

BLUEPRINT

OneWorld

043249/30

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

4996702

Company Name in full

APPLE RETAIL UK LIMITED

Date of this return

The information in this return is made up
to

Day Month Year

2 6 0 8 2 0 0 9

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.

100 NEW BRIDGE STREET

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

Post town

LONDON

County / Region

UK Postcode

EC4V 6JA

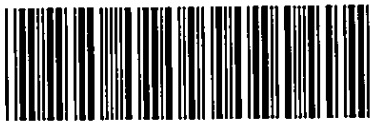
Principal business activities

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

7487

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

TUESDAY



PC5 22/09/2009 763
COMPANIES HOUSE

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 ED235 Edinburgh 1
or LP-4 Edinburgh 2

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

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

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

Name

* Style / Title

Forename(s)

Surname

Address ††

Post town

County / Region

Country

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

ABOGADO NOMINEES LIMITED

100 NEW BRIDGE STREET

LONDON

UK Postcode EC4V 6JA

†† Tick the 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.

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

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

} Please tick the appropriate box

Company Secretary

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

Name

* Style / Title

Forename(s)

PETER

Surname

OPPENHEIMER

Address ††

1354 SHERMAN AVENUE

Post town

MENLO PARK

County / Region

CALIFORNIA 94025

UK Postcode

Country

United States

†† Tick the 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.

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

Directors**Details of new directors must be notified on form 288a**

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

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 2 1 1 1 9 6 0

Forename(s) TIMOTHY DONALD

Surname COOK

†† Tick the 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 †† 935 ADDISON AVENUE

Post town PALO ALTO

County / Region CALIFORNIA 94301

UK Postcode

Country United States of America

Nationality United States Citizen

Business occupation BUSINESSMAN

Directors**Details of new directors must be notified on form 288a**

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

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 0 5 1 2 1 9 6 2

Forename(s) PETER

Surname OPPENHEIMER

†† Tick the 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 †† 1354 SHERMAN AVENUE

Post town MENLO PARK

County / Region CALIFORNIA 94025

UK Postcode

Country United States

Nationality United States Citizen

Business occupation BUSINESSMAN

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

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

Forename(s) | GARY JOSEPH

Surname | WIPFLER

†† Tick the 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 †† | 1364 MONTCLAIRE WAY,

Post town | LOS ALTOS,

County / Region | CALIFORNIA 94024

UK Postcode |

Country | United States

Nationality | United States Citizen

Business occupation | BUSINESSMAN

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

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

Forename(s) |

Surname |

†† Tick the 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 |

Issue share capital

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

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
Ordinary	1,000	£1,000.00
Totals	1,000	1,000.00

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

List of past and present shareholders

(use attached schedule where appropriate)

Private or 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:

on paper in another format

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

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 Schedule B.**

A list containing shareholder changes is enclosed

→ For private or non-traded public companies, please complete **Schedule A**


→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

Certificate

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

For and on behalf of Signed
ABOGADO NOMINEES LIMITED



Date

18 September 2009

† Please delete as appropriate.

† (director / secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

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.

This return includes continuation sheets.
(enter number)

Baker & Mckenzie LLP
Solicitors

100 New Bridge Street
London EC4V 6JA

Tel: 020 7919 1000

DX: 233 Chancery Lane

Ref: SXC

DX number _____ DX exchange _____

BLUEPRINT

OneWorld

Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010 **Company Number** 4996702

Company Name in full APPLE RETAIL UK LIMITED

This must only be completed by private and public limited companies that have not traded on a regulated market

- 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 to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	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 APPLE RETAIL EUROPE HOLDING	£1.00 Ordinary		
 	Shares Held 1,000		
Name 			
Name 			