



**Companies House**  
— for the record —

**AR01 (ef)**

**Annual Return**



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**X170SYC7**

*Company Name:* **The Western Telegraph Company Limited**

*Company Number:* **00006886**

*Date of this return:* **30/09/2011**

*SIC codes:* **7499**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **3RD FLOOR  
26 RED LION SQUARE  
LONDON  
UNITED KINGDOM  
WC1R 4HQ**

**Officers of the company**

*Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **ELINOR**

*Surname:* **BELL**

*Former names:*

*Service Address:* **3RD FLOOR  
26 RED LION SQUARE  
LONDON  
UNITED KINGDOM  
WC1R 4HQ**

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*Company Director* 1

*Type:* **Person**  
*Full forename(s):* NICHOLAS IAN

*Surname:* COOPER

*Former names:*

*Service Address:* 3RD FLOOR  
26 RED LION SQUARE  
LONDON  
UNITED KINGDOM  
WC1R 4HQ

*Country/State Usually Resident:* UNITED KINGDOM

*Date of Birth:* 24/05/1964                      *Nationality:* BRITISH

*Occupation:* GROUP GENERAL COUNSEL &  
CO SEC

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*Company Director* 2

*Type:* **Person**

*Full forename(s):* **CLARE**

*Surname:* **UNDERWOOD**

*Former names:*

*Service Address:* **3RD FLOOR  
26 RED LION SQUARE  
LONDON  
UNITED KINGDOM  
WC1R 4HQ**

*Country/State Usually Resident:* **UNITED KINGDOM**

*Date of Birth:* **29/02/1972**

*Nationality:* **BRITISH**

*Occupation:* **COMPANY DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>£1 ORDINARY STOCK</b>	<i>Number allotted</i>	<b>5600000</b>
		<i>Aggregate nominal value</i>	<b>5600000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>1</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

**5.1 NO BUSINESS SHALL BE TRANSACTED AT ANY GENERAL MEETING UNLESS A QUORUM IS PRESENT. SUBJECT TO ARTICLE 5.2 BELOW, TWO PERSONS ENTITLED TO VOTE UPON THE BUSINESS TO BE TRANSACTED, EACH BEING A MEMBER OR A PROXY OF A MEMBER OR A DULY AUTHORISED REPRESENTATIVE OF A CORPORATION, SHALL BE A QUORUM. 5.2 IF AND FOR SO LONG AS THE COMPANY HAS ONLY ONE MEMBER, THAT MEMBER PRESENT IN PERSON OR BY PROXY OR (IF THAT MEMBER IS A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE SHALL BE A QUORUM. 5.5 IF AND FOR SO LONG AS THE COMPANY HAS ONLY ONE MEMBER AND THAT MEMBER TAKES ANY DECISION WHICH IS REQUIRED TO BE TAKEN IN GENERAL MEETING OR BY MEANS OF A WRITTEN RESOLUTION, THAT DECISION SHALL BE AS VALID AND EFFECTUAL AS IF AGREED BY THE COMPANY IN GENERAL MEETING, SUBJECT AS PROVIDED IN ARTICLE 5.8 BELOW. 5.6 ANY DECISION TAKEN BY A SOLE MEMBER PURSUANT TO ARTICLE 5.5 ABOVE SHALL BE RECORDED IN WRITING AND DELIVERED BY THAT MEMBER TO THE COMPANY FOR ENTRY IN THE COMPANY'S MINUTE BOOK. 5.8 A MEMBER PRESENT AT A MEETING BY PROXY SHALL BE ENTITLED TO SPEAK AT THE MEETING AND SHALL BE ENTITLED TO ONE VOTE ON A SHOW OF HANDS. IN ANY CASE WHERE THE SAME PERSON IS APPOINTED PROXY FOR MORE THAN ONE MEMBER HE SHALL ON SHOW OF HANDS HAVE AS MANY VOTES AS THE NUMBER OF MEMBERS FOR WHOM HE IS PROXY. REGULATION 54 IN TABLE A SHALL BE MODIFIED ACCORDINGLY. 5.9 UNLESS RESOLVED BY ORDINARY RESOLUTION THAT REGULATION 62 IN TABLE A SHALL APPLY WITHOUT MODIFICATION, THE INSTRUMENT APPOINTING A PROXY AND ANY AUTHORITY UNDER WHICH IT IS EXECUTED OR A COPY OF SUCH AUTHORITY CERTIFIED NOTARIALY OR IN SOME OTHER WAY APPROVED BY THE DIRECTORS MAY BE DEPOSITED AT THE PLACE SPECIFIED IN REGULATION 62 IN TABLE A UP TO THE COMMENCEMENT OF THE MEETING OR (IN ANY CASE WHERE A POLL IS TAKEN OTHERWISE THAN AT THE MEETING) OF THE TAKING OF THE POLL OR MAY BE HANDED TO THE CHAIRMAN OF THE MEETING PRIOR TO THE COMMENCEMENT OF THE BUSINESS OF THE MEETING. 5.10 SUBJECT TO THE PROVISIONS OF THE ACT, ALL OR ANY OF THE MEMBERS MAY PARTICIPATE IN A GENERAL MEETING BY MEANS OF ANY COMMUNICATION EQUIPMENT WHICH ALLOWS ALL PERSONS PARTICIPATING IN THE MEETING TO HEAR EACH OTHER. ANY PERSON SO PARTICIPATING SHALL BE ENTITLED TO VOTE AND TO BE COUNTED IN A QUORUM ACCORDINGLY. SUCH A MEETING SHALL BE DEEMED TO TAKE PLACE WHERE THE CHAIRMAN OF THE MEETING IS THEN PRESENT.**

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1</b>
		<i>Aggregate nominal value</i>	<b>1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>31959605</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

**5.1 NO BUSINESS SHALL BE TRANSACTED AT ANY GENERAL MEETING UNLESS A QUORUM IS PRESENT. SUBJECT TO ARTICLE 5.2 BELOW, TWO PERSONS ENTITLED TO VOTE UPON THE BUSINESS TO BE TRANSACTED, EACH BEING A MEMBER OR A PROXY OF A MEMBER OR A DULY AUTHORISED REPRESENTATIVE OF A CORPORATION, SHALL BE A QUORUM. 5.2 IF AND FOR SO LONG AS THE COMPANY HAS ONLY ONE MEMBER, THAT MEMBER PRESENT IN PERSON OR BY PROXY OR (IF THAT MEMBER IS A CORPORATION) BY A DULY AUTHORISED REPRESENTATIVE SHALL BE A QUORUM. 5.5 IF AND FOR SO LONG AS THE COMPANY HAS ONLY ONE MEMBER AND THAT MEMBER TAKES ANY DECISION WHICH IS REQUIRED TO BE TAKEN IN GENERAL MEETING OR BY MEANS OF A WRITTEN RESOLUTION, THAT DECISION SHALL BE AS VALID AND EFFECTUAL AS IF AGREED BY THE COMPANY IN GENERAL MEETING, SUBJECT AS PROVIDED IN ARTICLE 5.8 BELOW. 5.6 ANY DECISION TAKEN BY A SOLE MEMBER PURSUANT TO ARTICLE 5.5 ABOVE SHALL BE RECORDED IN WRITING AND DELIVERED BY THAT MEMBER TO THE COMPANY FOR ENTRY IN THE COMPANY'S MINUTE BOOK. 5.8 A MEMBER PRESENT AT A MEETING BY PROXY SHALL BE ENTITLED TO SPEAK AT THE MEETING AND SHALL BE ENTITLED TO ONE VOTE ON A SHOW OF HANDS. IN ANY CASE WHERE THE SAME PERSON IS APPOINTED PROXY FOR MORE THAN ONE MEMBER HE SHALL ON SHOW OF HANDS HAVE AS MANY VOTES AS THE NUMBER OF MEMBERS FOR WHOM HE IS PROXY. REGULATION 54 IN TABLE A SHALL BE MODIFIED ACCORDINGLY. 5.9 UNLESS RESOLVED BY ORDINARY RESOLUTION THAT REGULATION 62 IN TABLE A SHALL APPLY WITHOUT MODIFICATION, THE INSTRUMENT APPOINTING A PROXY AND ANY AUTHORITY UNDER WHICH IT IS EXECUTED OR A COPY OF SUCH AUTHORITY CERTIFIED NOTARIALY OR IN SOME OTHER WAY APPROVED BY THE DIRECTORS MAY BE DEPOSITED AT THE PLACE SPECIFIED IN REGULATION 62 IN TABLE A UP TO THE COMMENCEMENT OF THE MEETING OR (IN ANY CASE WHERE A POLL IS TAKEN OTHERWISE THAN AT THE MEETING) OF THE TAKING OF THE POLL OR MAY BE HANDED TO THE CHAIRMAN OF THE MEETING PRIOR TO THE COMMENCEMENT OF THE BUSINESS OF THE MEETING. 5.10 SUBJECT TO THE PROVISIONS OF THE ACT, ALL OR ANY OF THE MEMBERS MAY PARTICIPATE IN A GENERAL MEETING BY MEANS OF ANY COMMUNICATION EQUIPMENT WHICH ALLOWS ALL PERSONS PARTICIPATING IN THE MEETING TO HEAR EACH OTHER. ANY PERSON SO PARTICIPATING SHALL BE ENTITLED TO VOTE AND TO BE COUNTED IN A QUORUM ACCORDINGLY. SUCH A MEETING SHALL BE DEEMED TO TAKE PLACE WHERE THE CHAIRMAN OF THE MEETING IS THEN PRESENT.**

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**Statement of Capital (Totals)**

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>5600001</b>
		<i>Total aggregate nominal value</i>	<b>5600001</b>

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 30/09/2011 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for a private or non-traded public company are shown below*

*Shareholding 1* : **5600000 £1 ORDINARY STOCK shares held as at the date of this return**  
*Name:* **CABLE & WIRELESS DI HOLDINGS LIMITED**

*Shareholding 2* : **1 ORDINARY shares held as at the date of this return**  
*Name:* **CABLE & WIRELESS DI HOLDINGS LIMITED**

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### *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.