



*Companies House*  
— for the record —

**AR01** (ef)

**Annual Return**



XYINLV5L

Received for filing in Electronic Format on the: **20/06/2011**

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*Company Name:* **CEDAR ROCK CAPITAL LIMITED**

*Company Number:* **04466326**

*Date of this return:* **20/06/2011**

*SIC codes:* **7487**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **20-22 BEDFORD ROW  
LONDON  
UNITED KINGDOM  
WC1R 4JS**

## Single Alternative Inspection Location (SAIL)

*The address for an alternative location to the company's registered office for the inspection of registers is:*

**20-22 BEDFORD ROW  
LONDON  
UNITED KINGDOM  
WC1R 4JS**

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*The following records have moved to the single alternative inspection location:*

Register of members (section 114)

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### Officers of the company

#### *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **MR DAVID JOHN**

*Surname:* **MILLER**

*Former names:*

*Service Address:* **10 WILDCROFT DRIVE  
FINCHAMPSTEAD  
WOKINGHAM  
UNITED KINGDOM  
RG40 3HY**

*Company Director*    **1**

*Type:*                                **Person**

*Full forename(s):*                **MS JOY ISABELLE**

*Surname:*                                **BESSE**

*Former names:*

*Service Address:*                        **33 BYWATER STREET  
LONDON  
UNITED KINGDOM  
SW3 4XH**

*Country/State Usually Resident:*    **LONDON, UNITED KINGDOM**

*Date of Birth:*    **03/11/1959**

*Nationality:*    **FRENCH**

*Occupation:*    **CONSULTANT**

*Company Director* 2

*Type:* **Person**

*Full forename(s):* **MR ANDREW**

*Surname:* **BROWN**

*Former names:*

*Service Address:* **27 SCHUBERT ROAD  
LONDON  
UNITED KINGDOM  
SW15 2QT**

*Country/State Usually Resident:* **LONDON**

*Date of Birth:* **23/11/1955** *Nationality:* **BRITISH**

*Occupation:* **INVESTMENT MANAGER**

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*Company Director*    **3**

*Type:*                                **Person**

*Full forename(s):*                **MR DAVID JOHN**

*Surname:*                         **MILLER**

*Former names:*

*Service Address:*                **10 WILDCROFT DRIVE  
FINCHAMPSTEAD  
WOKINGHAM  
UNITED KINGDOM  
RG40 3HY**

*Country/State Usually Resident:*    **WOKINGHAM**

*Date of Birth:*    **22/04/1949**                                *Nationality:*    **BRITISH**

*Occupation:*    **CHARTERED ACCOUNTANT**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>A ORD</b>	<i>Number allotted</i>	<b>500000</b>
		<i>Aggregate nominal value</i>	<b>500000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>1</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

THE A ORDINARY SHARES, SHALL ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABSOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSES OF A DIVIDEND EACH SHARES SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLEY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>B ORD</b>	<i>Number allotted</i>	<b>2856</b>
		<i>Aggregate nominal value</i>	<b>2856</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>13.01</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>B ORD</b>	<i>Number allotted</i>	<b>11600</b>
		<i>Aggregate nominal value</i>	<b>11600</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>1</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.



<b>Class of shares</b>	<b>C ORD</b>	<i>Number allotted</i>	<b>24324</b>
		<i>Aggregate nominal value</i>	<b>24324</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>15.69</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES ,H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>C ORD</b>	<i>Number allotted</i>	<b>42809</b>
		<i>Aggregate nominal value</i>	<b>42809</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>13.01</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES ,H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>D ORD</b>	<i>Number allotted</i>	<b>8116</b>
		<i>Aggregate nominal value</i>	<b>8116</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>15.69</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>E ORD</b>	<i>Number allotted</i>	<b>4906</b>
		<i>Aggregate nominal value</i>	<b>4906</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>13.01</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>E ORD</b>	<i>Number allotted</i>	<b>117187</b>
		<i>Aggregate nominal value</i>	<b>117187</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>1</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>F ORD</b>	<i>Number allotted</i>	<b>981</b>
		<i>Aggregate nominal value</i>	<b>981</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>13.01</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

Class of shares	F ORD	Number allotted	23437
		Aggregate nominal value	23437
Currency	GBP	Amount paid	1
		Amount unpaid	0

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANYS ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES , H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

<b>Class of shares</b>	<b>G ORD</b>	<i>Number allotted</i>	<b>1949</b>
		<i>Aggregate nominal value</i>	<b>1949</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>13.01</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANY'S ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.



<b>Class of shares</b>	<b>G ORD</b>	<i>Number allotted</i>	<b>7750</b>
		<i>Aggregate nominal value</i>	<b>7750</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>1</b>

*Prescribed particulars*

THE B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF OR TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY AND REGULATIONS 54 TO 63 OF TABLE A SHALL BE CONSTRUED ACCORDINGLY. THE DIRECTORS MAY FROM TIME TO TIME IN THEIR ABSOLUTE DISCRETION APPORTION PART OR ALL OF THE DIVIDEND IN FAVOUR OF ONE OR MORE CLASS OF SHARES AND SHALL IN THEIR ABOLUTE DISCRETION EXCLUDE ONE OR MORE CLASS OF SHARES FROM ANY ENTITLEMENT TO THE DIVIDEND. SUBJECT TO ARTICLES 3(A) AND 3(B) OF THE COMPANY'S ARTICLES AND SAVE AS OTHERWISE PROVIDED FOR IN COMPANYS ARTICLES, THE A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES, D ORDINARY SHARES, E ORDINARY SHARES, F ORDINARY SHARES, G ORDINARY SHARES, H ORDINARY SHARES, AND THE I ORDINARY SHARES SHALL RANK PARI PASSU IN ALL OTHER RESPECTS. FOR THE PURPOSE OF A DIVIDEND EACH SHARE SHALL BE TREATED AS A FULLY PAID UP SHARE AND EACH SHAREHOLDER SHALL, SUBJECT TO ARTICLE 3(C) OF THE COMPANYS ARTICLES, BE ENTITLED TO ANY RESPECTIVE DIVIDEND AS THOUGH THE SHARE WAS FULLY PAID UP IRRESPECTIVE OF THE SHARE BEING PARTLY PAID. THE SHARES OF THE COMPANY, WHETHER FORMING PART OF THE ORIGINAL CAPITAL OR OF ANY INCREASED CAPITAL, MAY BE ALLOTTED OR OTHERWISE DISPOSED OF TO SUCH PERSONS AND FOR SUCH CONSIDERATION AND UPON SUCH TERMS AS THE DIRECTORS MAY DETERMINE, SUBJECT IN THE CASE OF ANY SHARES FORMING PART OF ANY INCREASED CAPITAL, TO SUCH DIRECTIONS AS TO THE ALLOTMENT OR DISPOSAL THEREOF AS MAY BE GIVEN BY THE COMPANY IN GENERAL MEETING AT THE TIME OF THE CREATION OF SUCH SHARES. THE PROVISION IN REGULATION 6 REQUIRING SHARE CERTIFICATES TO BE ISSUED UNDER SEAL SHALL NOT APPLY TO THE COMPANY.

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**Statement of Capital (Totals)**

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>745915</b>
		<i>Total aggregate nominal value</i>	<b>745915</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 20/06/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for a private or non-traded public company are shown below*

*Shareholding 1* : **500000 A ORD shares held as at 2011-06-20**

*Name:* MR ANDREW BROWN

*Shareholding 2* : **14456 B ORD shares held as at 2011-06-20**

*Name:* YAVUZ ARIKAN

*Shareholding 3* : **67133 C ORD shares held as at 2011-06-20**

*Name:* MR MARK HUSSON

*Shareholding 4* : **8116 D ORD shares held as at 2011-06-20**

*Name:* YAVUZ ARIKAN

*Shareholding 5* : **122093 E ORD shares held as at 2011-06-20**

*Name:* MR NICHOLAS TINGLEY

*Shareholding 6* : **24418 F ORD shares held as at 2011-06-20**

*Name:* MS LINA ARTHUR

*Shareholding 7* : **9699 G ORD shares held as at 2011-06-20**

*Name:* MR TOM WILKINS

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.