

1 NM

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number 3934310

Company Name in full IP POWERHOUSE HOLDINGS LIMITED

Date of this return

The information in this return is made up
to

Day		Month		Year			
2	5	0	2	2	0	0	2

Date of next return

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			

Registered Office

Show here the address at the date of
this return.

20 BLACK FRIARS LANE

Any change of
registered office **must**
be notified on form
287.

Post town LONDON

County / Region

UK Postcode EC4V 6HD

Principal business activities

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.



A34
COMPANIES HOUSE

0847
26/02/02

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

Register of members

If 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

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

☐☒☐☐☐☐☐

Please tick the appropriate box

Company Secretary

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

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

* Voluntary details.

Name

* Style / Title

Forename(s)

Surname

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

Address

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

Post town

County / Region

UK Postcode

Country

MAWLAW SECRETARIES LIMITED

20 BLACK FRIARS LANE

LONDON

EC4V 6HD

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

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

Name * Style / Title _____

Day		Month		Year	
2	3	0	8	1	9

Date of birth

Forename(s) STEPHEN THOMAS MATTHEW

Surname MURPHY

Address

86 ELM GROVE ROAD

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

Post town BARNES

County / Region LONDON

UK Postcode SW13 0BS

Country

Nationality BRITISH

Business occupation DIRECTOR

* Voluntary details.

Name * Style / Title _____

Day		Month		Year	
0	6	0	7	1	9

Date of birth

Forename(s) SCOTT BARTLETT

Surname PATON

Address

18 PAULTONS SQUARE

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

Post town LONDON

County / Region

UK Postcode SW3 5AP

Country

Nationality USA

Business occupation BANKER

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

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

Name * Style / Title | MR

Day		Month		Year	
2	3	0	1	1	9
6	4				

Forename(s) | SIMON JOSEPH

Surname | POLLINS

Address | 44 CHANDOS AVENUE

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

Post town | LONDON

County / Region | UK Postcode | N20 9DX

Country | Nationality | BRITISH

Business occupation | COMPANY DIRECTOR

* Voluntary details.

Name * Style / Title |

Day		Month		Year	
2	3	1	2	1	9
6	3				

Forename(s) | RANDL LOUIS

Surname | SHURE

Address | 31 THURLOE SQUARE

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

Post town | LONDON

County / Region | UK Postcode | SW7 2SD

Country | Nationality | USA

Business occupation | INVESTMENT BANKER

Issued share capital

Enter details of all the shares in issue at the date of this return.

	Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</i>
See attached schedule			
Totals			

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

For and on behalf of
MAWLAN SECRETARIES LTD

Date

25.2.2002

† 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

10

continuation sheets.

(enter number)

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

REF: 356/852, MAYER, BROWN, ROWE & MAW, 11 PILGRIM

STREET, LONDON, EC4V 6RW

Tel

DX number LDE 93

DX exchange LONDON

Issued share capital Schedule to form 363a

CHFP010 **Company Number** | 3934310

Company Name in full | IP POWERHOUSE HOLDINGS LIMITED

Currency | Euro

Issued share capital

Enter details of all the shares in issue
at the date of this return.

	Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</i>
A ORDINARY .01		4,311,574	€43,115.74
DEFERRED .01		622,384	€6,223.84
ORDINARY .001		1,595,857	€1,595.86
Totals		6,529,815	50,935.44

Issued share capital Schedule to form 363a

CHFP010 **Company Number** | 3934310

Company Name in full | IP POWERHOUSE HOLDINGS LIMITED

Currency | Pounds Sterling

Issued share capital

Enter details of all the shares in issue at the date of this return.

	Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</i>
STERLING ORDINARY		1	£1.00
Totals		1	1.00

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 3934310

Company Name in full | IP POWERHOUSE HOLDINGS 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 the 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	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name CAPVEST EQUITY PARTNERS, L.P. Address c/o CAPVEST PRIVATE EQUITY, L.P., c/o CAPVEST EQUITY MANAGEMENT LIMITED, CEDAR HOUSE, 41 CEDAR AVENUE, HAMILTON HM12, BERMUDA UK postcode	€0.01 A ORDINARY .01 Shares Held 2,759,852	Shares or amount of stock transferred (if appropriate)	
Name CAPVEST SPECIAL PARTNERS, L.P. Address c/o CAPVEST GROUP LIMITED, CEDAR HOUSE, 41 CEDAR AVENUE, HAMILTON HM12, BERMUDA UK postcode	€0.01 A ORDINARY .01 Shares Held 40,570		
Name MORGAN GUARANTY TRUST COMPANY OF NEW YORK Address 125 LONDON WALL, LONDON UK postcode EC2Y 5AJ	€0.01 A ORDINARY .01 Shares Held 1,502,740		

CHFP010

List of past and present shareholders (Continued)

Company Number 3934310

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name REIB INTERNATIONAL HOLDINGS LIMITED Address WINCHESTER HOUSE, 1 GREAT WINCHESTER STREET, LONDON UK postcode <u>EC2N 2DN</u>	€0.01 A ORDINARY .01 Shares Held 8,412		
Name Address UK postcode <u> </u>			
Name Address UK postcode <u> </u>			
Name Address UK postcode <u> </u>			

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number 3934310

Company Name in full IP POWERHOUSE HOLDINGS 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 the 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	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name GERRARD TRUST (JERSEY) LIMITED Address 28 NEW STREET, ST. HELIER, JERSEY, CHANNEL ISLANDS UK postcode JE2 3TE	€0.01 DEFERRED .01 Shares Held 622,384		
Name Address UK postcode			
Name Address UK postcode			

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 3934310

Company Name in full | IP POWERHOUSE HOLDINGS 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 the 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	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name MARTIN CLARKE Address KARIS, DIAMOND HILL, CAMBERLEY, SURREY UK postcode GU15 4LE	€0.001 ORDINARY .001 Shares Held 53,195		
Name GERRARD TRUST (JERSEY) LIMITED Address 28 NEW STREET, ST. HELIER, JERSEY, CHANNEL ISLANDS UK postcode JE2 3TE	€0.001 ORDINARY .001 Shares Held 159,586		
Name DAVID HARRISON Address MERRYTREE COTTAGE, PLOUGH LANE, HAZELEY LEA, HARTLEY WINTNEY, HOOK, HAMPSHIRE UK postcode RG27 8ND	€0.001 ORDINARY .001 Shares Held 132,988		

Company Number 3934310

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Company Number 3934310

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Company Number 3934310

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List of past and present shareholders Schedule to form 363a

CHFP010

Company Number 3934310

Company Name in full IP POWERHOUSE HOLDINGS 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 the 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	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name GERRARD TRUST (JERSEY) LIMITED Address 28 NEW STREET, ST. HELIER, JERSEY, CHANNEL ISLANDS UK postcode <u>JE2 3TE</u>	£1.00 STERLING ORDINARY Shares Held 1		
Name GLOBAL REACH HOLDINGS LIMITED Address FIMAN HOUSE, HOGUE DU VALLE, THE BRIDGE, ST SAMPSON, GUERNSEY, CHANNEL ISLANDS UK postcode <u> </u>	£1.00 STERLING ORDINARY Shares Held 0	1	27/07/2001
Name Address UK postcode <u> </u>			

IP POWERHOUSE HOLDINGS LIMITED

Date
25/02/2002

Register of Transfers

Registration No
3934310

€0.0001 A ORDINARY shares

Transfer Number	Transfer Date	Name and Address	Transferor (Folio Ref)	Certificate	Name and Address	Transferee (Folio Ref)	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
35	27/07/2001	CAPVEST EQUITY PARTNERS, L.P. c/o CAPVEST PRIVATE EQUITY, L.P., c/o CAPVEST EQUITY MANAGEMENT LIMITED, CEDAR HOUSE, 41 CEDAR AVENUE, HAMILTON HM12, BERMUDA	CAPVESTSTEP	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	68 (Can)	39,217,400	€0.0001	€3,921.74
36	27/07/2001	CAPVEST SPECIAL PARTNERS, L.P. c/o CAPVEST GROUP LIMITED, CEDAR HOUSE, 41 CEDAR AVENUE, HAMILTON HM12, BERMUDA	CAPVESTSPEC	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	69 (Can)	782,600	€0.0001	€78.26
47	27/07/2001	REIB INTERNATIONAL HOLDINGS LIMITED WINCHESTER HOUSE, 1 GREAT WINCHESTER STREET, LONDON, EC2N 2DN	REIBIHL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	80 (Can)	8,000,000	€0.0001	€800.00

IP POWERHOUSE HOLDINGS LIMITED

Registration No
3934310

Date
25/02/2002

Register of Transfers

€0.0001 B ORDINARY shares

Transfer Number	Transfer Date	Name and Address	Transferor Folio Ref	Certificate	Name and Address	Transferee Folio Ref	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
39	27/07/2001	GLOBAL REACH HOLDINGS LIMITED FIMAN HOUSE, HOGUE DU VALLE, THE BRIDGE, ST SAMPSON, GUERNSEY, CHANNEL ISLANDS	GRHL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	72 (Can)	2,526,000	€0.01	€25,260.00

IP POWERHOUSE HOLDINGS LIMITED

Date
25/02/2002

Register of Transfers

Registration No
3934310

€0.0001 'C' ORDINARY shares

Transfer Number	Transfer Date	Name and Address	Transferor Folio Ref	Certificate	Name and Address	Transferee Folio Ref	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
46	27/07/2001	ORBIS TRUSTEES GUERNSEY LIMITED ORBIS HOUSE, 20 NEW STREET, ST PETER PORT, GUERNSEY	ORBISTGL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	79 (Can)	64,600	€0.0001	€6.46

IP POWERHOUSE HOLDINGS LIMITED

Register of Transfers

Registration No
3934310

Date
25/02/2002

€0.0001 ORDINARY shares

Transfer Number	Transfer Date	Name and Address	Transferor Folio Ref	Certificate	Name and Address	Transferee Folio Ref	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
31	20/04/2001	THOMAS MYERS 700 SW BERRY LAKE ROAD, PORT ORCHARD, WA 98367, USA	MYERST	--	ORBIS TRUSTEES GUERNSEY LIMITED ORBIS HOUSE, 20 NEW STREET, ST PETER PORT, GUERNSEY	ORBISTGL	61 (Can)	323,100	€0.0001	€32.31
33	27/07/2001	JOANNE AVERISS 1 ST. GEORGES ROAD, TWICKENHAM, MIDDLESEX, TW1 1QS	AVERISSJ	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	66 (Can)	96,900	€0.0001	€9.69
34	27/07/2001	LUCY CALVER 3 OLD CHAPEL CLOSE, HARROGATE, YORKSHIRE, HG3 2GG	CALVERL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	67 (Can)	161,500	€0.0001	€16.15
37	27/07/2001	PAUL GOTHARD 145 GRAND AVENUE, SURREY, KT5 9HY	GOTHARDP	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	70 (Can)	32,300	€0.01	€323.00
40	27/07/2001	JAYNE HARVEY 10C DULWICH ROAD, BRIXTON, LONDON, SE24 0PA	HARVEYJ	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	73 (Can)	32,300	€0.01	€323.00
41	27/07/2001	CHRISTOPHER HICKS C/O FOXCOMBE LODGE HOTEL, BOARS HILL CLOSE, FOX LANE, BOARS HILL, OXFORD, OXFORDSHIRE, OX1 5DP	HICKSC	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	74 (Can)	64,600	€0.01	€646.00
42	27/07/2001	LUKE MANN THE OLD STABLES, WYCK LANE, WYCK, ALTON, HAMPSHIRE, GU34 3AL	MANNL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	75 (Can)	161,500	€0.0001	€16.15
43	27/07/2001	STEPHEN THOMAS MATTHEW MURPHY 86 ELM GROVE ROAD,	MURPHYSTM	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST.	GERRTRUJER	76 (Can)	2,261,400	€0.0001	€226.14

IP POWERHOUSE HOLDINGS LIMITED

Date
25/02/2002

Register of Transfers

Registration No
3934310

Transfer Number	Transfer Date	Name and Address	Transferor Folio Ref	Certificate	Name and Address	Transferee Folio Ref	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
44	27/07/2001	ORBIS TRUSTEES GUERNSEY LIMITED ORBIS HOUSE, 20 NEW STREET, ST PETER PORT, GUERNSEY	ORBISTGL	--	HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	77 (Can)	323,100	€0.01	€3,231.00
45	27/07/2001	QUATTRO LIMITED WHITELEY CHAMBERS, DON STREET, ST HELIER, JERSEY, JE4 9WG, CHANNEL ISLANDS	QUATTRO	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	78 (Can)	96,900	€0.0001	€9.69
48	27/07/2001	BRIAN RICHARDSON HASSOP, COURTMEAD ROAD, CUCKFIELD, WEST SUSSEX, RH17 5LR	RICHARDSONB	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	81 (Can)	323,100	€0.0001	€32.31
49	27/07/2001	PATRICK SUTTON 5 CAMBRIDGESHIRE CLOSE, WARFIELD, BRACKNELL, BERKSHIRE, RG42 3XW	SUTTONP	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	82 (Can)	323,100	€0.0001	€32.31
50	27/07/2001	THE BEACH 2000 TRUST c/o ANDREW KRAWITT, 5 COLONY COURT, STAMFORD, CT06905, USA	TB2000T	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	83 (Can)	872,300	€0.0001	€87.23
51	27/07/2001	WALBROOK TRUSTEES (JERSEY) LIMITED RE S143 PO BOX 248, LORD COUTANCHE HOUSE, 66-68 ESPLANADE, ST HELIER, JE4 5PS, JERSEY	WALBROOK143	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	84 (Can)	96,900	€0.01	€969.00
52	27/07/2001	STEVEN WALL HURDCOT, BERKELEY HEATH, BERKELEY, GLOUCESTERSHIRE, GL13 9ES	WALLS	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	85 (Can)	64,600	€0.01	€646.00
53	27/07/2001	MARTIN J WOLFF 444 SOUTH RIMPAU BOULEVARD, LOS ANGELES, CALIFORNIA, 90020, USA	WOLFFM	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	86 (Can)	1,615,300	€0.0001	€161.53

IP POWERHOUSE HOLDINGS LIMITED

Date
25/02/2002

Register of Transfers

Registration No
3934310

£1.00 STERLING ORDINARY shares

Transfer Number	Transfer Date	Name and Address	Transferor Folio Ref	Certificate	Name and Address	Transferee Folio Ref	Certificate	Shares Transferred	Price Per Share	Total Amount Agreed to be Paid
38	27/07/2001	GLOBAL REACH HOLDINGS LIMITED FIMAN HOUSE, HOGUE DU VALLE, THE BRIDGE, ST SAMPSON, GUERNSEY, CHANNEL ISLANDS	GRHL	--	GERRARD TRUST (JERSEY) LIMITED 28 NEW STREET, ST. HELIER, JERSEY, JE2 3TE, CHANNEL ISLANDS	GERRTRUJER	71	1	£1.00	£1.00