

RP04

Second filing of a document previously delivered



What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register.



What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 regardless of when it was delivered.

A second filing of a document cannot be filed where it is correcting information that was originally not properly delivered. Form RP01 must be used in these circumstances.

For further information, please refer to our guidance at www.companieshouse.gov.uk

1

Company details

Company number

S	C	1	9	1	2	4	1
---	---	---	---	---	---	---	---

Company name in full

LEARNPRO LIMITED

Filing in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2

Description of the original document

Document type ①

ANNUAL RETURN - AR01

Date of registration of the original document

d	d	m	m	y	y	y	y
1	8	1	1	2	0	1	0

① Description of the original document

Please enter the document type (e.g. a Return of allotment of shares - SH01) and any distinguishing information if more than one document of that type was filed on the same day.

3

Applicable documents

This form **only** applies to the following forms:

AP01 Appointment of director
AP02 Appointment of corporate director
AP03 Appointment of secretary
AP04 Appointment of corporate secretary
CH01 Change of director's details
CH02 Change of corporate director's details
CH03 Change of secretary's details
CH04 Change of corporate secretary's details
TM01 Termination of appointment of director
TM02 Termination of appointment of secretary
SH01 Return of allotment of shares
AR01 Annual Return

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Section 243 Exemption ②

If you are applying for, or have been granted, exemption under section 243 of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below:

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE.

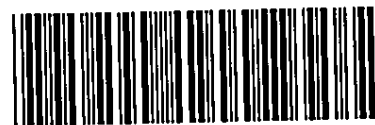
② If you are currently in the process of applying for or have been granted a Section 243 exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying

BIS Department for Business
Innovation & Skills

CHFP041 04/11 Version 1.0

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THURSDAY



ST5QHVM

SCT

07/07/2011

560

COMPANIES HOUSE

RP04

Second filing of a document previously delivered



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

LAURA PEACHEY

Company name

Lindsays

Address

Caledonian Exchange

19A Canning Street

Edinburgh

Post town

County/Region

Postcode

E H 3 8 H E

Country

DX ED25 - Edinburgh

Telephone

0131 229 1212



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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies.
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form.
- ☐ You have enclosed the second filed document(s).
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PRO3 form 'Consent for paper filing.'



Important information

Please note that all information on this form will appear on the public record.



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.

Section 243 exemption

If you are applying for or have been granted a section 243 exemption, please post this whole form to the different postal address below:

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.



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



AR01

Annual Return



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

You can use the WebFiling servi
Please go to www.companieshouse.gov.uk

☒ **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 NOT for**
You cannot use this form to give
notice of changes to the company
officers, registered office address
company type or information
relating to the company records

THURSDAY

SCT *ST5Q2VMZ* 575
COMPANIES HOUSE

Part 1 Company details

The section must be completed by all companies.

Filling 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 S C 1 9 1 2 4 1

Company name in full LEARNPRO LIMITED

①

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 1 8 1 1 2 0 1 0

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 7 4 1 4

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

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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 FETTES PARK WEST WING

Street 496 FERRY ROAD

Post town EDINBURGH

County/Region MIDLOTHIAN

Postcode E H 5 2 D L

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.

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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)

STEWART

Surname

WALTERS

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

57

Street

CAMUS AVENUE

Post town

EDINBURGH

County/Region

Postcode

E H 1 0 6 Q Y

Country

SCOTLAND

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

Building name/number

Street

Post town

County/Region

Postcode

Country

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

Registration number

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 ⁴If 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.

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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)	CHRISTINE
Surname	BLAYDON
Former name(s) 2	
Country/State of residence	SCOTLAND
Nationality	BRITISH
Date of birth	<div>0</div> <div>7</div> <div>0</div> <div>5</div> <div>1</div> <div>9</div> <div>5</div> <div>7</div>
Business occupation (if any)	MANAGING 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	WESTWOOD
Street	KINGS ROAD
	LONGNIDDRY
Post town	EDINBURGH
County/Region	
Postcode	<div>E</div> <div>H</div> <div>3</div> <div>2</div> <div></div> <div>0</div> <div>N</div> <div>N</div>
Country	SCOTLAND

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.

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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)	NICHOLAS CHRISTOPHER									
Surname	FELESIK									
Former name(s) 2										
Country/State of residence	UNITED KINGDOM									
Nationality	BRITISH									
Date of birth	<table><tr><td>0</td><td>2</td><td>6</td><td>0</td><td>7</td><td>1</td><td>9</td><td>5</td><td>5</td></tr></table>	0	2	6	0	7	1	9	5	5
0	2	6	0	7	1	9	5	5		
Business occupation (if any)	COMPUTER CONSULTANT									

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	72								
Street	SPYLAH ROAD								
Post town	EDINBURGH								
County/Region									
Postcode	<table><tr><td>E</td><td>H</td><td>1</td><td>0</td><td></td><td>5</td><td>B</td><td>R</td></tr></table>	E	H	1	0		5	B	R
E	H	1	0		5	B	R		
Country	SCOTLAND								

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.

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Annual Return

Corporate director

E1**Corporate director's details ¹**

Please use this section to list all the corporate directors of the company.

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

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.

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.

This information will appear on the public record.

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**

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

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).

E4**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 ⁴If 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

Part 3**Statement of capital ¹**

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
ORDINARY	£1.00	NIL	1965	£ 1965.00
				£
				£
				£
Totals			1965	£ 1965.00

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 1965 ORDINARY SHARES

Total aggregate nominal value ⁵ £1965.00

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.

⁴ Number of shares issued multiplied by nominal value of each share.

³ Total number of issued shares in this class.

Continuation Pages

Please use a Statement of Capital continuation page if necessary.

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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

ORDINARY

Voting rights

A. ONE VOTE PER SHARE HELD;
B. RIGHT TO PARTICIPATE IN DISTRIBUTIONS EQUALLY IN ACCORDANCE WITH SHAREHOLDING, ONLY WHERE DISTRIBUTION HAS BEEN APPROVED BY SCOTTISH ENTERPRISE;
C. CAPITAL OF THE COMPANY SHALL BE SPLIT EQUALLY BETWEEN MEMBERS IN ACCORDANCE WITH THEIR SHAREHOLDING ON WINDING UP; AND
D. NOT REDEEMABLE.

Class of share

Voting rights

Class of share

Voting rights

Class of share

Voting rights

AR01

Annual Return

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.

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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
SCOTTISH ENTERPRISE	ORDINARY	221		/ /
CHRISTINE BLAYDON	ORDINARY	598		/ /
NICHOLAS FELESIK	ORDINARY	598		/ /
STEWART WALTERS	ORDINARY	501		/ /
WILLIAM STIMSON	ORDINARY	47		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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				/ /
				/ /

AR01

Annual Return

Part 5

Signature

This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X

C. Blayden

X

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

LAURA PEACHEY

Company name

Lindsays

Address

Caledonian Exchange

19A Canning Street

Edinburgh

Post town

County/Region

Postcode

EH3 8HE

Country

DX

ED25 - Edinburgh

Telephone

0131 229 1212

**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