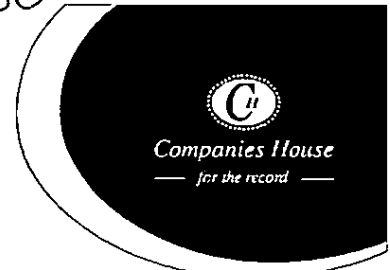


000016/30



Company Name
BA AND AA HOLDINGS LIMITED

363s Annual Return

Company Type
Private Company Limited By Shares

Company Number
3840072

Information extracted from
Companies House records on
6th September 2007

- > Please check the details printed in the "Current details" column
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column
- > Please complete in **black ink** a

Section 1: Company details

WEDNESDAY



A46 03/10/2007 586
COMPANIES HOUSE

Ref 3840072/09/28

	Current details	Amended details																
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	British Airways Plc Waterside P O Box 365 Harmondsworth West Drayton Middlesex UB7 0GB	Address _____ _____ _____ UK Postcode _ _ _ _ _																
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Address where the Register is held At Registered Office	Address _____ _____ _____ UK Postcode _ _ _ _ _																
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Not Applicable	Address _____ _____ _____ UK Postcode _ _ _ _ _																
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	<table border="1"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>7415</td> <td>Holding companies incl head offices</td> </tr> </tbody> </table>	SIC Code	Description	7415	Holding companies incl head offices	<table border="1"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> </tbody> </table>	SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
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_____	_____																	
> Please enter additional principal activity code(s) in "Amended details" column <i>See notes for guidance for list of activity codes</i>																		

Section 2: Details of Officers of the Company

	Current details	Amended details
> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Company Secretary must be notified on form 288a</i>	Name Kulbinder Kaur DOSANJH Address 157 Whitton Dene Whitton Middx TW3 2JX	Name <input type="checkbox"/> 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 UK Postcode _ _ _ _ _ Date of change _ _ / _ _ / _ _ _ _ Date Kulbinder Kaur DOSANJH ceased to be secretary (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Alan Kerr BUCHANAN This is a service address for the beneficiary of a Confidentiality Order Address Waterside Harmondsworth West Drayton UB7 0GB Date of birth 16/06/1958 Nationality British Occupation Lawyer	Name <input type="checkbox"/> 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 UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Alan Kerr BUCHANAN 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

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

Current details

Name
Keith WILLIAMS

This is a service address for the beneficiary of a Confidentiality Order

Address
Waterside
Harmondsworth
West Drayton
UB7 0GB

Date of birth 13/05/1956

Nationality British

Occupation Accountant

Amended details

Name

☐ 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

UK Postcode _ _ _ _ _

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

Nationality _____

Occupation _____

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

Date Keith WILLIAMS ceased to be director (if applicable)

 _ _ / _ _ / _ _ _ _

Issued share capital details

> Please fill in the details of total share capital by class (eg ordinary, preference etc) that has been issued to the company's shareholders

Class of Share

Number of shares issued

ORDINARY SHARES
of Euro 1.5025

72,300,804

Aggregate Nominal Value of issued shares

108,631,958 Euro

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

> Please fill in the total number of issued shares and their total nominal value

Number of shares issued

72,300,804

Aggregate Nominal Value of issued shares

108,631,958 Euro

List of past and present members (Tick appropriate box)

> Please complete the required information on the attached schedules or in another format agreed by Companies House

- ☒ There were no changes during the period
☐ A list of changes is enclosed
☒ A full list of members is enclosed

The last full list of members was received on: 13/09/2006

> **REMEMBER:**

Changes to shareholder particulars or details of shares transferred to be **completed each year**
 A full list of shareholders is required with the first and every third Annual Return thereafter
 List shareholders in alphabetical order or provide an index
 List joint shareholders consecutively

Section 4: Details of New Shareholders and Transfers (A) (ii)

- > Please fill in details of any persons or corporate bodies who have become shareholders since the last annual return
- > Please fill in details of any persons or corporate bodies that have transferred shares since the last annual return
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company
- > Please copy this page if there is not enough space to enter all the company's current shareholders

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name <u>BRITISH AIRWAYS PLC</u> Address <u>WATERSIDE, PO BOX 365</u> <u>HARMONDSWORTH</u> <u>ENGLAND</u> UK Postcode <u>UB7 0GB</u>	72,300,804 ORDINARY SHARES of 1 S025 Euro		
Name <u>AMERICAN AIRLINES INC</u> Address <u>4333 AMON CARTER</u> <u>BOULEVARD FORTWORTH</u> <u>TEXAS 76155 USA</u> UK Postcode <u>LLDIA</u>	7,230,080 ORDINARY SHARES of 1 S025 Euro	7,230,080 SHARES TRANSFERRED TO BRITISH AIRWAYS PLC	15 NOV 2006
Name _____ Address _____ _____ _____ UK Postcode <u>LLLL</u>			
Name _____ Address _____ _____ _____ UK Postcode <u>LLLL</u>			

Section 4B: Details of Former Shareholders

- > Please fill in details of any persons or corporate bodies who have ceased to be shareholders at the date of this return. Also, please give the dates that their shares were transferred
- > Please copy this page if there is not enough space to enter all the company's former shareholders

Former shareholders details	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		

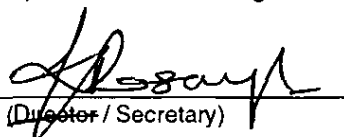
363s Annual Return Declaration

- > 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 this annual return are correct as at the made-up-date (shown at 2 below) I enclose the filing fee of £30

Signature



(Director / Secretary)

Date

01/10/2007

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below

2. Date of this return

- ☒ This AR is made up to **13/9/2007** If you are making this return up to an earlier date, please give the date here

__ / __ / ____

Note The form must be delivered to CH within 28 days of this date

3. Date of next return

- ☐ If you wish to change your next return to a date earlier than **13th September 2008** please give the new date here

__ / __ / ____

4. Where to send this form

- ☐ 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 filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form The contact information that you give will be visible to searchers of the public record

Contact Name

Telephone number *inc code*

At Kulbinder Dosanjh
British Airways Plc
Waterside HBB3
Harmondsworth UB7 0GB

le

0208 73 87603

Pc