

363a



Please complete in typescript, or in bold black capitals.

CHFP001

Annual Return

Company Number 2568406

Company Name in full Foot Locker U.K. Limited

Date of this return

The information in this return is made up to

Day Month Year
13 / 12 / 2004

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day Month Year
____ / ____ / ____

Registered Office

Show here the address at the date of this return.

Lovell House
271-273 High Street

Any change of registered office **must** be notified on form 287.

Post town Uxbridge
County / Region Middlesex

UK Postcode UB8 1LQ

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

7415

If the code number cannot be determined, give a brief description of principal activity.



Form April 2002

CHAD 16/07/2002

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland **DX 235 Edinburgh**

Register of members

If the register of members is not kept at the registered office, state here where it is kept. _____

 Post town _____
 County / Region _____ UK Postcode _____

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept. _____

 Post town _____
 County / Region _____ UK Postcode _____

Company type

Public limited company	<input type="checkbox"/>	} Please tick the appropriate box
Private company limited by shares	<input checked="" type="checkbox"/>	
Private company limited by guarantee without share capital	<input type="checkbox"/>	
Private company limited by shares exempt under section 30	<input type="checkbox"/>	
Private company limited by guarantee exempt under section 30	<input type="checkbox"/>	
Private unlimited company with share capital	<input type="checkbox"/>	
Private unlimited company without share capital	<input type="checkbox"/>	

Company Secretary

Details of a new company secretary must be notified on form 288a.

(Please photocopy this area to provide details of joint secretaries).

Name * Style / Title _____
 Forename(s) _____
 Surname Jordan Company Secretaries Limited
Address †† 21 St Thomas Street

 Post town Bristol
 County / Region _____ UK Postcode B S 1 6 J S
 Country _____

* Voluntary details.
 †† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

2568406

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	* Style / Title		_____		
	Day	Month	Year		
Date of birth	0	1	0	7	1
	4	4			
Forename(s)	Matthew Dominick				
Surname	Serra				
Address ††	114 Wheatley Road				
<input type="checkbox"/>					
Post town	Old Westbury				
County / Region	New York 11568		UK Postcode		
Country	USA		Nationality American		
Business occupation	CEO				

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	* Style / Title		_____		
	Day	Month	Year		
Date of birth	1	4	0	5	1
	7	7			
Forename(s)	Thomas John				
Surname	Slover				
Address ††	Kerklaan 3				
<input type="checkbox"/>					
Post town	3626 APNieuwerter Aa				
County / Region			UK Postcode		
Country	Netherlands		Nationality American		
Business occupation	Managing Director				

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</i>
Ordinary	18411845	£18411845
Totals	18411845	£18411845

List of past and present shareholders

(Use attached schedule where appropriate)

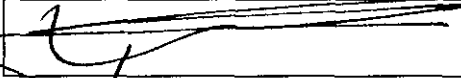
A full list is required if one was not included with either of the last two returns.

There were no changes in the period

	on paper	in another format
A list of changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
A full list of shareholders is enclosed	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed  Date

† Please delete as appropriate

† a director ~~secretary~~

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

This return includes continuation sheets.
(enter number)

You do not have to give any contact information in the box opposite 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.

Jordan Company Secretaries Limited
21 St Thomas Street
Bristol BS1 6JS Tel Ref:(N32812)(2272)SSROLO
DX number DX exchange

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	_____		
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.		Day	Month	Year
	Date of birth	2	9	08 / 19 / 62
	Forename(s)	Antonius Adrianus Maria		
	Surname	Verwijmeren		
Address <input type="checkbox"/>		De Vlaanders 58		
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	Post town	4711 PX St Willebrord		
	County / Region		UK Postcode	_____
	Country	Netherlands	Nationality	Dutch
	Business occupation	Statutory Controller		

* Voluntary details.

Name	* Style / Title	_____		
Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.		Day	Month	Year
	Date of birth	02	08	19 / 5 / 7
	Forename(s)	Michael George		
	Surname	Zawoysky		
Address <input type="checkbox"/>		Rembrandtlaan 76		
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	Post town	1412 JRNaarden		
	County / Region		UK Postcode	_____
	Country	Netherlands	Nationality	American
	Business occupation	C.F.O.		

Company Number 2568406

Company Name in full Foot Locker U.K. Limited

* Voluntary details

Company Secretary

(Please photocopy this area to provide details of joint secretaries).

Details of a new company secretary must be notified on form 288a

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Name * Style / Title

Forename(s) Rita Magdalena Julienne

Surname Schroeven

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† Heilig Bloedstraat 60

Post town 2320Hoogstraten

County / Region UK Postcode

Country Belgium

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title

Day Month Year

Date of birth

Forename(s)

Surname

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

Post town

County / Region UK Postcode

Country Nationality

Business occupation



List of past and present shareholders Schedule to form 363a

Company Number 2568406

Company Name in full Foot Locker U.K. Limited

- Changes 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 the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i>	Date of registration of transfer
Name <u>FLE Holdings B.V.</u> ----- Address <u>IR. D.S. Tuijnmanweg 3</u> <u>4131 PN Vianen</u> <u>Netherlands</u> ----- UK Postcode <u> L L L L L L L</u>	Ordinary 12411845		
Name <u>Foot Locker Europe B.V.</u> ----- Address <u>Ir. D.S. Tuijnmanweg 3</u> <u>4131 PN Vianen</u> <u>Netherlands</u> ----- UK Postcode <u> L L L L L L L</u>	Ordinary 6000000		
Name ----- Address ----- ----- ----- ----- UK Postcode <u> L L L L L L L</u>			