

BLUEPRINT

2000

121 638 | 30

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

4251635

Company Name in full

ACTIVE EUROPE NETWORK LIMITED

Date of this return

The information in this return is made up
to

| Day | | Month | | Year | | | |
|-----|---|-------|---|------|---|---|---|
| 1 | 3 | 0 | 7 | 2 | 0 | 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.

5th Floor, Alder Castle, 10 Noble Street

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

Post town

London

County / Region**UK Postcode**

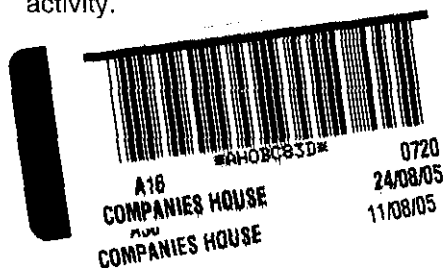
EC2V 7QJ

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

9262

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
for companies registered in England and Wales

DX 33050 Cardiff**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.

5th Floor, Alder Castle, 10 Noble Street

Post town London

County / Region UK Postcode EC2V 7QJ

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.

5th Floor, Alder Castle, 10 Noble Street

Post town London

County / Region UK Postcode EC2V 7QJ

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.

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

Name

* Style / Title

Forename(s)

Surname

Address

Post town

County / Region

Country

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

WCPHD Secretaries Limited

Alder Castle, 10 Noble Street

London

UK Postcode EC2V 7QJ

UK

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

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Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a****Name** * Style / Title _____

Day Month Year

Date of birth

0 7 0 8 1 9 6 2

Forename(s) | Dave

Surname | Alberga

Address

| 1448 Torrey Pines Road

Usual residential**address** must be

given. In the case

of a corporation,

give the registered

or principal office

address.

Post town | La Jolla

County / Region | California

UK Postcode | 92037

Country | USA

Nationality | American

Business occupation | Business Management

* Voluntary details.

Name * Style / Title _____

Day Month Year

Date of birth

2 0 1 1 1 9 6 6

Forename(s) | Laurent

Surname | Gauthier

Address

| 26, Cours Mirabeau, Aix En Provence

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 | 13100

Country | France

Nationality | French

Business occupation | Director

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

| | | | | | | | | | | | | | |
|---|---|------|-------|------|---|---|---|---|---|---|---|---|--|
| <p>Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.</p> <p>Usual residential address must be given. In the case of a corporation, give the registered or principal office address.</p> | <p>Name * Style / Title _____</p> <p>Date of birth <table border="1" style="display: inline-table; text-align: center;"> <tr><td>Day</td><td>Month</td><td>Year</td></tr> <tr><td>0</td><td>5</td><td>0</td></tr> <tr><td>4</td><td>1</td><td>9</td></tr> <tr><td>6</td><td>4</td><td></td></tr> </table></p> <p>Forename(s) <u>Eric</u></p> <p>Surname <u>Ly-Ky</u></p> <p>Address <u>46 Rue De Gometz, Les Molières</u></p> <p>Post town _____</p> <p>County / Region _____ UK Postcode <u>91470</u></p> <p>Country <u>France</u> Nationality <u>American French</u></p> <p>Business occupation <u>Director</u></p> | Day | Month | Year | 0 | 5 | 0 | 4 | 1 | 9 | 6 | 4 | |
| Day | Month | Year | | | | | | | | | | | |
| 0 | 5 | 0 | | | | | | | | | | | |
| 4 | 1 | 9 | | | | | | | | | | | |
| 6 | 4 | | | | | | | | | | | | |

* Voluntary details.

| | | | | | | | | | | | | | |
|---|--|------|-------|------|---|---|---|---|---|---|---|---|--|
| <p>Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.</p> <p>Usual residential address must be given. In the case of a corporation, give the registered or principal office address.</p> | <p>Name * Style / Title _____</p> <p>Date of birth <table border="1" style="display: inline-table; text-align: center;"> <tr><td>Day</td><td>Month</td><td>Year</td></tr> <tr><td>3</td><td>0</td><td>0</td></tr> <tr><td>7</td><td>1</td><td>9</td></tr> <tr><td>6</td><td>2</td><td></td></tr> </table></p> <p>Forename(s) <u>Jonathan</u></p> <p>Surname <u>Spalter</u></p> <p>Address <u>17 Avenue de Breteuil</u></p> <p>Post town <u>Paris</u></p> <p>County / Region _____ UK Postcode <u>75007</u></p> <p>Country <u>France</u> Nationality <u>American</u></p> <p>Business occupation <u>Director Executive</u></p> | Day | Month | Year | 3 | 0 | 0 | 7 | 1 | 9 | 6 | 2 | |
| Day | Month | Year | | | | | | | | | | | |
| 3 | 0 | 0 | | | | | | | | | | | |
| 7 | 1 | 9 | | | | | | | | | | | |
| 6 | 2 | | | | | | | | | | | | |

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

| | | | | |
|--|--------------------------------|------------|-------------|----------|
| Name | * Style / Title | | | |
| | Day | Month | Year | |
| Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name. | Date of birth | 1 | 6 | 011968 |
| | Forename(s) | Mitch | | |
| | Surname | Thrower | | |
| Address | 1295 Prospect Street, La Jolla | | | |
| | | | | |
| | Post town | | | |
| | County / Region | California | UK Postcode | 92037 |
| | Country | USA | Nationality | American |
| | Business occupation | CEO | | |

* Voluntary details.

| | | | | |
|--|----------------------------|-------|-------------|--|
| Name | * Style / Title | | | |
| | Day | Month | Year | |
| Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name. | Date of birth | | | |
| | Forename(s) | | | |
| | Surname | | | |
| Address | | | | |
| | | | | |
| | Post town | | | |
| | County / Region | | UK Postcode | |
| | Country | | Nationality | |
| | Business occupation | | | |

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)

| | | |
|---------------|-----------|-----------|
| Ordinary | 71,358 | £71.36 |
| Preferred A | 1,000,000 | £1,000.00 |
| | | |
| | | |
| Totals | 1,071,358 | 1,071.36 |

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

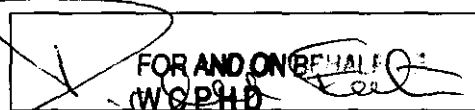
☐☐

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
WCPHD

Date

08.08.05

† 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 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.

Wilmer Cutler Pickering Hale and Dorr LLP, Alder

Castle, 10 Noble Street, London, EC2V 7QJ

Tel 020 7645 2400

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DX number DX exchange

List of past and present shareholders

Schedule to form 363a

CHFP010

Company Number | 4251635

Company Name in full | ACTIVE EUROPE NETWORK 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 | Shares or amount of stock transferred (if appropriate) | Class and number of shares or amount of stock transferred | Date of registration of transfer |
|--|---|--|---|----------------------------------|
| Name Active Network, Inc Address 1020 Prospect Avenue, Suite 250, La Jolla, California, USA UK postcode 92037 | £0.001 Ordinary Shares Held 3,200 | | | |
| Name Paul Charbonnier Address 65 Chemin de la Reche du Renard, Gerardier, France UK postcode 88400 | £0.001 Ordinary Shares Held 3,400 | | | |
| Name F. Mitchell Separate Property Trust Address 1295 Prospect Street, La Jolla, California, USA UK postcode 92037 | £0.001 Ordinary Shares Held 1,800 | | | |

CHFP010

List of past and present shareholders (Continued)

Company Number 4251635

| 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 Laurent Gauthier Address 26, Cours Mirabeau, Aix En Provence, France UK postcode 13100 | £0.001 Ordinary Shares Held 1,500 | | |
| Name Eric Ly-Ky Address 46 Rue De Gometz, Les Molieres, France UK postcode 91470 | £0.001 Ordinary Shares Held 1,500 | | |
| Name Solomon N'Jie Address 119 Rowlands Avenue, Hatch End, Middlesex, UK UK postcode HA5 4AW | £0.001 Ordinary Shares Held 10,000 | | |
| Name Henry Clinton Davis, Richard Eaton and David Gent (Nominees) Address 5th Floor, Alder Castle, 10 Noble Street, London, UK UK postcode EC2V 7QJ | £0.001 Ordinary Shares Held 41,958 | | |

CHFP010

List of past and present shareholders (Continued)

Company Number 4251635

| 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 Christine Quere Address Les Planes, Saint Restitut, France UK postcode 26130 | £0.001 Ordinary Shares Held 1,500 | | |
| Name Yves Quere Address Les Planes, Saint Restitut, France UK postcode 26130 | £0.001 Ordinary Shares Held 1,500 | | |
| Name Rive Droit Address 58, Rue de Vaugirard, Paris, France UK postcode 75006 | £0.001 Ordinary Shares Held 5,000 | | |
| Name Address UK postcode | | | |

List of past and present shareholders

Schedule to form 363a

CHFP010

Company Number | 4251635

Company Name in full | ACTIVE EUROPE NETWORK 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 Active Network, Inc Address 1020 Prospect Avenue, Suite 250, La Jolla, California, USA UK postcode 92037 | £0.001 Preferred A Shares Held 400,000 | | |
| Name F. Mitchell Separate Property Trust Address 1295 Prospect Street, La Jolla, California, USA UK postcode 92037 | £0.001 Preferred A Shares Held 220,000 | | |
| Name Laurent Gauthier Address 26, Cours Mirabeau, Aix En Provence, France UK postcode 13100 | £0.001 Preferred A Shares Held 190,000 | | |

CHFP010

List of past and present shareholders (Continued)

Company Number 4251635

| 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 Eric Ly-Ky Address 46 Rue De Gometz, Les Molières, France UK postcode 91470 | £0.001 Preferred A Shares Held 190,000 | | |
| Name Address UK postcode | | | |
| Name Address UK postcode | | | |
| Name Address UK postcode | | | |