

BLUEPRINT

OneWorld

363a

321989/30

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	5

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.

When you have completed and signed the form please send it to the
Registrar of Companies at:

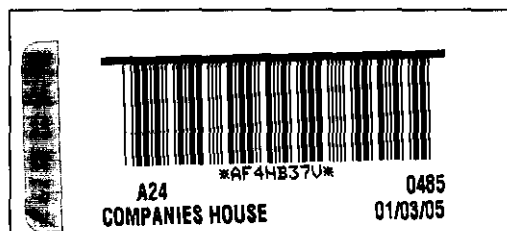
Companies House, Crown Way, Cardiff, CF14 3UZ**DX 33050 Cardiff**

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

(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

Country

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

MAWLAW SECRETARIES LIMITED

20 BLACK FRIARS LANE

LONDON

UK Postcode 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
Date of birth 0 6 0 7 1 9 6 6

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 DIRECTOR

* Voluntary details.

Name * Style / Title

Day Month Year
Date of birth 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
(e.g. Ordinary/Preference)**Number of shares issued****Aggregate Nominal Value**

(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)

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.

SignedFor and on behalf of
MAWLAW SECRETARIES LTD**Date**

25.2.2006

† 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

6

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: 20356/20852, MAYER, BROWN, ROWE & MAW LLP,

11 PILGRIM STREET, LONDON, EC4V 6RW

Tel

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DX number LDE 93

DX exchange CHANCERY LANE

CHFP010

Company Number | 3934310

Company Name in full | IP POWERHOUSE HOLDINGS LIMITED

Currency | Euro

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, or total amount of stock)

A ORDINARY .01	9,974,310	€99,743.10
DEFERRED .01	781,970	€7,819.70
Totals	10,756,280	107,562.80

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
(e.g. Ordinary/Preference)

**Number of shares
issued**

Aggregate Nominal Value

(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)

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	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 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 5,009,097		
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 73,558		
Name JPMORGAN CHASE BANK Address 125 LONDON WALL, LONDON UK postcode EC2Y 5AJ	€0.01 A ORDINARY .01 Shares Held 3,380,503		

CHFP010

List of past and present shareholders (Continued)

Company Number 3934310

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

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- 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 781,970		
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

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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 JE2 3TE	£1.00 STERLING ORDINARY Shares Held 1	Shares or amount of stock transferred (if appropriate)	
Name Address UK postcode			
Name Address UK postcode			