

Bulk

000031/30.

In accordance with
Section 854 of the
Companies Act 2006

AR01

Annual Return

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page.

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☒ **What this form is NOT for**
You cannot use this form to
give notice of changes to
officers, registered office,
company type or information
relating to the company

For further information, please



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12/08/2010

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COMPANIES HOUSE

THURSDAY

Part 1 Company details

The section must be completed by all companies.

→ **Filing in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 1 7 7 7 7 7 7

Company name in full ① British Airways Plc ✓

① **Company name change**
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below

Date of this return ② 3 1 0 7 2 0 1 0 ✓

② **Date of this return**
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ① ✓

Classification code 1 6 2 1 0

Classification code 2

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

① **Principal business activity**
You must provide a trade
classification code (SIC code) or a
description of your company's main
business in this section.

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

AR01
Annual Return

A4 **Company type^①**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company ✓
☐ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5 **Registered office address^②**

Building name/number Waterside
Street P O Box 365 ✓
Post town Harmondsworth
County/Region
Postcode U B 7 0 G B

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

A6 **Single alternative inspection location (SAIL) of the company records (if applicable)^③**

Building name/number Computershare Services Plc
Street The Pavillions ✓
Bridgewater Road
Post town Bristol
County/Region
Postcode B S 1 3 8 A E

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

A7 **Location of company records^④**

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6 ✓

- ☒ Register of members ✓
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries
☐ Records of resolutions etc
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☒ Register of debenture holders ✓
☒ Report to members of outcome of investigation by public company into interests in its shares ✓
☒ Register of interests in shares disclosed to public company ✓
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

Part 2 Officers of the company

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary

B1 Secretary's details ^①

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	Mr
Full forename(s)	Alan Kerr
Surname	Buchanan ✓
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 to enter corporate secretary details.

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2 Secretary's service address ^③

Building name/number	Waterside
Street	PO Box 365
Post town	Harmondsworth
County/Region	
Postcode	U B 7 0 G B
Country	England

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01
Annual Return

Corporate secretary

C1	Corporate secretary's details ①	① Corporate secretary appointments You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return. Corporate secretary details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04. This information will appear on the public record.
	Please use this section to list all the corporate secretaries of the company.	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only	
C3	EEA companies ②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	
Where the company/firm is registered ③		
Registration number		
C4	Non-EEA companies	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ④		
If applicable, the registration number		

AR01

Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4.	
Title*	Mr
Full forename(s)	Martin Faulkner
Surname	Broughton
Former name(s) ^②	
Country/State of residence	England
Nationality	British ✓
Date of birth	<div> <div>d1</div> <div>d5</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y7</div> </div>
Business occupation (if any)	Chartered Accountant

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^①	
Building name/number	Waterside
Street	PO Box 365
Post town	Harmondsworth
County/Region	
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>
Country	England

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01
Annual Return

Director

D1	Director's details ^①																	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4																	
Title*	Baroness	① Director appointments You cannot use this form to appoint a director To do this, please complete form AP01 and submit it together with this annual return Corporate details Please use Section E1-E4 to enter corporate director details Director details All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form CH01 ② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes.																
Full forename(s)	Denise Patricia Byrne																	
Surname	Kingsmill																	
Former name(s) ^②																		
Country/State of residence	United Kingdom																	
Nationality	British																	
Date of birth	<table><tr><td>d</td><td>2</td><td>d</td><td>4</td><td>m</td><td>0</td><td>m</td><td>4</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>4</td><td>y</td><td>7</td></tr></table>	d	2	d	4	m	0	m	4	y	1	y	9	y	4	y	7	
d	2	d	4	m	0	m	4	y	1	y	9	y	4	y	7			
Business occupation (if any)	Lawyer																	

D2	Director's service address ^①									
Building name/number	Waterside	① Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address. This information will appear on the public record								
Street	PO Box 365									
Post town	Harmondsworth									
County/Region										
Postcode	<table><tr><td>U</td><td>B</td><td>7</td><td></td><td>0</td><td>G</td><td>B</td><td></td></tr></table>		U	B	7		0	G	B	
U	B		7		0	G	B			
Country	England									

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	James Arthur	
Surname	Lawrence	
Former name(s) ^②		
Country/State of residence	USA	
Nationality	American ✓	
Date of birth	<div> <div>d1</div> <div>d8</div> <div>m1</div> <div>m0</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y2</div> </div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	Waterside	
Street	PO BOX 365	
Post town	Harmondsworth	
County/Region		
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>	
Country	UK	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mrs	
Full forename(s)	Alison Clare	
Surname	Reed	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d2</div> <div>d2</div> <div>m1</div> <div>m2</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y6</div> </div>	
Business occupation (if any)	Accountant	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	Waterside	
Street	PO Box 365	
Post town	Harmondsworth	
County/Region		
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>	
Country	England	

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1

Director's details ^①

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4.

Title*	Mr
Full forename(s)	Kenneth Peter Ross
Surname	Smart
Former name(s) ^②	
Country/State of residence	UK
Nationality	British
Date of birth	<div>d2</div> <div>d8</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y6</div>
Business occupation (if any)	Aviation Safety Specialist

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	Waterside
Street	PO Box 365
Post town	Harmondsworth
County/Region	
Postcode	<div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div>
Country	England

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Baroness	
Full forename(s)	Elizabeth Conway	
Surname	Symons	
Former name(s) ^②		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d1</div> <div>d4</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y1</div> </div>	
Business occupation (if any)	Privy Council Member of the House of Lords	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	Waterside	
Street	PO BOX 365	
Post town	Harmondsworth	
County/Region		
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>	
Country	UK	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	Rafael Sanchez-Lozano
Surname	Turmo
Former name(s) ^②	
Country/State of residence	Spain
Nationality	Spanish
Date of birth	<div> <div>d</div> <div>2</div> <div>0</div> <div>m</div> <div>0</div> <div>2</div> <div>y</div> <div>1</div> <div>9</div> <div>5</div> <div>7</div> </div>
Business occupation (if any)	Airline Executive

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	Iberia
Street	Velazquez 130
Post town	Madrid
County/Region	Madrid
Postcode	<div> <div>2</div> <div>8</div> <div>0</div> <div>0</div> <div>6</div> <div></div> <div></div> <div></div> </div>
Country	Spain

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Maarten Albert	
Surname	van den Bergh	
Former name(s) ^②		
Country/State of residence	England	
Nationality	Dutch	
Date of birth	<div> <div>d1</div> <div>d9</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y2</div> </div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	Waterside	
Street	PO BOX 365	
Post town	Harmondsworth	
County/Region		
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>	
Country	UK	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	William Matthew
Surname	Walsh
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	Irish
Date of birth	<div> <div>d2</div> <div>d5</div> <div>m1</div> <div>m0</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y1</div> </div>
Business occupation (if any)	Company Director

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^①	
Building name/number	Waterside
Street	PO Box 365
Post town	Harmondsworth
County/Region	
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>
Country	England

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	Keith
Surname	Williams
Former name(s) ^②	
Country/State of residence	UK
Nationality	British
Date of birth	<div> <div>d1</div> <div>d3</div> <div>m0</div> <div>m5</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y6</div> </div>
Business occupation (if any)	Accountant

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	Waterside
Street	PO Box 365
Post town	Harmondsworth
County/Region	
Postcode	<div> <div>U</div> <div>B</div> <div>7</div> <div></div> <div>0</div> <div>G</div> <div>B</div> <div></div> </div>
Country	England

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

Corporate director

E1	Corporate director's details ^①	① Corporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return. Corporate director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02. This information will appear on the public record.
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies ^②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ^③		
Registration number		
E4	Non-EEA companies	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		

Part 3 Statement of capital^o

Does your company have share capital?

- Yes Complete the sections below and the following Part 4
→ No Go to Part 5 (Signature)

¹ This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
See attached schedule				£
				£
				£
				£
Totals				£

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate
nominal value ⁵

⁵ Total aggregate nominal value
Please list total aggregate values in
different currencies separately For
example £100 + €100 + \$10 etc

² Including both the nominal value and any
share premium

³ Number of shares issued multiplied by
nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation
page if necessary

⁴ Total number of issued shares in this class

AR01 - continuation page

Annual Return

Statement of capital ^①

Please complete the table below to show each class of shares held in other currencies Please complete a separate table for each currency

^① This should reflect the company's capital status at the made up date of this annual return

Currency	Pounds Sterling			
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ^②	Amount (if any) unpaid on each share ^②	Number of shares ^③	Aggregate nominal value ^①
ORDINARY	1 25		720,200,000	£180,050,000
ORDINARY	0 75		433,442,398	£108,360,599 50
ORDINARY	2 12		6,369	£1,592 25
ORDINARY	2 42		24,770	£6,192 50
ORDINARY	2 10		4,010	£1002 50
SPECIAL VOTING SHARE	0 25		1	£0 25
Totals			1,153,677,548	£288,419,387

✓

✓

^② Including both the nominal value and any share premium

^③ Number of shares issued multiplied by nominal value of each share

^① Total number of issued shares in this class

AR01
Annual Return

F4 **Statement of capital (Voting rights)**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2

Class of share	£0 25 Ordinary
----------------	----------------

Voting rights	see continuation pages 1-2
---------------	----------------------------

Class of share	£0 25 Special Voting Share
----------------	----------------------------

Voting rights	see continuation pages 3-5
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Class of share	
----------------	--

Voting rights	
---------------	--

Class of share	
----------------	--

Voting rights	
---------------	--

AR01 - continuation page

Annual Return

F4	Statement of capital (Voting rights)
Class of share	Ordinary shares of 25p each
Voting rights	<p>Article 11 Without prejudice to any special rights previously conferred on the holders of any shares or class of shares for the time being issued, any share in the Company may be issued with such preferred, deferred or other special rights, or subject to such restrictions, whether as regards dividend, return of capital, voting or otherwise, as the Company may from time to time by Ordinary Resolution determine (or, in the absence of any such determination, as the Directors may determine) and subject to the provisions of the Statutes the Company may issue any shares which are, or at the option of the Company and/or the holder are liable, to be redeemed</p> <p>Article 68 (A) Subject to paragraph (B) of this Article and subject to Articles 47 and 69 and subject to any other special rights or restrictions as to voting attached by or in accordance with these Articles to any class of shares, on a show of hands every member entitled to vote who is present in person and every proxy present who has been duly appointed shall have one vote and on a poll every member who is present in person or by proxy shall have one vote for every share of which he is the holder</p> <p>(B) For the purposes of determining which persons are entitled to attend or vote at a meeting and how many votes such person may cast, the Company may specify in the notice of the meeting a time, not more than 48 hours before the time fixed for the meeting, by which a person must be entered on the relevant Register of Members in order to have the right to attend or vote at the meeting or adjourned meeting For the purposes of calculating any period of time for the purposes of this Article, but only if permitted by the Statutes, no account need be taken by the Company of any part of a day that is not a working day</p> <p>Articles 70 In the case of joint holders of a share the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the share</p> <p>Article 71 Where in England or elsewhere a receiver or other person (by whatever name called) has been appointed by any court claiming jurisdiction in that behalf to exercise powers with respect to the property or affairs of any member on the ground (however formulated) of mental disorder, the Directors may in their absolute discretion, upon or subject to production of such evidence of the appointment as the Directors may require, permit such receiver or other person on behalf of such member to vote in person or by proxy at any General Meeting or to exercise any other right conferred by membership in relation to meetings of the Company To be valid for a particular General Meeting, evidence of the appointment must have been received at the Company (or such other place as may be specified in accordance with these Articles for the receipt of appointments of a proxy in writing which are not in electronic form) not later than the last time at which such appointment of a proxy should have been received in order to be valid for use at that meeting or adjourned meeting</p> <p>Page 1 of 5</p>

AR01 - continuation page

Annual Return

F4	Statement of capital (Voting rights)
Class of share	Ordinary shares of 25p each
Voting rights	<p data-bbox="344 450 451 477">Article 72</p> <p data-bbox="344 517 1471 645">No member shall, unless the Directors otherwise determine, be entitled in respect of shares held by him to vote at a General Meeting either personally or by proxy or to exercise any other right conferred by membership in relation to meetings of the Company if any call or other sum presently payable by him to the Company in respect of such shares remains unpaid</p> <p data-bbox="344 680 451 707">Article 73</p> <p data-bbox="344 748 1471 875">No objection shall be raised as to the admissibility of any vote except at the meeting or adjourned meeting at which the vote objected to is or may be given or tendered and every vote not disallowed at such meeting shall be valid for all purposes Any such objection shall be referred to the chairman of the meeting whose decision shall be final and conclusive</p> <p data-bbox="344 911 451 938">Article 74</p> <p data-bbox="344 978 1471 1039">On a poll votes may be given either personally or by proxy and a person entitled to more than one vote need not use all his votes or cast all the votes he uses in the same way</p> <p data-bbox="344 1075 464 1102">Article 153</p> <p data-bbox="344 1142 1471 1503">If the Company shall be wound up (whether the liquidation is voluntary, under supervision, or by the court) the Liquidator may, with the authority of a Special Resolution, divide among the members (excluding any member holding shares as treasury shares) in specie or kind the whole or any part of the assets of the Company and whether or not the assets shall consist of property of one kind or shall consist of properties of different kinds, and may for such purpose set such value as he deems fair upon any one or more class or classes of property and may determine how such division shall be carried out as between the members or different classes of members The Liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of members as the Liquidator with the like authority shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no contributory shall be compelled to accept any shares or other property in respect of which there is a liability</p> <p data-bbox="344 1538 533 1565">Other Provisions</p> <p data-bbox="344 1606 1471 1700">In relation, to part (d), of the Statement of Capital provisions contained within section 555(4) of the Companies Act 2006, shares are not to be redeemed or liable to be redeemed at the option of the Company or the Shareholders</p> <p data-bbox="344 1968 472 1995">Page 2 of 5</p>

AR01 - continuation page

Annual Return

F4	Statement of capital (Voting rights)
Class of share	Special Voting Share
Voting rights	<p>Article 4</p> <p>(A) The Special Voting Share shall not entitle its holder(s) to any dividend or any other right to participate in the profits of the Company</p> <p>(B) On a return of capital on a winding-up of the Company, the holder(s) of the Special Voting Share shall be entitled to receive (after holders of Ordinary Shares have received an amount equal to the nominal amount paid up on the Ordinary Shares held by them together with the sum of £100,000 on each Ordinary Share) an amount equal to the nominal value of such share. The Special Voting Share shall not entitle its holder(s) to any further right of participation in the assets of the Company, whether on a winding up, a reduction of capital or otherwise</p> <p>(C) The Company shall, at any time, be entitled to redeem the Special Voting Share for an amount equal to the nominal value of such share. Notice of such redemption shall be given to the holder(s) of the Special Voting Share at least two business days prior to the date of redemption. The holder(s) of the Special Voting Share shall deliver the share certificate representing the Special Voting Share to the Company on or prior to the date of redemption and, from the date of redemption, such share certificate shall cease to be valid</p> <p>(D) The Special Voting Share shall entitle its holder(s) to the voting rights set out in Article 69</p> <p>Article 69</p> <p>(A) Subject to the remaining provisions of this Article, the holder(s) of the Special Voting Share shall not be entitled to attend, speak or vote at any General Meeting but shall be entitled to receive notice of any General Meeting</p> <p>(B) Notwithstanding the provisions of paragraph (A) of this Article, the holder(s) of the Special Voting Share shall be entitled to attend at any General Meeting, and to cast on a poll the votes attaching to the Special Voting Share in accordance with this Article, at any time after the delivery of a Voting Notice (as defined below) to the holder(s) of the Special Voting Share, unless a Termination Notice (as defined below) has become effective in relation to such Voting Notice. However, the Special Voting Share shall at no time entitle its holder(s) to vote on a show of hands</p> <p>(C) In this Article 69 (and, as applicable, in Article 47) -</p> <p>(i) a "Voting Notice" is a written notice in the form of a certificate signed by a Director or the Secretary which is served on the holder(s) of the Special Voting Share, which clearly and prominently states that it is a Voting Notice and which states that the Directors have determined, by reference to the Separate Non-UK Register and by reference to any other evidence that the Directors may (in their sole discretion) consider relevant, that UK Shares represent, or are reasonably likely to represent at the time of the next scheduled General Meeting of the Company, 50 per cent or less of the issued Ordinary Shares of the Company (calculated exclusive of any shares held as treasury shares),</p> <p>(ii) "UK Shares" are all issued Ordinary Shares from time to time other than Relevant Non-UK Shares and other than any shares held as treasury shares,</p> <p>Page 3 of 5</p>

AR01 - continuation page

Annual Return

F4	Statement of capital (Voting rights)
Class of share	Special Voting Share
Voting rights	<p>Article 69 (continued)</p> <p>(iii) the "Specified Number" of votes in relation to any particular resolution of the Company shall be such number of votes (rounded upwards to the nearest whole number) as, when aggregated with the number of votes which are capable of being cast on such resolution by holders of UK Shares in respect of such UK Shares (assuming all such holders were to attend the relevant General Meeting and otherwise be entitled under these Articles to vote on such resolution), shall be equal to 50 per cent of the total number of votes which (on the same assumptions) are capable of being cast on such resolution, plus one vote,</p> <p>(iv) a "Termination Notice" is a written notice in the form of a certificate signed by a Director or the Secretary which is delivered to the holder(s) of the Special Voting Share, which clearly and prominently states that it is a Termination Notice and which states that a particular identified Voting Notice shall cease to apply from the date specified in the Termination Notice or the date of delivery of such Termination Notice, whichever is the later,</p> <p>(v) a Voting Notice and/or a Termination Notice shall be deemed delivered to the holder(s) of the Special Voting Share on receipt by such holder(s), and</p> <p>(vi) words or expressions defined in Article 47 shall bear the same meaning when used in this Article 69</p> <p>(D) The Directors may only serve a Voting Notice on the holder of the Special Voting Share where the Directors determine that it is necessary or desirable to take steps in order to protect any Operating Right of the Company or any subsidiary of the Company or the status of the Company or such subsidiary as a United Kingdom airline by reason of the fact that -</p> <p>(i) an Intervening Act has taken place,</p> <p>(ii) an Intervening Act is contemplated, threatened or intended,</p> <p>(iii) the aggregate number of Relevant Shares particulars of which are entered in the Separate Non-UK Register is such that an Intervening Act may occur or be contemplated, threatened or intended, or</p> <p>(iv) the ownership or control of the Company is otherwise such that an Intervening Act may occur or be contemplated, threatened or intended,</p> <p>in the case of each of (iii) and (iv) above, taking into account (inter alia) the likelihood of further increases in the aggregate number of Relevant Non-UK Shares and/or other changes in the ownership or control of the Company</p> <p>(E) Following the delivery of a Voting Notice and until a Termination Notice has been delivered in respect of that Voting Notice, the necessary quorum for a General Meeting shall, in addition to the provisions of Articles 58 and 59, require the holder(s) of the Special Voting Share to be present in person (including, for the avoidance of doubt, by its corporate representative) or by proxy</p> <p>(F) On any resolution, the Specified Number of votes attaching to the Special Voting Share may only be cast for such resolution, cast against such resolution, or not voted in respect of such resolution in the same proportions as the proportions in which holders of UK Shares (i) have validly cast votes attaching to such UK Shares in favour of such resolution, (ii) have validly cast votes attaching to such UK Shares against such resolution, and (iii) have not cast votes attaching to such UK Shares in relation to such resolution (in the case of (iii), whether or not such holders attend or are represented at the relevant General Meeting) For the avoidance of doubt, in any case where no votes whatsoever are cast on a resolution by holders of UK Shares in respect of such shares, no votes attaching to the Special Voting Share shall be cast on the resolution</p> <p>Page 4 of 5</p>

AR01 - continuation page

Annual Return

F4

Statement of capital (Voting rights)

Class of share	Special Voting Share
Voting rights	<p>Article 69 (continued)</p> <p>(G) Where the requirements of Article 69(F) would result in a fractional split of any vote, such single vote shall instead be cast in favour of the relevant resolution</p> <p>(H) The determination of the Directors as to (i) the Specified Number of votes, and (ii) the proportion in which such votes shall be cast (and/or not cast) pursuant to paragraphs (F) and (G) of this Article 69 shall be final and conclusive</p> <p>(I) The Directors must publish notification of each Voting Notice and Termination Notice, within two business days of the date of issue of any such notice, in such manner as is prescribed for the making of announcements under the rules and regulations of each stock exchange on which Shares or securities evidencing the right to receive Shares are, at the instigation of the Company, listed, quoted or dealt in as at the date of issue of such notice</p> <p>Page 5 of 5</p>

AR01
Annual Return

G4

Traded public companies – list of past and present shareholders

This section should show the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return. It should only be completed by public companies that have traded on a regulated market at any time during the period of this return.

Changes during this period 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 company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order.

Joint shareholders should be listed consecutively.

Further shareholders

Please use a 'Traded public companies – list of past and present shareholders' continuation page if necessary.

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's details	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name Law Debenture Trust Plc	Special Voting Share	1		/ /
Address 5th Floor 100 Wood Street London EC2V 7EX				/ /
				/ /
Name				/ /
Address See enclosed CD which contains full details of all other shareholders	Ordinary shares of 25p each			/ /
				/ /
Name				/ /
Address				/ /
				/ /
Name				/ /
Address				/ /
				/ /

AR01
Annual Return

Part 5

Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X *William* 3 August 2010 X

This form may be signed by
Director^①, Secretary, Person authorised^②, Charity commission receiver and
manager, CIC manager, Judicial factor

① Societas Europaea

If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership

② Person authorised

Under either section 270 or 274 of
the Companies Act 2006

AR01

Annual Return



Presenter information

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

Contact name Kulbinder Dosanjh

Company name Kulbinder Dosanjh

Address Manager, Company Secretariat

British Airways Plc,

Waterside

Post town PO Box 365

County/Region Harmondsworth

Postcode

		U	B	7		0	G	B
--	--	---	---	---	--	---	---	---

Country United Kingdom

DX

Telephone 0208 738 7603



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £30 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House'.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Part 4

Shareholders

Does your company have share capital?
→ Yes Complete the sections below
→ No Go to Part 5 (Signature)

① This should reflect the shareholder details at the made up date of this annual return

G1

Traded public companies ②

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

② Traded company definition
A traded company means a company any of whose shares are admitted to trading on a regulated market

G2

List of past and present shareholders

Private and 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

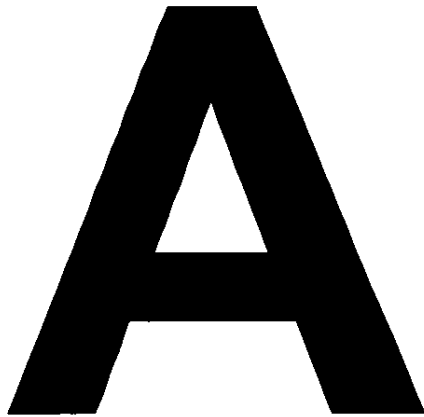
Please tick the appropriate box below

- ☐ A full list of shareholders for a private or non-traded public company is enclosed Please complete Section G3, or
- ☒ 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 Section G4
- ☒ A list of shareholder changes is enclosed
→ For private or non-traded public companies, please complete Section G3
→ For traded public companies, please complete Section G4
- ☐ There were no shareholder changes in this period
→ Go to Part 5 (Signature)

Please tick the appropriate box below to indicate the format of your shareholder details

- ☐ The list of shareholders is enclosed on paper
- ☒ The list of shareholders is enclosed in another format

FORM ML8 (03/07)
CDROM



**BULK LIST OF SHAREHOLDERS OR MEMBERS FOR
COMPANY NUMBER – 1777777**

**A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS
COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON
THIS ANNUAL RETURN. THE LIST WILL BE AVAILABLE TO
REQUEST ON CDROM APPROXIMATELY 10 DAYS FROM
17/08/10. TO ORDER A COPY OF THE BULK LIST ON CDROM
CALL THE NUMBERS BELOW:**

**COMPANIES HOUSE DIRECT CUSTOMERS PLEASE PHONE
08457 573991**

WEB CUSTOMERS PLEASE PHONE 0303 1234 500