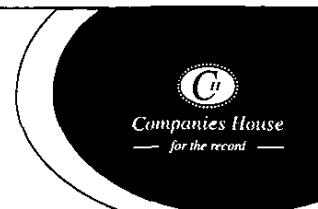


AR01

Annual Return

104646/40 104642-30



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

You can use the Webf
Please go to www.com

☒ **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 NO**
You cannot use this for
notice of changes to th
officers, registered office
company type or inform
relating to the company

THURSDAY



A55ABV11

A06 16/06/2011 259

COMPANIES HOUSE

A64 09/05/2011 81

COMPANIES HOUSE

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 0 4 1 8 5 1 1 0

Company name in full
① DSG Card Handling Services Limited

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 ② 2 3 0 3 2 0 1 1

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 ③

Classification code 1	6	5	1	2
Classification code 2				
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

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

AR01

Annual Return

A4 Company type^①

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☐ Public limited company
- ☒ Private company limited by shares
- ☐ Private company limited by guarantee
- ☐ Private company limited by shares exempt under section 60
- ☐ Private company limited by guarantee exempt under section 60
- ☐ Private unlimited company with share capital
- ☐ Private unlimited company without share capital

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 address^②

Building name/number	
Street	Maylands Avenue
Post town	Hemel Hempstead
County/Region	Herts
Postcode	H P 2 7 T G

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

A6 Single alternative inspection location (SAIL) of the company records (if applicable)^③

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

A7 Location of company records^④

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☐ Register of members
- ☐ Register of directors
- ☐ Directors' service contracts
- ☐ Directors' indemnities
- ☐ Register of secretaries
- ☐ Records of resolutions etc
- ☐ Contracts relating to purchase of own shares
- ☐ Documents relating to redemption or purchase of own share out of capital by private company
- ☐ Register of debenture holders
- ☐ Report to members of outcome of investigation by public company into interests in its shares
- ☐ Register of interests in shares disclosed to public company
- ☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
- ☐ Instruments creating charges and register of charges Scotland

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*	
Full forename(s)	
Surname	
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	
Street	
Post town	
County/Region	
Postcode	
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

Annual Return

Corporate secretary

C1

Corporate secretary's details ^①

Please use this section to list all the corporate secretaries of the company

Corporate body/firm name

DSG Corporate Services Limited

Building name/number

Street

Maylands Avenue

Post town

Hemel Hempstead

County/Region

Herts

Postcode

H P 2 7 T G

Country

England

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.

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

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

England

Registration number

7248698

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)

C4

Non-EEA companies

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

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.

AR01
Annual Return

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*		
Full forename(s)	Edward John Charles	
Surname	Leigh	
Former name(s) ^②		
Country/State of residence	England	
Nationality	British	
Date of birth	0 6 0 2 1 9 7 1	
Business occupation (if any)	Accountant	

- 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	
Street	c/o Dixons Retail plc Maylands Avenue
Post town	Hemel Hempstead
County/Region	Herts
Postcode	H P 2 7 T G
Country	England

- 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
Annual Return

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*		
Full forename(s)	Dominic Martin Etienne	
Surname	Page	
Former name(s) ^②		
Country/State of residence	England	
Nationality	British	
Date of birth	<div>4</div> <div>2</div> <div>0</div> <div>5</div> <div>4</div> <div>9</div> <div>6</div> <div>8</div>	
Business occupation (if any)	Accountant	

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		
Street	c/o Dixons Retail plc	
	Maylands Avenue	
Post town	Hemel Hempstead	
County/Region	Herts	
Postcode	<div>H</div> <div>P</div> <div>2</div> <div></div> <div>7</div> <div>T</div> <div>G</div> <div></div>	
Country	England	

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

Annual Return

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*																	
Full forename(s)	Humphrey																
Surname	Singer																
Former name(s) ^②																	
Country/State of residence	England																
Nationality	British																
Date of birth	<table border="1"><tr><td>d</td><td>1</td><td>d</td><td>4</td><td>m</td><td>1</td><td>n</td><td>2</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>6</td><td>y</td><td>5</td></tr></table>	d	1	d	4	m	1	n	2	y	1	y	9	y	6	y	5
d	1	d	4	m	1	n	2	y	1	y	9	y	6	y	5		
Business occupation (if any)	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									
Street	c/o Dixons Retail plc Maylands Avenue								
Post town	Hemel Hempstead								
County/Region	Herts								
Postcode	<table border="1"><tr><td>H</td><td>P</td><td>2</td><td></td><td>7</td><td>T</td><td>G</td><td></td></tr></table>	H	P	2		7	T	G	
H	P	2		7	T	G			
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.

Part 3 Statement of capital¹

Does your company have share capital?

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

¹ 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
£1 Cum D Pref	1 00	0 00	58,000,000	£ 58,000,000 00
£1 Ordinary	1 00	0 00	1,000	£ 1,000 00
£1 Cum C Pref	1 00	0 00	43,015,112	£ 43,015,112 00
				£
Totals			101,016,112	£ 101,016,112 00

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				

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				

F3 Totals

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

Total number of shares	101,016,112
Total aggregate nominal value ⁵	£101,016,112 00

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

AR01
Annual Return

Corporate director

E1	Corporate director's details^①	<p>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.</p> <p>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.</p> <p>This information will appear on the public record.</p>
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	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
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	<p>② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk</p> <p>③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>
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	<p>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.</p>
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		

AR01
Annual Return

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	£1 Cum C Pref
Voting rights	<p>DSG Card Handling Services Limited Extract from the Memorandum and Articles of Association</p> <p>Article 2 5 3 The C Preference Shares shall entitle the holders of such shares to receive notice of and to attend (either in person or by proxy) at any general meeting of the Company but not to speak or vote at any such meeting unless a resolution to vary, modify, alter or abrogate (whether directly or indirectly) any of the rights, privileges, limitations or restrictions attaching to the C Preference Shares or to wind up the Company or to reduce its share capital is proposed at the meeting</p>
Class of share	£1 Cum D Pref
Voting rights	<p>DSG Card Handling Services Limited Extract from the Memorandum and Articles of Association</p> <p>Article 2 5 4 The D Preference Shares shall entitle the holders of such shares to receive notice of and to attend (either in person or by proxy) at any general meeting of the Company but not to speak or vote at any such meeting unless a resolution to vary, modify, alter or abrogate (whether directly or indirectly) any of the rights, privileges, limitations or restrictions attaching to the D Preference Shares or to wind up the Company or to reduce it share capital is proposed at the meeting</p>
Class of share	£1 Ordinary
Voting rights	<p>DSG Card Handling Services Limited Extract from the Memorandum and Articles of Association</p> <p>Article 54 Subject to any rights or restrictions attached to any shares, on a show of hands every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder</p>
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

AR01 - continuation page

Annual Return

F4 Statement of capital (Voting rights)

Class of share	£1 Cum C Pref
Voting rights	<p>(continued)</p> <p>of the C Preference Shares shall be entitled to vote only on such resolution) on the basis that every holder of the C Preference Shares who (being an individual) is present at a meeting or in person or (being a corporation) is present by a duly authorised representative not being himself a shareholder or entitled to vote shall, upon a show of hands, have one vote and, upon a poll, every shareholder who is present in person or by proxy shall have one vote for every C Preference Share held by him</p>

AR01 - continuation page

Annual Return

F4 Statement of capital (Voting rights)

Class of share	£1 Cum D Pref
----------------	---------------

Voting rights	
---------------	--

(continued)

of the D Preference Shares shall be entitled to vote only on such resolution) on the basis that every holder of the D Preference Shares who (being an individual) is present at a meeting or in person or (being a corporation) is present by a duly authorised representative not being himself a shareholder or entitled to vote shall, upon a show of hands, have one vote and, upon a poll, every shareholder who is present in person or by proxy shall have one vote for every D Preference Share held by him

AR01 - continuation page

Annual Return

F4 Statement of capital (Voting rights)

Class of share	£1 Ordinary
Voting rights	<p>(continued)</p> <p>Article 55</p> <p>In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and seniority shall be determined by the order in which the names of the holders stand in the register of members</p>

AR01
Annual Return

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
DISL 2 Limited	£1 Cum C Pref	43,015,112		/ /
DSG International Insurance Services Limited	£1 Cum D Pref	58,000,000		/ /
DSG Retail Limited	£1 Ordinary	1,000		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

AR01
Annual Return

G4

Traded public companies – list of past and present shareholders

This section should show the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return. It should only be completed by public companies that have 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 'Traded public companies – list of past and present shareholders' continuation page if necessary.

Shareholder's details	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	
Name				/ /	
Address				/ /	
				/ /	
Name				/ /	
Address				/ /	
				/ /	
Name				/ /	
Address				/ /	
				/ /	
Name				/ /	
Address				/ /	
				/ /	

Part 5 Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X

D. Lawrie

X

FOR D34 CORPORATE SERVICES LIMITED

This form may be signed by

~~Director~~ ¹, Secretary, Person authorised ², Charity commission receiver and
~~manager, CIC manager, Judicial factor~~

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

2 Person authorised

Under either section 270 or 274 of the Companies Act 2006

AR01

Annual Return



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

c/o Dixons Retail plc

Maylands Avenue

Post town

Hemel Hempstead

County/Region

Herts

Postcode

H P 2 7 T G

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