

In accordance with
Section 854 of the
Companies Act 2006

AR01

Annual Return


Companies House
for the record

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling
Please go to www.companieshouse.gov.uk

TUESDAY



A3DOSY37

A20 04/10/2011 98

COMPANIES HOUSE

A5HJ4XXD

A55 28/09/2011 14

COMPANIES HOUSE

A57 23/09/2011 257

COMPANIES HOUSE

☒ What this form is for
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☒ What this form is NOT for
You cannot use this form to
notice of changes to the
officers, registered office or
company type or information
relating to the company

Part 1 Company details

The section must be completed by all companies

→ Filing in this form

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 04034645

Company name in full
✓
MERCHANT HOUSE GROUP PLC

① Company name change

If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below

Date of this return ① 17 07 2011 ✓

② Date of this return

Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ①

Classification code 1 7414 ✓

Classification code 2 7415 ✓

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description
HOLDING COMPANY OF
VARIOUS FINANCIAL SERVICES
COMPANIES

③ Principal business activity

You must provide a trade
classification code (SIC code) or a
description of your company's main
business in this section

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

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A4	Company type¹ <p>Please confirm your company type by ticking the appropriate box below (only one box must be ticked)</p> <p><input checked="" type="checkbox"/> Public limited company <input type="checkbox"/> Private company limited by shares <input type="checkbox"/> Private company limited by guarantee <input type="checkbox"/> Private company limited by shares exempt under section 60 <input type="checkbox"/> Private company limited by guarantee exempt under section 60 <input type="checkbox"/> Private unlimited company with share capital <input type="checkbox"/> Private unlimited company without share capital</p>	1 Company type If you are unsure of your company type, please check your latest certificate of incorporation or our website www.companieshouse.gov.uk										
A5	Registered office address² <table border="1"><tr><td>Building name/number</td><td>ALDERMARY HOUSE ✓</td></tr><tr><td>Street</td><td>15 QUEEN STREET</td></tr><tr><td>Post town</td><td>LONDON</td></tr><tr><td>County/Region</td><td></td></tr><tr><td>Postcode</td><td>EC4N 1TX</td></tr></table>	Building name/number	ALDERMARY HOUSE ✓	Street	15 QUEEN STREET	Post town	LONDON	County/Region		Postcode	EC4N 1TX	2 Change of registered office This must agree with the address that is held on the Companies House record at the date of this return If the registered office address has changed, you should complete form AD01 and submit it together with this annual return
Building name/number	ALDERMARY HOUSE ✓											
Street	15 QUEEN STREET											
Post town	LONDON											
County/Region												
Postcode	EC4N 1TX											
A6	Single alternative inspection location (SAIL) of the company records (if applicable)³ <table border="1"><tr><td>Building name/number</td><td></td></tr><tr><td>Street</td><td></td></tr><tr><td>Post town</td><td></td></tr><tr><td>County/Region</td><td></td></tr><tr><td>Postcode</td><td></td></tr></table>	Building name/number		Street		Post town		County/Region		Postcode		3 SAIL address This must agree with the address that is held on the Companies House record at the date of this return If the address has changed, you should complete form AD02 and submit it together with this annual return
Building name/number												
Street												
Post town												
County/Region												
Postcode												
A7	Location of company records⁴ <p>Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6</p> <p><input type="checkbox"/> Register of members <input type="checkbox"/> Register of directors <input type="checkbox"/> Directors' service contracts <input type="checkbox"/> Directors' indemnities <input type="checkbox"/> Register of secretaries <input type="checkbox"/> Records of resolutions etc <input type="checkbox"/> Contracts relating to purchase of own shares <input type="checkbox"/> Documents relating to redemption or purchase of own share out of capital by private company <input type="checkbox"/> Register of debenture holders <input type="checkbox"/> Report to members of outcome of investigation by public company into interests in its shares <input type="checkbox"/> Register of interests in shares disclosed to public company <input type="checkbox"/> Instruments creating charges and register of charges England and Wales or Northern Ireland <input type="checkbox"/> Instruments creating charges and register of charges Scotland</p>	4 Location of company records If the company records are held at the registered office address, do not tick any of the boxes in this section Certain records must be kept by every company while other records are only kept by certain company types where appropriate If the records are not kept at the SAIL address, they must be available at the registered office If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return										

Part 2 Officers of the company

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary

B1 Secretary's details ^①

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	MR
Full forename(s)	HUGH
Surname	FLEMING
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 to enter corporate secretary details

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2 Secretary's service address ^③

Building name/number	ALDERMARY HOUSE ✓
Street	15 QUEEN STREET
Post town	LONDON
County/Region	
Postcode	EC4N 1TX
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Corporate secretary

C1	Corporate secretary's details ^①	① Corporate secretary appointments You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return. Corporate secretary details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04. This information will appear on the public record.
	Please use this section to list all the corporate secretaries of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

C2	Location of the registry of the corporate body or firm
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only

C3	EEA companies ^②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ^③		
Registration number		

C4	Non-EEA companies	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		

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Director

D1 Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4											
Title*	MR											
Full forename(s)	CHRISTOPHER JOHN											
Surname	DAY											
Former name(s) ^②												
Country/State of residence	ENGLAND											
Nationality	BRITISH ✓											
Date of birth	<table><tr><td>d</td><td>0</td><td>6</td><td>m</td><td>0</td><td>6</td><td>y</td><td>1</td><td>9</td><td>6</td><td>1</td></tr></table>	d	0	6	m	0	6	y	1	9	6	1
d	0	6	m	0	6	y	1	9	6	1		
Business occupation (if any)	COMPANY DIRECTOR											

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③

Building name/number	ANDERMARY HOUSE ✓
Street	15 QUEEN STREET
Post town	LONDON
County/Region	
Postcode	EC4N 1TX
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

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Director

D1	Director's details ^①		① Director appointments You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return. Corporate details Please use Section E1-E4 to enter corporate director details. Director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01. ② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4			
Title*	MR		
Full forename(s)	MARTIN		
Surname	EBERHARDT		
Former name(s) ^②			
Country/State of residence	ENGLAND ✓		
Nationality	BRITISH		
Date of birth	<div> <div>d</div> <div>3</div> <div>d</div> <div>1</div> <div>m</div> <div>1</div> <div>m</div> <div>2</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>0</div> </div>		
Business occupation (if any)	CHARTERED ACCOUNTANT		

D2	Director's service address ^③		③ Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address. This information will appear on the public record.
Building name/number	ALDERMARY HOUSE ✓		
Street	15 QUEEN STREET ✓		
Post town	LONDON		
County/Region			
Postcode	EC4N 1TX		
Country			

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Director

D1	Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4		
Title*	MR	
Full forename(s)	JAMES DOMINIC RUPERT	
Surname	HOLMES	
Former name(s) ^②		
Country/State of residence	ENGLAND	
Nationality	BRITISH ✓	
Date of birth	<div> <div>d</div> <div>3</div> <div>d</div> <div>0</div> <div>m</div> <div>1</div> <div>m</div> <div>1</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>7</div> <div>y</div> <div>2</div> </div>	
Business occupation (if any)	COMPANY DIRECTOR	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	ALDERMAY HOUSE ✓	
Street	15 QUEEN STREET	
Post town	LONDON	
County/Region		
Postcode	EC4N 1TX	
Country		

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Corporate director

E1	Corporate director's details ^①	① Corporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return. Corporate director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02. This information will appear on the public record.
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

E2	Location of the registry of the corporate body or firm
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only

E3	EEA companies ^②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ^③		
Registration number		

E4	Non-EEA companies	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		

Part 3 Statement of capital^o

Does your company have share capital?

- Yes Complete the sections below and the following Part 4
→ No Go to Part 5 (Signature)

^o This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
DEFERRED	0.0049 ✓	0	107,870,148 ✓	£ 528,564 ✓
ORDINARY	0.0001	0	1,794,518,823 ✓	£ 179,452
				£
				£
Totals			1,902,388,971 ✓	£ 708,016 ✓

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals			0	0

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals			0	0

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	1,902,388,971 ✓
Total aggregate nominal value ⁵	£ 708,016 ✓

⁵ Total aggregate nominal value
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

² Including both the nominal value and any share premium

³ Number of shares issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

⁴ Total number of issued shares in this class

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F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2

Class of share

DEFERRED

Voting rights

EACH DEFERRED SHARE CONFERS NO RIGHT TO ATTEND OR VOTE AT A MEMBERS MEETINGS, NO RIGHT TO RECEIVE DIVIDENDS OR A SHARE IN ANY DISTRIBUTION.

Class of share

ORDINARY

Voting rights

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES AND ITS SHARE OF DIVIDENDS AND THE PROCEEDS OF ANY WINDING UP.

Class of share

Voting rights

Class of share

Voting rights

Part 4

Shareholders

Does your company have share capital?
→ Yes Complete the sections below
→ No Go to Part 5 (Signature)

① This should reflect the shareholder details at the made up date of this annual return

G1

Traded public companies ②

☐ Please tick the box if your company was a traded public company at any time during the period of this return

② Traded company definition
A traded company means a company any of whose shares are admitted to trading on a regulated market

G2

List of past and present shareholders

Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns

Please tick the appropriate box below

- ☒ A full list of shareholders for a private or non-traded public company is enclosed Please complete **Section G3**, or
- ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete **Section G4**
- ☒ A list of shareholder changes is enclosed
→ For private or non-traded public companies, please complete **Section G3**
→ For traded public companies, please complete **Section G4**
- ☐ There were no shareholder changes in this period
→ Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

- ☐ The list of shareholders is enclosed on paper
- ☒ The list of shareholders is enclosed in another format

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G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively


Further shareholders

Please use a Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
				/ /
PLEASE SEE ACCOMPANYING CD.				/ /
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Part 5 Signature

	This must be completed by all companies		
	I am signing this form on behalf of the company		
Signature	<div>Signature</div> <div>X  X</div>		<div>1 Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership</div> <div>2 Person authorised Under either section 270 or 274 of the Companies Act 2006</div>
	This form may be signed by Director 1 , Secretary, Person authorised 2 , Charity commission receiver and manager, CIC manager, Judicial factor		

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Presenter information

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

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee is payable on this form

Make cheques or postal orders payable to 'Companies House'. For information on fees, go to www.companieshouse.gov.uk



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

FORM ML8 (03/07)
CDROM

A

**BULK LIST OF SHAREHOLDERS OR MEMBERS FOR
COMPANY NUMBER – 04034645**

**A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS
COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON
THIS ANNUAL RETURN. THE LIST WILL BE AVAILABLE TO
REQUEST ON CDROM APPROXIMATELY 10 DAYS FROM
06/10/11. TO ORDER A COPY OF THE BULK LIST ON CDROM
CALL THE NUMBERS BELOW:**

**COMPANIES HOUSE DIRECT CUSTOMERS PLEASE PHONE
08457 573991**

WEB CUSTOMERS PLEASE PHONE 0303 1234 500