



Bulk

052221/60

Companies House

for the record

Company Name
ASHMORE GROUP PLC ✓

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
Public Limited Company

Company Number
3675683 ✓

Information extracted from
Companies House records on
23rd November 2006

Section 1: Company details

WEDNESDAY



A03 *APG10LP7* 41
27/12/2006
COMPANIES HOUSE

Ref: 3675683/03/10

	Current details	Amended details																		
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	20 Bedfordbury London WC2N 4BL	Address _____ _____ _____ UK Postcode _ _ _ _ _																		
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Address where the Register is held Lloyds Tsb Registrars The Causeway Worthing West Sussex BN99 6DA	Address _____ _____ _____ UK Postcode _ _ _ _ _																		
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Not Applicable	Address _____ _____ _____ UK Postcode _ _ _ _ _																		
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<table border="1"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>6512</td> <td>Other monetary intermediation</td> </tr> </tbody> </table>	SIC Code	Description	6512	Other monetary intermediation	<table border="1"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> </tbody> </table>	SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
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> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.																				

Section 2: Details of Officers of the Company

	Current details	Amended details
<p>> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Company Secretary must be notified on form 288a.</i></p>	<p>Name Mark GRIMWOOD</p> <p>Address 14 Ledbury Great Linford Milton Keynes Buckinghamshire MK14 5DS</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> 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.</p> <p>Address</p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Mark GRIMWOOD ceased to be secretary (if applicable) _ _ / _ _ / _ _ _ _</p>
<p>> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p>Name Michael D'arcy BENSON</p> <p>Address Grange Farm Westow York North Yorkshire YO60 7NJ</p> <p>Date of birth 23/05/1943</p> <p>Nationality British</p> <p>Occupation Investment</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> 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.</p> <p>Address</p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Michael D'arcy BENSON ceased to be director (if applicable) _ _ / _ _ / _ _ _ _</p>

	Current details	Amended details
<p>> 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.</p> <p>Particulars of a new Director must be notified on form 288a.</p>	<p>Name Mark Langhorn COOMBS</p> <p>Address 14 Murray Road Wimbledon London SW19 4PB</p> <p>Date of birth 02/04/1960</p> <p>Nationality British</p> <p>Occupation Company Director</p>	<p>Name</p> <p><input type="checkbox"/> 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.</p> <p>Address</p> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Mark Langhorn COOMBS ceased to be director (if applicable) ____ / ____ / _____</p>
<p>> 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.</p> <p>Particulars of a new Director must be notified on form 288a.</p>	<p>Name Nicholas Charles Edward LAND</p> <p>This is a service address for the beneficiary of a Confidentiality Order.</p> <p>Address Ashmore Group Ltd 20 Bedfordbury London WC2N 4BL</p> <p>Date of birth 06/02/1948</p> <p>Nationality British</p> <p>Occupation Director</p>	<p>Name</p> <p><input checked="" type="checkbox"/> 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.</p> <p>Address ASHMORE GROUP PLC</p> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Nicholas Charles Edward LAND ceased to be director (if applicable) ____ / ____ / _____</p>

	Current details	Amended details
<p>> 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.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p>Name Jonathan Paul MOULTON</p> <p>Address The Mount Church Street, Shoreham Sevenoaks Kent TN14 7SD</p> <p>Date of birth 15/10/1950</p> <p>Nationality British</p> <p>Occupation Company Director</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> 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.</p> <p>Address</p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Jonathan Paul MOULTON ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>

<p>> 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.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p>Name James Neilson PETTIGREW</p> <p>Address 6 Park Avenue South Harpenden Hertfordshire AL5 2EA</p> <p>Date of birth 28/07/1958</p> <p>Nationality British</p> <p>Occupation Finance Director</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> 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.</p> <p>Address</p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date James Neilson PETTIGREW ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>
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Section 3: Share Capital

	Current details	Amended details
<p>> 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.</p>	Class of share Ordinary A Nominal value of each share £0.01 Number of shares issued 166,500 Aggregate Nominal Value of issued shares £1,665.00	Class of share <u>ORDINARY</u> Nominal value of each share <u>0.01 pence</u> ✓ Number of shares issued <u>708,925,000</u> ✓ Aggregate Nominal Value of issued shares <u>£70,892.50</u> ✓
	 Class of share Ordinary B Nominal value of each share £0.01 Number of shares issued 21,000 Aggregate Nominal Value of issued shares £210.00 	_____ _____ _____ _____
	 Class of share Ordinary C Nominal value of each share £0.01 Number of shares issued 92,220 Aggregate Nominal Value of issued shares £922.20 	_____ _____ _____ _____
	 Class of share _____ Nominal value of each share _____ Number of shares issued _____ Aggregate Nominal Value of issued shares _____ 	_____ _____ _____ _____
	> Total shares issued and value If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Total number of shares issued 279,720 Total Nominal value of shares issued £2,797.20

> 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.

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.

Current details	Amended details	Shares transferred
<p>> Shareholder Name Jerome Paul BOOTH</p> <p>Address Hadstock House Hadstock Cambridge CB1 6NX</p> <p>Shares held Class Ordinary C Number 19080</p>	<p>Name</p> <p>Address</p> <p>UK Postcode</p> <p>Shares held Class <u>ORDINARY</u> Number <u>NIL</u></p>	<p>1.12.05 Ord C 19,080</p> <p>23.6.06 Bonus 24:1 + 457,920 <u>477,000</u></p> <p>26.6.06 Subdivision by 100 + 7,700,000</p> <p>22.9.06 Trsf Ord C + 9,800,000 <u>57,500,000</u></p> <p>Shares transferred by Jerome Paul BOOTH</p> <p>13.10.06 Ord C consolidated in Ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD - 15,250,000 13/10/2006</p> <p>ORD - 42,250,000 06/11/2006</p>
<p>> Shareholder Name CAREY OLSEN AND BENEFITS LIMITED</p> <p>Address Po Box 98 7 New Street St Peter Port Guernsey GY1 4BT</p> <p>Shares held Class Ordinary C Number 15640</p>	<p>Name <u>CAREY PENSIONS AND BENEFITS LIMITED</u></p> <p>Address</p> <p>UK Postcode</p> <p>Shares held Class <u>ORDINARY</u> Number <u>38,725,000</u></p>	<p>1.12.05 Ord C 15,640</p> <p>23.6.06 Bonus 24:1 + 375,360</p> <p>23.6.06 Dividend + 96,250 <u>487,250</u></p> <p>26.6.06 Subdivision by 100 + 8,725,000</p> <p>10.8.06 Transfer - 750,000</p> <p>Shares transferred by CAREY OLSEN AND BENEFITS LIMITED</p> <p>17.10.06 Ord C consolidated in Ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD - 9,250,000 16/10/2006</p>
<p>> Shareholder Name Mark COOMBS</p> <p>Address 14 Murray Road London SW19 4PB</p> <p>Shares held Class Ordinary A Number 166500</p>	<p>Name</p> <p>Address</p> <p>UK Postcode</p> <p>Shares held Class <u>ORDINARY</u> Number <u>NIL</u></p>	<p>1.12.05 ORD A 166,500</p> <p>23.6.06 Bonus 24:1 + 3,996,000 <u>4,162,500</u></p> <p>26.6.06 Subdivision by 100 + 416,250,000</p> <p>Shares transferred by Mark COOMBS</p> <p>13.10.06 Ord A consolidated into Ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD - 104,062,500 13/10/2006</p> <p>ORD - 8,863,300 17/10/2006</p> <p>ORD - 294,460,900 17/11/2006</p> <p>ORD - 8,863,300 17/11/2006</p>

Current details		Amended details	Shares transferred
<p>> Shareholder Name Timothy James Terrence DAVIS</p> <p>Address 93 Kyrle Road London SW11 6BB</p> <p>Shares held Class Ordinary C</p>	<p>Number 3200</p>	Name	<p>1.12.05 ORD C 3,200</p> <p>23.6.06 Bonus 24:1 76,800</p> <p>80,000</p> <p>26.6.06 Subdivision by 100 8,000,000</p>
		Address	
		UK Postcode	
		Shares held	<p>Shares transferred by Timothy James Terrence DAVIS</p> <p>13.10.06 Ord C Consolidated in ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD - 3,125,000 13/10/2006</p>
		Class	
Number			
<p>> Shareholder Name Seumas DAWES</p> <p>Address 3A Wedderburn House Wedderburn Road Hampstead London NW3 5QR</p> <p>Shares held Class Ordinary C</p>	<p>Number 14400</p>	Name	<p>1.12.05 ORD C 14,400</p> <p>23.6.06 Bonus 24:1 345,600</p> <p>360,000</p> <p>26.6.06 Subdivision by 100 36,000,000</p>
		Address	
		UK Postcode	
		Shares held	<p>Shares transferred by Seumas DAWES</p> <p>13.10.2006 ORD C Consolidated in ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD - 7,560,000 13/10/2006</p>
		Class	
Number			
<p>> Shareholder Name Julian GREEN</p> <p>Address The Trench Coldharbour Lane Hildenborough Tonbridge Kent TN11 9LE</p> <p>Shares held Class Ordinary C</p>	<p>Number 21420</p>	Name	<p>1.12.05 ORD C 21,420</p> <p>23.6.06 Bonus 24:1 514,080</p> <p>535,500</p> <p>26.6.06 Subdivision by 100 53,550,000</p>
		Address	
		UK Postcode	
		Shares held	<p>Shares transferred by Julian GREEN</p> <p>13.10.2006 ORD C Consolidated in ordinary class</p> <p>Class Number Date of transfer</p> <p>ORD 13,787,500 13/10/2006</p>
		Class	
Number			

Current details		Amended details	Shares transferred
<p>> Shareholder Name Milan MARKOVIC</p> <p>Address 16 Markham Square London SW3</p> <p>Shares held Class Ordinary C</p>	<p>Number 16080</p>	Name	<p>1.12.05 ORDC 16,080</p> <p>23.6.06 Bonus 24:1 385,920</p> <p style="text-align: right;"><u>402,000</u></p>
		Address	<p>26.6.06 Subdivision by 100 40,200,000</p> <p>Shares transferred by Milan MARKOVIC</p> <p>22.9.06 Tfr of ordc - 9,800,000</p> <p>22.9.06 Tfr of ordc - 9,800,000</p> <p style="text-align: right;"><u>20,600,000</u></p> <p>13.10.06 ordc consolidated in ord class</p> <p>ORD. - 206,000 13/10/2006</p> <p>ORD. - 20,394,000 16/11/2006</p>
		UK Postcode SW3 4UY	
		Shares held Class	Class Number Date of transfer
		ORDINARY NIL	
<p>> Shareholder Name Michael James MOODY</p> <p>Address 30 Joyce Close Cranbrook Kent TN17 3LZ</p> <p>Shares held Class Ordinary C</p>	<p>Number 2400</p>	Name	<p>1.12.05 ORDC 2,400</p> <p>23.6.06 Bonus 24:1 57,600</p> <p style="text-align: right;"><u>60,000</u></p>
		Address	<p>26.6.06 Subdivision by 100 6,000,000</p> <p>22.9.06 Tfr of ordc + 9,800,000</p> <p>Shares transferred by Michael James MOODY 15,800,000</p> <p>13.10.06 ordc consolidated in ord class</p> <p>ORD. - 11,300,000 13/10/2006</p>
		UK Postcode	
		Shares held Class	Class Number Date of transfer
		ORDINARY 4,500,000	
<p>> Shareholder Name Jonathan MOULTON</p> <p>Address 57 Kippington Road Sevenoaks Kent TN13 2LL</p> <p>Shares held Class Ordinary B</p>	<p>Number 21000</p>	Name	<p>1.12.05 ORDC B 21,000</p> <p>23.6.06 Bonus 24:1 504,000</p> <p style="text-align: right;"><u>525,000</u></p>
		Address	<p>26.6.06 Subdivision by 100 52,500,000</p> <p>Shares transferred by Jonathan MOULTON</p> <p>13.10.06 ord B consolidated into ordinary class</p> <p>ORD. - 13,125,000 13/10/2006</p> <p>ORD. - 8,863,300 13/10/2006</p>
		UK Postcode TN14 7SD	
		Shares held Class	Class Number Date of transfer
		ORDINARY 30,511,700	

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 held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			



Companies House
— for the record —

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.

1. 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 £30.

Signature

[Handwritten Signature]
(Director / Secretary)

Date 22 / 12 / 2006

This date must not be earlier than the return date at 2 below

What to do now

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 30/11/2006 ✓ 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 **30th November 2007** 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

MARK GRIMWOOD

Telephone number *inc code*

020 7 553 4100

Address

20 BEDFORDBURY
LONDON

DX number *if applicable*

DX exchange

Postcode

WC2N 4BL

Please file with the annual return
for information only.

Please note that in respect of the former, the company has recently listed on the London Stock Exchange, and the register was taken over with effect from 13th October 2006 by Lloyds TSB Registrars ("LTSB"). They have provided a CD (enclosed with this letter), showing activity from that date until the Return date.

Information in respect of shareholders prior to the 13th October was incorrect, in that a number of actions took place in readiness for the listing. As there is inadequate accommodation on the form for these actions, they have been reflected in the right hand column of Section 4. I hope this is acceptable.

To clarify, the period commenced with Ordinary shares of class A, class B, and class C. Then:

- On 23.6.2006 a bonus issue of 24 for each one in issue in each class was made;
- On 26.6.2006 each 1p share of each class was subdivided into 100 shares of .01p of such class;
- Certain allotments and transfers were effected;
- Immediately prior to the listing, and before LTSB took over the register, all three share classes were consolidated into one single ordinary share class.

**FORM ML8
CDROM/FICHE**

A

**BULK LIST OF SHAREHOLDERS OR MEMBERS FOR COMPANY
NUMBER – 3675683**

**A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS
COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS
ANNUAL RETURN. THE LIST IS AVAILABLE ON MICROFICHE. TO
OBTAIN A COPY ON MICROFICHE OR PAPER:**

COMPANIES HOUSE DIRECT CUSTOMERS PHONE – 08457 573991

WEB CUSTOMERS PHONE – 0870 3333636

SEARCH ROOM CUSTOMERS - ASK AT THE COUNTER