

for the record —— Company Name

PEDAGOG LIMITED

100018/15

363s Annual Return

> Please check the details printed in blue on this statement.

> If any details are wrong, strike them through and write the correct details in the "Amended details" column.

> Please use black pen and write in capitals.

Company Type
Private Company Limited By
Shares
Company Number
3520250
Information extracted from
Companies House records on

7th February 2004

Section 1: Company details



| | COMPANIES HOUSE 51105104 |
|------------------------------------|---|
| Current details | Amended details |
| Shawley Limited Suflex Estate | Address |
| Newport | TREDUMEN BUNNESS & TECHNOLOGY |
| Gwent NP11-6YD | CENTRE, YSTRAD MYNACH |
| | Cas Jest |
| | UK Postcode CE32 JEN |
| Address where the Register is held | Address |
| At Registered Office | |
| | |
| | |
| | UK Postcode |
| | Address |
| Not Applicable | |
| | |
| | |
| | UK Postcode |
| SIC Code Description | SIC CODE Description |
| 7487 Other business | |
| activities | |
| | |
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| | |
| | Shawley Limited Suflex Estate Risea Newport Gwent NP11 6YD Address where the Register is held At Registered Office Not Applicable SIC Code Description 7487 Other business |

| Company | Number - | 3520250 |
|---------|----------|---------|
|---------|----------|---------|

Section 2: Details of Officers of the Company

| | | Current details | Amended details |
|---|---|--|--|
| > | Company Secretary If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column. | Name John MATTHEWS Address 196 Brooklands Road Weybridge Surrey KT13 0RJ | Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address |
| | Particulars of a new Company Secretary must be notified on form 288a. | | UK Postcode Date of change / / Date John MATTHEWS ceased to be secretary (if applicable) 2 4/ 0 2/ 200 |
| > | Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column. | Name Simon COHEN Address 60 High Mount Station Road Hendon London NW4 3ST | Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address |
| | Particulars of a new Director must be notified on form 288a. | Date of birth 14/07/1966 Nationality British Occupation Business Development | UK Postcode Date of birth Nationality Occupation Date of change / / Date Simon COHEN ceased to be director (if applicable) |

| Company Number - 3520250 | | Section 2: Details of Officers of the Company (continued) | | | |
|--------------------------|---|---|--|--|--|
| | | Current details | Amended details | | |
| > | Director If any of the details for this person are wrong, strike them through and fill in the | Name Richard John HARBOTTLE BA | Name Tick this box if this address is a service | | |
| | correct details in the "Amended details" column. | Address Church Farm St Maughans Monmouth Monmouthshire NP25 5QF | address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address | | |
| | | Date of birth 10/06/1949 | | | |
| | | Nationality British | UK Postcode | | |
| | Particulars of a new Director | - | Date of birth / / | | |
| | must be notified on form | Occupation Venture Capitalist/Director | Nationality | | |
| | 288a. | Oapitalisi Director | Occupation | | |
| | | | Date of change / / | | |
| | | | Date Richard John HARBOTTLE BA ceased to be director (if applicable) | | |
| | | | // | | |
| > | Director If any of the details for this person are wrong, strike | Name Bruce MCFARLANE | Name MACFARLANE | | |
| | them through and fill in the correct details in the "Amended details" column. | Address The Close House Church Close Henbury Bristol Avon | Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address | | |
| | | BS10 7QF | | | |
| | | | | | |
| | | Date of birth 31/03/1964 | <u></u> | | |
| | | Nationality British | UK Postcode | | |
| | Particulars of a new Director | | Date of birth | | |
| | must be notified on form | Occupation Company Director | Nationality | | |
| | 288a. | | Occupation | | |
| | | | Date of change / / | | |
| | | | Date Bruce MCFARLANE ceased to be director (if applicable) | | |
| | | | | | |

| Company Number - 3520250 | Section 2: Details of Officers of the Comp | |
|---|--|--|
| | Current details | Amended details |
| > Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column. | Name John Richard MILLER Address 29 Bishop Kirk Place Oxford Oxfordshire OX2 7HJ | Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address |
| Particulars of a new Director must be notified on form 288a. | Date of birth 11/07/1947 Nationality British Occupation Company Director | UK Postcode Date of birth Nationality Occupation Date of change / / Date John Richard MILLER ceased to be director (if applicable) |
| | | |
| > Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column. | Name Dr Olinga TA'EED BSC (HONS) PHD Address Glen View Deriside Abergavenny Gwent NP7 7HT | Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address |
| Particulars of a new Director must be notified on form 288a. | Date of birth 11/05/1960 Nationality British Occupation Director | UK Postcode |
| | | Date of change / / Date Dr Olinga TA'EED BSC (HONS) PHD ceased to be director (if applicable) |

> Issued Share Capital

This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.

| Section 3: Share Capital | |
|--|--|
| Current details | Amended details |
| Class of share | Class of share |
| Ordinary | |
| Nominal value of each share £1.00 | Nominal value of each share |
| Number of shares issued 200,000 | Number of shares issued |
| Aggregate Nominal Value of issued shares £200,000.00 | Aggregate Nominal Value of issued shares |
| Class of share | Class of share |
| Ordinary A | |
| Nominal value of each share £1.00 | Nominal value of each share |
| Number of shares issued 42,857 | Number of shares issued |
| Aggregate Nominal Value of issued shares £42,857.00 | Aggregate Nominal Value of issued shares |
| Class of share | Class of share |
| Ordinary B | |
| Nominal value of each share £1.00 | Nominal value of each share |
| Number of shares issued 42,857 | Number of shares issued |
| Aggregate Nominal Value of issued shares £42,857.00 | Aggregate Nominal Value of issued shares |
| Class of share | Class of share |
| Ordinary C | |
| Nominal value of each share £0.01 | Nominal value of each share |
| Number of shares issued 30,958 | Number of shares issued |

Aggregate Nominal Value of issued shares

Aggregate Nominal Value of issued

shares £309.58

| Company | Number | - 3520250 |
|---------|--------|-----------|
|---------|--------|-----------|

Section 3: Share Capital

(continued)

| | | Current details | Amended details |
|----------|--|--|--|
| | | Class of share Preference | Class of share |
| | | Nominal value of each share £1.00 | Nominal value of each share |
| | | Number of shares issued 400,000 | Number of shares issued |
| | | Aggregate Nominal Value of issued shares £400,000.00 | Aggregate Nominal Value of issued shares |
| - | Total shares issued and value Total number of shares issued 716,672 | | Total number of shares issued |
| | If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column. | Total Nominal value of shares issued £686,023.58 | Total Nominal value of shares issued |

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Company Number - 3520250

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

| Cı | urrent details | Amended details | | Shares | transfer | red |
|----|---|-------------------------------|--------|----------|-------------------------------------|------------------|
| | | Amended details | | Onares | , transien | eu |
| > | Shareholder Name BRITISH STEEL PLC | Name | | | | |
| | Address | Address | | | | |
| | The Innovation Centre 217 Portebello Sheffield S1 4DP | | | | ransferred H STEEL P | |
| | | UK Postcode | | | | |
| | Shares held Class Number | Shares held Class | Number | Class | Number | Date of transfer |
| | Ordinary B 42857 | | _ | | | |
| > | Shareholder Name Joseph CROWLEY | Name | | | | |
| | | Address | | | | |
| | Address 2 Park View Bassaleg Newport NP1 9LA | | | | ransferred CROWLEY | |
| | Shares held | UK Postcode Shares held Class | Number | Class | Numher | Date of transfer |
| | Class Number Ordinary 19500 | | | | | // |
| | | | | | | // |
| > | Shareholder Name FINANCE WALES INVESTMENTS LIMITED | Name | | | | |
| | | Address | *** | | | |
| | Address Principality House | L | | Ch-was t | | L., |
| | The Friary Cardiff CF10 3FE | | | FINAN | ransferred CE WALES MENTS LIM | • |
| | CF10 3FE | UK Postcode | | | | |
| | Shares held Class Number | Shares held Class | Number | Class | | Date of transfer |
| | Preference 400000 Ordinary C 30958 | | - | | | // |
| | • | | | <u> </u> | | |

| Cu | rrent details | Amended details | Shares transferred |
|----|---|---------------------|---|
| > | Shareholder Name THE HSBC UK ENTERPRISE FUND FOR WALES | Name | |
| | Address Cedar House Greenwood Close Cardiff Gate Business Park | Address | Shares transferred by THE HSBC UK ENTERPRISE |
| | Cardiff CF23 8RD | UK Postcode | FUND FOR WALES |
| | Shares held Class Number Ordinary A 4285 | | Class Number Date of transfer |
| | | | |
| > | Shareholder Name Bruce MACFARLANE | Name | |
| | | Address | |
| | Address The Close House Church Close | | Shares transferred by |
| | Henbury | | Bruce MACFARLANE |
| | Bristol BS10 7QF | UK Postcode LLLLLLL | |
| | Shares held Class Number Ordinary 1950 | , | Class Number Date of transfer |
| | | | |
| > | Shareholder Name Imran MAJEED | Name | |
| | Address | Address | |
| | 14 St. Brioc Road Heath South Glamorgan Cardiff | | Shares transferred by Imran MAJEED |
| | CF4 4HJ | UK Postcode | |
| | Shares held Class Number Ordinary 500 | | |
| | | | |

| Company Number - 3520250 Current details | Section | 4: Details of Shareholders (conti Amended details | inued) Shares transferred |
|---|-------------------------|--|--|
| > Shareholder • Name Dr Olinga TA'EED | | Name | |
| Address Glen View Deriside Abergavenny Gwent NP7 7HT | | Address UK Postcode | Shares transferred by Dr Olinga TA'EED |
| Shares held Class Ordinary | <i>Number</i> 156000 | Shares held Class Nui | mber Class Number Date of transfe |

| Company | Number - | 3520250 |
|---------|----------|---------|
|---------|----------|---------|

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

| Shareholders details | Class and number of shares or amount of stock transferred (If appropriate) | registration |
|----------------------|---|---------------------------------------|
| Name | | |
| Address | | |
| | | |
| UK Postcode | | |
| Name | | |
| Address | | |
| | | |
| UK Postcode | | |
| Name | | · · · · · · · · · · · · · · · · · · · |
| Address | | |
| | | |
| UK Postcode | | |
| Name | | |
| Address | | |
| | | |
| | | |
| UK Postcode | | |



363s Annual Return Declaration

- When you have checked all the sections of this form, please complete this page and sign the declaration below.
- If you want to change the made up date of this annual return, please complete 2 below.

| Í. | . Declaration | | |
|----|---------------|------|--|
| _ | | | |

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

(Director / Secretary)

Date 24, 03,2004 This date must not be earlier than the

return date at 2 below

What to do now

Signature

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

This AR is made up to 2/3/2004

If you are making this return up to an earlier date, please give the date here

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

If you wish to change your next return to a date earlier than 2nd March 2005 please give the new date here:

_ _ / _ _ / _ _ _ _

4. Where to send this form

Please return this form to:

Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

OR

For members of the Hays Document Exchange service

DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name \mathcal{O} TAEED Telephone number inc code OLYYZ 812777

Address

DX number if applicable

TREDOMEN BUILDED TECHNOLOGY HEN CLUED

_ _ _ _ _ _ _ DX exchange

Postcode

CF82 FEN