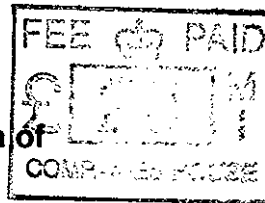




COMPANIES HOUSE

mw
820
006210

BR1



This form should be completed in black.

Return delivered for registration of a branch of an overseas company

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

Corporate name
(See note 5) (name in parent state)

Business name
(if different to corporate name)

Country of Incorporation

Identity of register
(if applicable)

Legal form
(See note 3)

For office use only ☐ CN FC 18124 ☐ BN BR3964

NTL (UK) GROUP INC.

NTL

STATE OF DELAWARE, USA

OFFICE OF THE SECRETARY OF STATE OF THE STATE

OF DELAWARE

and registration no. N/A

PRIVATE COMPANY LIMITED BY SHARES

[1] See note 2

PART A - COMPANY DETAILS [1]

* State whether the company is a credit or financial institution

* Is the company subject to Section 699A of the Companies Act 1985?

YES ☐

NO ☒

(1) These boxes need not be completed by companies formed in EC member states

Governing law
(See note 4)

GENERAL CORPORATION LAW OF THE STATE OF DELAWARE

Accounting requirements

Period for which the company is required to prepare accounts by parent law. from _____ to _____

Period allowed for the preparation and public disclosure of accounts for the above period _____ months



A01 *AMRU1VYB* 631
COMPANIES HOUSE 24/05/97

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of
business in home country

32 LOOCKERMAN SQUARE, SUITE L-100, CITY OF DOVER,

COUNTY OF KENT, DELAWARE, USA

Objects of company

To engage in any lawful activity - see Certificate of
Incorporation

Issued share capital

3919 Shares of 1 cent each Currency US Dollars

Company Secretary(ies)

(See note 10)

Name

* Style / Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

* Voluntary details

Address

Post town

County / Region

Postcode

Country

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

Company Secretary(ies)

(See note 10)

Name

* Style / Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

* Voluntary details

Address

Post town

County / Region

Postcode

Country

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

(You may photocopy this page
if required)

Directors

(See note 10)

Name

* Voluntary details

Address

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

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title _____

Forenames _____

Surname _____

* Honours etc. _____

Previous Forenames _____

Previous surname _____

Post town _____

County / Region _____

Postcode _____

Country _____

Date of Birth

--	--	--	--	--	--

Nationality _____

Business Occupation _____

Other Directorships _____

The extent of the authority to represent the company is :- (give details)

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-
(Give name(s) of co-authorised person(s))

Address of branch

(See note 11)

Address BRISTOL HOUSEFARNBOROUGH AEROSPACE CENTREPost town FARNBOROUGHCounty / Region HAMPSHIREPostcode GU14 6XP**Branch Details**

(See note 12)


Date branch opened

0	1	0	1	9	7
---	---	---	---	---	---

Business carried on at branch MANAGEMENT OF ITS SUBSIDIARIES,
WHICH PROVIDE A RANGE OF TELECOMMUNICATIONS,
BROADCASTING, SATELLITE, RADIOCOMMUNICATIONS,
ENTERTAINMENT AND INTERNET SERVICES

SIGNATURE

Signed

(* Director / Secretary / ~~Permanent representative~~)

Date

20/5/97

This form contains continuation sheets.

To whom should Companies House
direct any enquiries about the
information on this form?

Name ROBERT MACKENZIE, GROUP COMPANY SECRETARYAddress BRISTOL HOUSEFARNBOROUGH AEROSPACE CENTREFARNBOROUGH, HAMPSHIREPostcode GU14 6XPTelephone (01252) 402157Extension N/A

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

Companies House
Crown Way
Cardiff
CF4 3UZ

Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

Constitution of company

(See notes 6 to 9)

Mark box(es)
as applicable

(See note 9)

#	<input type="checkbox"/>	A certified copy of the instrument constituting or defining the constitution of the company
	AND	
	<input type="checkbox"/>	* A certified translation
is / are delivered for registration		

* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.

#	<input type="checkbox"/>	A copy of the latest accounts of the company
	AND	
	<input type="checkbox"/>	* A certified translation
is / are delivered for registration		

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

#	<input type="checkbox"/>	The Constitutional documents (* and certified translations)	
	AND / OR		
	<input type="checkbox"/>	The latest accounts (* and certified translations)	
of the company were previously delivered on the registration of the branch of the company at :-			
Cardiff	<input type="checkbox"/>	Edinburgh <input type="checkbox"/>	Belfast <input type="checkbox"/>
Registration no.		<input type="text"/>	

AND/OR

The company may rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.

<input type="checkbox"/>	the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.
Registration no.	<input type="text"/>

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

NOTE :- In all cases, the registration number of the branch or place of business relied upon must be given.

<input checked="" type="checkbox"/>	The Constitutional documents (* and certified translation)
	AND / OR
<input checked="" type="checkbox"/>	Particulars of the current directors and secretary(s)
were previously delivered in respect of a place of business of the company registered at THIS registry.	
Registration no.	<input type="text" value="FC 18124"/>

PART B - BRANCH DETAILS

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

* Style / Title MR

Forenames ROBERT MARIO

Surname MACKENZIE

Address 27 STUDDRIDGE STREET

Post town LONDON

County / Region _____ Postcode SW6 3SL

Is # ☒ Authorised to accept service of process on the company's behalf

* AND/OR

Is # ☐ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title MRS

Forenames LEIGH COSTIKYAN

Surname WOOD

Address 75 DARTNELL PARK ROAD,

DARTNELL PARK

Post town WEST BYFLEET

County / Region SURREY Postcode KT14 6OD

Is # ☒ Authorised to accept service of process on the company's behalf

* AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

UNLIMITED

These powers :-

☒ May be exercised alone

OR

☐ Must be exercised with :-
(Give name(s) of co-authorised person(s))

Address of branch

(See note 11)

Address <u>BRISTOL HOUSE</u>	
<u>FARNBOROUGH AEROSPACE CENTRE</u>	
Post town <u>FARNBOROUGH</u>	
County / Region <u>HAMPSHIRE</u>	Postcode <u>GU14 6XP</u>

Branch Details

(See note 12)

Date branch opened	<table border="1"><tr><td>0</td><td>1</td><td>1</td><td>0</td><td>1</td><td>9</td><td>7</td></tr></table>	0	1	1	0	1	9	7
0	1	1	0	1	9	7		
Business carried on at branch <u>MANAGEMENT OF ITS SUBSIDIARIES,</u>								
<u>WHICH PROVIDE A RANGE OF TELECOMMUNICATIONS,</u>								
<u>BROADCASTING, SATELLITE, RADIOCOMMUNICATIONS,</u>								
<u>ENTERTAINMENT AND INTERNET SERVICES</u>								

SIGNATURE

Signed	<u>R. Mackenzie</u>
(* Director / Secretary / Permanent representative)	
Date	<u>20/5/97</u>
This form contains continuation sheets.	

To whom should Companies House
direct any enquiries about the
information on this form?

Name <u>ROBERT MACKENZIE, GROUP COMPANY SECRETARY</u>	
Address <u>BRISTOL HOUSE</u>	
<u>FARNBOROUGH AEROSPACE CENTRE</u>	
<u>FARNBOROUGH, HAMPSHIRE</u>	Postcode <u>GU14 6XP</u>
Telephone <u>(01252) 402157</u>	Extension <u>N/A</u>

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

Companies House
Crown Way
Cardiff
CF4 3UZ

Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

FILE COPY



CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Establishment of a branch)

Company No. FC018124

Branch No. BR003964

The Registrar of Companies for England and Wales hereby certifies that
NTL (UK) GROUP, INC.

has this day been registered under Schedule 21A to the Companies
Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 28th May 1997

A handwritten signature in black ink, likely belonging to the Registrar of Companies.

For The Registrar Of Companies



C O M P A N I E S H O U S E