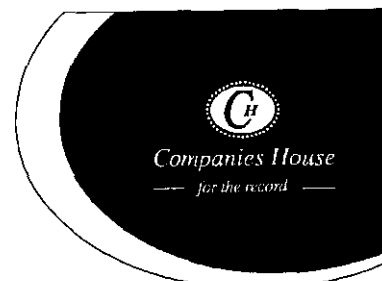


909571/30



Company Name
**HUTCHISON 3G UK HOLDINGS
 LIMITED**

363s Annual Return

Company Type
**Private Company Limited By
 Shares**

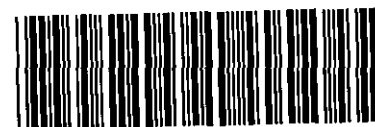
Company Number
3918124

Information extracted from
 Companies House records on
26th January 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 and use

Section 1: Company details

FRIDAY



A42 *AG616N4U* 647
 16/02/2007
 COMPANIES HOUSE

Ref: 3918124/03/10

	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>	Hutchison House 5 Hester Road Battersea London SW11 4AN	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 Star House 20 Grenfell Road Maidenhead Berkshire SL6 1EH	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>6420</td> <td>Telecommunications</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> <tr><td> </td><td> </td></tr> </tbody> </table>	SIC Code	Description	6420	Telecommunications											<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> <tr><td> </td><td> </td></tr> </tbody> </table>	SIC CODE	Description												
SIC Code	Description																													
6420	Telecommunications																													
SIC CODE	Description																													
> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.																														

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 Edith SHIH Address 13C, 9 Brewin Path, Hong Kong	Name <hr/> <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 <hr/> <hr/> <hr/> UK Postcode _ _ _ _ _ Date of change _ _ / _ _ / _ _ _ _ Date Edith SHIH 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 Mo Fong Susan CHOW Address 9A, Po Garden, 9 Brewin Path Mid-Levels Hong Kong Date of birth 17/11/1953 Nationality British Occupation Director	Name <hr/> <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 <hr/> <hr/> <hr/> UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Mo Fong Susan CHOW ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

Amended details

Name _____

**The Right Honourable Lord
DERWENT L.V.O.**

**Flat 6, Sovereign Court
29 Wrights Lane
London
W8 5SH**

Date of birth 30/10/1930

Nationality British

Occupation Director

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

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 The Right Honourable Lord
DERWENT L.V.O. ceased to be director
(if applicable) - - - / - - - / - - -

Name

Canning Kin Ning FOK

**1 King Tak Street
10TH Floor
Kowloon
Hong Kong**

Date of birth 22/08/1951

Nationality British

Occupation Director

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

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 Canning Kin Ning FOK ceased to be director (if applicable)

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 Robert FULLER ceased to be director (if applicable)

11/11/11

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 Kai Ming Dominic LAI ceased to be director (if applicable)

1 - 1 / 1 - 1 / 1 - 1 -

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

Amended details

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.

Address
79 Deep Water Bay Road
Hong Kong

Date of birth 01/08/1964

Nationality Chinese

Occupation **Director**

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 Tzar Kuoi Victor LI ceased to be director (if applicable)

1 1 / 1 1 / 1 1 1 1

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.

Name
Edith SHIH

Address
13C,
9 Brewin Path,
Hong Kong

Date of birth 19/01/1952

Nationality British

Occupation	Solicitor
------------	-----------

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 Edith SHIH ceased to be director
(if applicable)

LL / LL / L - - L

> 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****Frank John SIXT****Address**

**Flat G/B Knightsbridge Court
No 28 Barker Road
The Peak
Hong Kong**

Date of birth 29/11/1951**Nationality** Canadian**Occupation** Director**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 Frank John SIXT ceased to be director (if applicable)

_ _ / _ _ / _ _ _ _

	Current details	Amended details
> Issued Share Capital <i>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.</i>	Class of share Ordinary Nominal value of each share £1.00 Number of shares issued 4,445,486,753 Aggregate Nominal Value of issued shares £4,445,486,753.00	Class of share Nominal value of each share Number of shares issued Aggregate Nominal Value of issued shares
> Total shares issued and value <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Total number of shares issued 4,445,486,753 Total Nominal value of shares issued £4,445,486,753.00	Total number of shares issued Total Nominal value 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.		

Current details		Amended details		Shares transferred		
>	Shareholder Name BRAVE FIRST LIMITED	Name				
		Address				
	Address Po Box 957 Offshore Incorporations Centre Road Town Tortola British Virgin Islands			Shares transferred by BRAVE FIRST LIMITED		
	UK Postcode _ _ _ _ _					
	Shares held	Class	Number	Class	Number	Date of transfer
	Ordinary					_/_/_/_/_
						//_/_/_
						//_/_/_
>	Shareholder Name BRIGHT THOUGHT LIMITED	Name				
		Address				
	Address Po Box 957 Offshore Incorporations Centre Road Town Tortola British Virgin Islands			Shares transferred by BRIGHT THOUGHT LIMITED		
	UK Postcode _ _ _ _ _					
	Shares held	Class	Number	Class	Number	Date of transfer
	Ordinary					_/_/_/_/_
						//_/_/_
						//_/_/_
>	Shareholder Name BRILLIANT DESIGN LIMITED	Name				
		Address				
	Address Po Box 957 Offshore Incorporations Centre Road Town Tortola British Virgin Islands			Shares transferred by BRILLIANT DESIGN LIMITED		
	UK Postcode _ _ _ _ _					
	Shares held	Class	Number	Class	Number	Date of transfer
	Ordinary					_/_/_/_/_
						//_/_/_
						//_/_/_

Current details	Amended details	Shares transferred
<p>> Shareholder Name CLEAR CHOICE LIMITED</p> <p>Address Po Box 957 Offshore Incorporations Centre Road Town Tortola British Virgin Islands</p> <p>Shares held Class Number Ordinary 222283130</p>	<p>Name</p> <p>Address</p> <p>UK Postcode _ _ _ _ _</p> <p>Shares held Class Number</p>	<p>Shares transferred by CLEAR CHOICE LIMITED</p> <p>Class Number Date of transfer</p> <p>____/____/____</p> <p>____/____/____</p>
<p>> Shareholder Name HUTCHISON 3G UK INVESTMENTS S A R L</p> <p>Address 7 Rue Du Marche Aux Herbes L-1728 Luxembourg</p> <p>Shares held Class Number Ordinary 2227188961</p>	<p>Name</p> <p>Address</p> <p>UK Postcode _ _ _ _ _</p> <p>Shares held Class Number</p>	<p>Shares transferred by HUTCHISON 3G UK INVESTMENTS S A R L</p> <p>Class Number Date of transfer</p> <p>____/____/____</p> <p>____/____/____</p>
<p>> Shareholder Name WAERDAH LIMITED</p> <p>Address Craigmuir Chambers Po Box 71 Road Town Tortola British Virgin Islands</p> <p>Shares held Class Number Ordinary 666823013</p>	<p>Name</p> <p>Address</p> <p>UK Postcode _ _ _ _ _</p> <p>Shares held Class Number</p>	<p>Shares transferred by WAERDAH LIMITED</p> <p>Class Number Date of transfer</p> <p>____/____/____</p> <p>____/____/____</p>

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 held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			

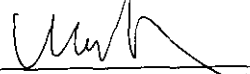
363s Annual Return Declaration

- > 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

08 / 02 / 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 **2/2/2007** 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 **2nd February 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*

Address

DX number *if applicable*

DX exchange

Postcode
