



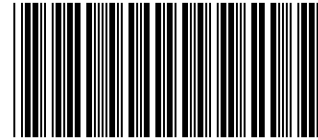
**Companies House**  
— for the record —

**363a<sub>(ef)</sub>**

**Annual Return**

*Company Name:* **ADVANCED PAYMENT SOLUTIONS LIMITED**

*Company Number:* **04947027**



*Received for filing in Electronic Format on the:* **21/11/2005**

XWLJ5AKW

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*Company Details*

*Period Ending:* **29/10/2005**

*Company Type:* **PRIVATE COMPANY LIMITED BY SHARES**

*Principal Business Activities:*

*SIC Codes*  
**9305**

*Registered Office:*  
*Address:*

**6TH FLOOR  
ONE LONDON WALL  
LONDON  
EC2Y 5EB**

*Register of*  
*Members Address:*

**At Registered Office**

*Register of Debenture*  
*Holders Address:*

**Not Applicable**

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*Details of Officers of the Company*

*Company Secretary:*

*Name:* **ROBIN KEITH DEAR**

*Address:* **5 AURIOL PARK ROAD  
WORCESTER PARK  
SURREY KT4 7DP**

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*Director 1:*

*Name:* **DONALD ROSS DIXON**  
*Date of Birth:* **19/08/1947**  
*Nationality:* **AMERICAN**  
*Occupation:* **DIRECTOR**

*Address:* **62 LINDA VISTA AVENUE  
ATHERTON  
CALIFORNIA  
CA 94027  
USA**

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*Director 2:*

*Name:* **STEPHEN BERNARD GALASSO** *Address:* **12038 N 135TH PL  
SCOTTSDALE  
ARIZONA AZ 85259  
USA**  
*Date of Birth:* **12/07/1948**  
*Nationality:* **AMERICAN**  
*Occupation:* **MANAGEMENT  
CONSULTANT**

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*Director 3:*

*Name:* **JAMES GILBERT JONES** *Address:* **3084 SANDSTONE ROAD  
ALAMO  
CA 94507-1617  
USA**  
*Date of Birth:* **19/09/1948**  
*Nationality:* **US**  
*Occupation:* **INVESTOR**

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*Director 4:*

*Name:* **CHRISTOPHER PHELAN  
MARSHALL** *Address:* **3201 CLAY STREET  
SAN FRANCISCO  
CALIFORNIA  
CA 94115  
USA**  
*Date of Birth:* **12/04/1968**  
*Nationality:* **AMERICAN**  
*Occupation:* **DIRECTOR**

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*Director 5:*

*Name:* **RICHARD THOMAS  
WAGNER** *Address:* **FLAT 7 491-493 LIVERPOOL ROAD  
LONDON N7 8NS**  
*Date of Birth:* **09/04/1964**  
*Nationality:* **AMERICAN**  
*Occupation:* **BANKING**

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## *Share Capital*

*Issued Share Capital Details:*

<i>Class of share</i>	<i>Number of shares issued</i>	<i>Aggregate nominal value of issued shares</i>
<b>ORDINARY</b>	<b>850000</b>	<b>GBP850</b>
<b>PREFERRED A</b>	<b>1378378</b>	<b>GBP1378.378</b>
<b>PREFERRED ORDINARY</b>	<b>170000</b>	<b>GBP170</b>
<b>TOTALS</b>	<b>2398378</b>	<b>GBP2398.378</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 29/10/2005, or that had ceased to be shareholders since the made up date of the previous Annual Return.

### *Shareholding 1:*

**13783 A CONVERTIBLE PREFERRED Shares held as at 29/10/2005**

*Name:* **CHRIS CALLERO**

*Address:* **14 PRAIRIE GRASS IRVINE  
CA 92603  
UNITED STATES OF AMERICA**

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### *Shareholding 2:*

**188000 ORDINARY Shares held as at 29/10/2005**

*Name:* **WILLIAM PAUL DARNELL**

*Address:* **3 KNOWLE DRIVE  
COPTHORNE  
WEST SUSSEX RH10 3LW**

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### *Shareholding 3:*

**118000 ORDINARY Shares held as at 29/10/2005**

*Name:* **ROBIN DEAR**

*Address:* **5 AUROL PARK ROAD  
WORCESTER PARK  
SURREY KT4 7DP**

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### *Shareholding 4:*

**1273840 A CONVERTIBLE PREFERRED Shares held as at 29/10/2005**

*Name:* **TRIDENT CAPITAL FUND VI LP**

*Address:* **505 HAMILTON AVENUE  
SUITE 200  
PALO ALTO  
CA 94301  
UNITED STATES OF AMERICA**

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*Shareholding 5:*

**49403 A CONVERTIBLE PREFERRED Shares held as at 29/10/2005**

*Name:*

**TRIDENT CAPITAL FUND VI PRINCIPALS FUND LLC**

*Address:*

**505 HAMILTON AVENUE  
SUITE 200  
PALO ALTO  
CA 94301  
UNITED STATES OF AMERICA**

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*Shareholding 6:*

**0 ORDINARY Shares held as at 29/10/2005**

*Name:*

**THE TRUSTEES OF THE CV MANAGEMENT TRUST**

*Address:*

**3084 SANDSTONE ROAD  
ALAMO  
CALIFORNIA 94507**

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*Shareholding 7:*

**170000 PREFERRED ORDINARY Shares held as at 29/10/2005**

*Name:*

**THE TRUSTEES OF THE JONES FAMILY TRUST**

*Address:*

**3084 SANDSTONE ROAD  
ALAMO  
CALIFORNIA 94507**

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*Shareholding 8:*

**20676 A CONVERTIBLE PREFERRED Shares held as at 29/10/2005**

*Name:*

**TRUSTEES OF THE JAMES G AND MARIA F JONES REVOCABLE  
TRUST**

*Address:*

**3084 SANDSTONE ROAD  
ALAMO  
CALIFORNIA  
94507  
UNITED STATES OF AMERICA**

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*Shareholding 9:*

**20676 A CONVERTIBLE PREFERRED Shares held as at 29/10/2005**

*Name:* **HATIM TYABJI**

*Address:* **28130 STORY HILL LANE  
LOS ALTOS HILLS  
CA 94022  
UNITED STATES OF AMERICA**

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*Shareholding 10:*

**494000 ORDINARY Shares held as at 29/10/2005**

*Name:* **RICHARD THOMAS WAGNER**

*Address:* **FLAT 7 491-493 LIVERPOOL ROAD  
LONDON N7 8NS**

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*Shareholding 11:*

**18000 ORDINARY Shares held as at 29/10/2005**

*Name:* **THE TRUSTEES OF THE JONES FAMILY TRUST**

*Address:* **3084 SANDSTONE ROAD  
ALAMO  
CALIFORNIA  
USA 94507**

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*Shareholding 12:*

**20000 ORDINARY Shares held as at 29/10/2005**

*Name:* **STEPHEN GALASSO**

*Address:* **12038 N 135TH PLACE  
SCOTTSDALE  
ARIZONA  
USA 85259**

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*Shareholding 13:*

**6000 ORDINARY Shares held as at 29/10/2005**

*Name:* **STEVE COX**

*Address:* **133 COTEFORD STREET  
LONDON  
UK SW17 8NX**

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*Shareholding 14:*

**6000 ORDINARY Shares held as at 29/10/2005**

*Name:* **ROB PAYNE**

*Address:* **6 LINNET GREEN  
RIDGEWOOD  
UCKFIELD  
EAST SUSSEX  
UK TN22 5YD**

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### *Authorisation*

*Authoriser Designation:* **DIRECTOR** *Date Authorised:* **21/11/2005** *Authenticated:* **Yes (E/W)**