limited

Marylebone Warwick Balfour (Leisure) Limited

Marylebone Warwick Balfour Finance Limited

Marylebone Warwick Balfour Group Plc (formerly Marylebone Warwick Balfour Holdings Plc)

Marylebone Warwick Balfour Holdings Limited

Marylebone Warwick Balfour Limited

Marylebone Warwick Balfour Management Limited

MWB (Bishopsgate Residential) Limited

MWB (Bishopsgate) Limited

MWB (Cannon Centre) Limited

MWB (Chart Square) Limited

MWB (Chelsea) Limited

MWB (Industrial) Limited

MWB (Kennington) Limited

MWB (Kensington Village) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB (Kingston) Limited

MWB (Lancaster Gate) Limited

MWB (Leisure II Carried Interest) Limited

MWB (Leisure II GP Shareholder) Limited

MWB (Leisure II LP Shareholder) Limited

MWB (Maidstone) Limited

MWB (Mount Vernon) Limited

MWB (Old Bailey Developments) Limited

MWB (Old Bailey) Limited

MWB (Pall Mall) Limited

MWB (Park Lane) Limited

MWB (Queensway Properties) Limited

MWB (Queensway) Limited

MWB (Rossetti) Limited

MWB (Tower Park) Limited

MWB (Warwick Road) Limited

MWB (West India Quay) Limited

MWB Argyle Street Limited

MWB Argyle Street Operations Limited

MWB Business Exchange Limited

MWB Kensington Village (Gloucester) Limited

MWB Leisure (Bentley Bridge) Limited

MWB Leisure (Boldon) Limited

MWB Leisure (Dundee) Limited

MWB Leisure (Edinburgh) Limited

MWB Leisure (Guildford) Limited

MWB Leisure (Maidstone (2)) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB Leisure (Maidstone) Limited

MWB Leisure (Poole) Limited

MWB Leisure (Stockton) Limited

MWB Project Management Services Limited

MWB West India Quay (Eastern) Limited

MWB West India Quay (Northern) Limited

MWB West India Quay (Warehouses) Limited

O2 (General Partner) Limited

O2 Manager Limited

Oldcourt Investments Limited

Orangeplume Limited

Park Leisure Management (Poole) Limited

Park-Lands (Birmingham) Limited

Park-Lands (Cheltenham) Limited

Park-Lands (Estates) Limited

Park-Lands (Holdings) Limited

Park-Lands (Islington) Limited

Park-Lands (London) Limited

Park-Lands (Long Acre) Limited

Park-Lands (Securities) Limited

Park-Lands (Wood Green) Limited

Peper Harrow (Norfolk) Limited

Phoenix Securities (Bishops Stortford) Limited

Phoenix Securities (Harborne) Limited

Promotions (Birmingham) Limited

Queens Ice Skating Limited

Rysbridge Estates Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

Superlative Investment Services Limited

T P Properties Limited

The UK Leisure Corporation Limited

Warwick House Kensington Limited

West India Quay Limited

WGP Management Limited

Woodsford Investments Limited

Zilclare Limited

Past directorships for Mr John William Harrison

ELP Evesham Limited (23-Jun-1998)

ELP First Sales Limited (23-Jun-1998)

ELP Properties Limited (23-Jun-1998)

ELP Rentals Limited (23-Jun-1998)

ELP Residential Limited (23-Jun-1998)

ELP Sales Limited (23-Jun-1998)

ELP Trading Limited (23-Jun-1998)

MWB Business Centres (Premier) Limited (30-Jun-1998)

Phoenix Securities Limited (14-Apr-1997)

The Marylebone Estates Company Limited (01-Dec-1998)

Wealthcomet Limited (05-Jul-1999)

Wealthstar Limited (05-Jul-1999)

Current directorships for Mr Simon Leadbetter

Leisure II (02 Manager) Shareholder Limited

Marylebone Warwick Balfour Management Limited

Current directorships for Mr Jagtar Singh

Company Number : 3713410

Company Name in full : Leisure II (02 LP) Shareholder Limited

Ampplace Limited

Arnlink Limited

Avanta Business Centres Limited

Avanta MWB (Bracknell) Limited

Avanta MWB Business Centres Limited

Bellsite Limited

Benchprime Limited

Bickville Limited

Bondcrest Investments Limited

Budget Offices Limited

Cadbury House Country Club Limited

Cadbury House Limited

Cedar Mansions Limited

Centre Heights Limited

Chainrange Limited

Comprehensive Resources Limited

Dutyrent Limited

Eagercatch Limited

Easepride Limited

Finlaw 165 Limited

Finlaw 181 Limited

Finlaw 182 Limited

Finlaw 183 Limited

Finlaw 184 Limited

Finlaw 185 Limited

Finlaw 186 Limited

Finlaw 187 Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

Finlaw 188 Limited

Finlaw 189 Limited

Finlaw 190 Limited

FINLAW 195 LIMITED

Finlaw 197 Limited

Finlaw 198 Limited

Finlaw One Hundred And Nineteen Limited

Finlaw One Hundred and Sixty Seven Limited

Fleetplan Limited

Flowcart Limited

Flyacre Limited

Focusward Limited

Gableworth Limited

Gower Street Limited

Hampstead (Hush Heath) Limited

Hiveford Limited

Hobcan Limited

Hotgem Limited

Hush Heath (Rosebury Avenue) Limited

Hush Heath Limited

Ladas Properties Limited

Langcharm Limited

Leisure II (O2 Manager) Shareholder Limited

Leisure Park Management (Bentley Bridge) Limited

Leisure Park Management (Baldon) Limited

Leisure Park Management (Guildford) Limited

Leisure Park Management (Maidstone) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

Leisure Park Management (Stockton) Limited

Londinium Investments Limited

Ludgate House Limited

Manorcall Limited

Marylebone Warwick Balfour (Leisure) Limited

Marylebone Warwick Balfour Finance Limited

Marylebone Warwick Balfour Group Plc (formerly Marylebone Warwick Balfour Holdings Plc)

Marylebone Warwick Balfour Holdings Limited

Marylebone Warwick Balfour Management Limited

Meritdale Limited

MWB (Bishopsgate) Limited

MWB (Cannon Centre) Limited

MWB (Chart Square) Limited

MWB (Chelsea) Limited

MWB (Industrial) Limited

MWB (Kennington) Limited

MWB (Kensington Village) Limited

MWB (Kingston) Limited

MWB (Lancaster Gate) Limited

MWB (Leisure II Carried Interest) Limited

MWB (Leisure II GP Shareholder) Limited

MWB (Leisure II LP Shareholder) Limited

MWB (Maidstone) Limited

MWB (Mount Vernon) Limited

MWB (Old Bailey Developments) Limited

MWB (Old Bailey) Limited

MWB (Pall Mall) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

MWB (Park Lane) Limited

MWB (Premier) Limited

MWB (Queensway Properties) Limited

MWB (Queensway) Limited

MWB (Rossetti) Limited

MWB (Tower Park) Limited

MWB (Warwick Road) Limited

MWB (West India Quay) Limited

MWB Argyle Street Limited

MWB Argyle Street Operations Limited

MWB Business Centres (Premier) Limited

MWB Business Exchange (Holland) Limited

MWB Business Exchange Limited

MWB Kensington Village (Gloucester) Limited

MWB Leisure (Baldon) Limited

MWB Leisure (Dundee) Limited

MWB Leisure (Edinburgh) Limited

MWB Leisure (Maidstone (2)) Limited

MWB Leisure (Maidstone) Limited

MWB Leisure (Poole) Limited

MWB Leisure (Stockton) Limited

MWB Project Management Services Limited

MWB West India Quay (Eastern) Limited

MWB West India Quay (Northern) Limited

MWB West India Quay (Warehouses) Limited

Nemesia Properties Limited

O2 (General Partner) Limited

Company Number 3713410**Company Name in full** Leisure II (02 LP) Shareholder Limited

O2 Manager Limited

Orangeplume Limited

Park Leisure Management (Poole) Limited

Park-Lands (Birmingham) Limited

Park-Lands (Cheltenham) Limited

Park-Lands (Estates) Limited

Park-Lands (Holdings) Limited

Park-Lands (Islington) Limited

Park-Lands (London) Limited

Park-Lands (Long Acre) Limited

Park-Lands (Securities) Limited

Park-Lands (Wood Green) Limited

Phoenix Securities (Bishops Stortford) Limited

Phoenix Securities (Harborne) Limited

Phoenix Securities Limited

Port East Apartments (Management) Limited

Promotions (Birmingham) Limited

Queens Ice Skating Limited

Rugcharm Limited

Rysbridge Estates Limited

Sidereal Properties Limited

Startland Limited

Superlative Investment Services Limited

Symbol Offices Limited

T P Properties Limited

The UK Leisure Corporation Limited

Theta Properties Limited

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder Limited

W.B.P. (St John's Square) Limited

Warwick Balfour Group Limited

Warwick Balfour Investments Limited

Warwick Balfour Management Limited

Warwick Balfour Properties Limited

Warwick Balfour Properties PLC

Warwick House Kensington Limited

Wealthcomet Limited

Wealthstar Limited

West India Quay Development Company (Warehouses) Limited

West India Quay Limited

WGP Management Limited

Past directorships for Mr Jagtar Singh

Leisure Parks (General Partners) Limited (04-Sep-1998)

MWB (Bishopsgate Residential) Limited (03-Sep-1998)

MWB Leisure (Bentley Bridge) Limited (01-Oct-1997)

MWB Leisure (Guildford) Limited (03-Sep-1998)

Phoenix Securities Limited (14-Apr-1997)

Please complete in typescript,
or in bold black capitals.

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

CHFP055

Company Number 3713410

Company Name in full Leisure II (02 LP) Shareholder 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.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
Instant Companies Limited				
Ordinary	0			
		1	09-Feb-1999	
Leisure Parks (General Partner II) Limited				
179 Great Portland Street, London, W1N 6LS, England.				
Ordinary	2			
Swift Incorporations Limited				
1 Mitchell Lane, Bristol, BS1 6BU, England.				
Ordinary	0			
		1	09-Feb-1999	