In accordance with Section 854-of the Companies Act 2006

Annual Return

BLUEPRINT



→ Filling in this form

bold black capitals

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COMPANIES HOUSE

11/06/2011 13 **COMPANIES HOUSE** for luttilet illivimation, piease refer to our guidance at www companieshouse gov uk

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

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 the company officers, registered office address, company type or information relating to the company records

You can use the WebFilin

Please go to www compan

Company details Part 1 The section must be completed by all companies

Company details **A**1 Company number

Company name in full THE MERCHANTS TRUST PLC Company name change If your company has recently changed its name, please provide the company name as at the date of this return

Please complete in typescript or in

All fields are mandatory unless specified or indicated by 1

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 9

ODate 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

Principal business activity Please show the trade classification code number(s) for the principal activity or activities 9 5 Classification code 1 2 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 INVESTMENT TRUST Principal activity description

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

	C -				<u>-</u> -				
A4		confirence	rm your st be tro c limiter e comp e comp e comp	r com cked) d com pany l pany l pany l	npany imited b imited b imited b	ру <u>9</u> ру <u>9</u> ру <u>9</u>	sh gu sh gu	y ticking the appropriate box below (only nares parantee nares exempt under section 60 parantee exempt under section exempt un	● Company type If you are unsure of your company type, please check your latest certificate of incorporation or our website www.companieshouse.gov.uk
						-		thout share capital	
A5	Regis	terec	offic	ce a	ddress	0	•	·	
Building name/number	155								Change of registered office This must agree with the address
Street	Bish	opsg	ate						that is held on the Companies House record at the date of this return
									If the registered office address has
Post town	Lond	lon						√	changed, you should complete form AD01 and submit it together with
County/Region									this annual return
Postcode	E	C 2	M		3 1	Ā		D	
					n spect applic			n location (SAIL) of the	
Building name/number	The	Regi	stry	-					SAIL address This must agree with the address
Street	34 E	34 Beckenham Road					that is held on the Companies House		
	Beckenham						record at the date of this return If the address has changed, you		
Post town	Kent					should complete form AD02 and			
County/Region	Engl	land							submit it together with this annual return
Postcode	В	R 3		4	T	IJ	_		
A7	Locat	ion c	of con	npar	y reco	oro	ds	o .	
_	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					◆ 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			
	 □ 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 				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				

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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	Continuation pages Please use a continuation page if you need to enter more officer				
	 → 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 	détails				
Secretary						
B1	Secretary's details •					
•	Please use this section to list all the secretaries of the company For a corporate secretary, complete Section C1-C4	Secretary appointments You may not use this form to appoint a secretary To do this,				
Title*		please complete form AP03 and submit it together with this annual				
Full forename(s)	Peter William Irving	return				
Surname	Ingram	Corporate details Please use Section C1 C4 to enter				
Former name(s) ②	Socrotary's sorvice address 8	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 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 €					
Building name/number Street	The Company's Registered Office	Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The				
Post town		 Company's Registered Office in the address 				
County/Region		This information will appear on the				
Postcode		public record				
Country	· · · · · · · · · · · · · · · · · · ·	-				

In accordance with
Section 854 of the
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AR01 - continuation page

Secretary				
B1	Secretary's details •			
	Please use this section to list all the secretaries of the company For a corporate secretary, complete Section C1-C4	• Secretary appointments You cannot use this form to appoint a secretary To do this, please		
Title*		complete form AP03 and submit it together with this annual return		
Full forename(s)	Kirsten June	Corporate details		
Surname	Salt	Please use Section C1-C4 to enter corporate secretary details		
Former name(s) •		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 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 €	<u> </u>		
Building name/numb	er The Company's Registered Office	Service address If you have previously notified		
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the		
Post town		address Company's Registered Office' in the		
County/Region		This information will appear on the public record		
Postcode		public receive		
Country				

D1	Director's details •				
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	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			
Title*	Mr				
Full forename(s)	Simon John	Corporate details			
Surname	Fraser	Please use Section E1-E4 to enter corporate director details			
Former name(s) ®		Director details All details must agree with those previously notified to Companies			
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please complete form CH01			
Nationality	British				
Date of birth	$\begin{bmatrix} d & 0 \end{bmatrix} \begin{bmatrix} d & 1 \end{bmatrix} \begin{bmatrix} m & 0 \end{bmatrix} \begin{bmatrix} m & 5 \end{bmatrix} \begin{bmatrix} y & 1 \end{bmatrix} \begin{bmatrix} y & 9 \end{bmatrix} \begin{bmatrix} y & 5 \end{bmatrix} \begin{bmatrix} y & 9 \end{bmatrix}$	Former name(s)Please provide any previous names			
Business occupation (if any)	Director	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 •				
Building name/number	The Company's Registered Office	Service address If you have previously notified			
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the			
Post town		address			
County/Region		This information will appear on the public record			
Postcode		public record			
Country		-			

Corporate secretary

C1	Corporate secretary's details •						
	Please use this section to list all the corporate secretaries of the company	O Corporate secretary appointments You cannot use this form to appoint					
Corporate body/firm name		a corporate secretary To do this, please complete form APO4 and submit it together with this annual return					
Building name/number		Corporate secretary details					
Street		All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have					
Post town		not notified us, please complete form CH04					
County/Region		This information will appear on the					
Postcode		public record					
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 ©						
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance					
Where the company/ firm is registered ●		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)					
Registration number							
C4	Non-EEA companies	<u></u>					
	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.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,					
Legal form of the corporate body or firm		you must also provide its number in that register					
Governing law							
If applicable, where the company/firm is registered •							
If applicable, the registration number							

D1	Director's details •	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	O Director appointments You cannot use this form to appoint a director To do this, please complete form APO1 and submit it
Title*		together with this annual return
Full forename(s)	Michael James Edward	Corporate details Please use Section E1-E4 to enter
Surname	McKeon	corporate director details
Former name(s) ②		Director details All details must agree with those previously notified to Companies
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please
Nationality	British	complete form CH01
Date of birth	$\begin{bmatrix} d & 1 & d & 8 \end{bmatrix}$ $\begin{bmatrix} m & 1 & m & 0 \end{bmatrix}$ $\begin{bmatrix} y & 1 & y & 9 & y & 5 & y & 6 \end{bmatrix}$	Please provide any previous names
Business occupation (if any)	Director	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 •	
Building name/number	The Company's Registered Office	Service address If you have previously notified
Street		Companies House that the service address is at 'The Company's Registered Office , please state 'The Company's Registered Office' in the
Post town		address
County/Region		This information will appear on the public record
Postcode		public record
Country		

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D1	Director's details ●				
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	Director appointments You cannot use this form to appoint a director To do this, please			
Title*		complete form APO1 and submit it together with this annual return			
Full forename(s)	Henry Eric	Corporate details			
Surname	Staunton	Please use Section E1-E4 to enter corporate director details			
Former name(s)		Director details All details must agree with those previously notified to Companies			
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please			
Nationality	British	complete form CH01			
Date of birth	d 2 d 0 m 0 m 5 y 1 y 9 y 4 y 8	Please provide any previous names			
Business occupation (if any)	Company Director	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 €				
Building name/number	The Company's Registered Office	Service address If you have previously notified			
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The			
Post town	<u> </u>	Company's Registered Office' in the address			
County/Region		This information will appear on the public record			
Postcode		public record			
Country					

Corporate director

E1	Corporate director's details •	
	Please use this section to list all the corporate director's of the company	O Corporate director appointments You cannot use this form to appoint a corporate director. To do this,
Corporate body/firm name		please complete form APO2 and submit it together with this annual return
Building name/number		Corporate director details All details must agree with those
Street		previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete
Post town		form CH02
County/Region		This information will appear on the public record
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 ❷	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk
Where the company/ firm is registered •		This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
E4	Non-EEA companies	
	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.	O 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
Legal form of the corporate body or firm		that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		

In accordance with
Section 854 of the
Companies Act 2006

AR01 - continuation page

D1	Director's details •				
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	Director appointments You cannot use this form to appoint a director To do this, please			
Title*	Mr	complete form APO1 and submit it together with this annual return			
Full forename(s)	Paul Tennant	Corporate details			
Surname	Yates	Please use Section E1-E4 to enter corporate director details			
Former name(s) •		Director details All details must agree with those previously notified to Companies			
Country/State of residence	United Kingdom	have not notified us, please-			
Nationality	British	complete form CH01			
Date of birth	d2 d1 mo m6 y1 y9 y5 y7	• Former name(s) Please provide any previous names			
Business occupation (if any)	Director	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 €				
Building name/number	The Company's Registered Office	Service address If you have previously notified			
Street		Companies House that the service address is at The Company's Registered Office', please state 'The Company's Registered Office' in the			
Post town		address			
County/Region		This information will appear on the public record			
Postcode		Pag. 13.23.12			
Country					

Part 3	Statement of capital o						
ļ	Does your company have share capital? → Yes Complete the sections below and the following Part 4 → No Go to Part 5 (Signature)			• This should reflect the company's capital status at the made up date of this annual return			
F1	Share capital in	pound sterling (£)					
		och class of shares held in omplete Section F1 and					
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 ①		Aggregate nominal value O	
3 65% CUM PREFERENCE STOCK		1 00	0 00	1	,178,000	£ 1,178,000 00	
ORDINARY		0 33	0 00	103	,213,464	£ 25,803,366 00	
						£	
			Totals	104,391,464		£ 26,981,366 00	
F2_	Share capital in	other currencies					
Please complete the ta Please complete a sep		ny class of shares held in urrency	other currencies				
Currency	<u> </u>						
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share 🔮	Amount (if any) unpaid on each share	Number of shar	es •0 	Aggregate nominal value 4	
			Totals				
				1		1	
Currency							
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share 2	Amount (if any) unpaid on each share	Number of shares		Aggregate nominal value O	
	·						
		<u> </u>	<u> </u>				
<u> </u>			Totals	<u> </u>		ļ	
F3	Totals						
	Please give the total number of shares and total aggregate nominal value of issued share capital				● Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc		
Total number of shares	104,391,464						
Total aggregate nominal value 9	£26,981,366 00					·	
 Including both the nominal value and any share premium Total number of issued shares in this class 		O Number of shares issued multiplied by nominal value of each share Continuation Pages Please use a Statement of Capital continuation page if necessary					

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 Shares
Voting rights	A Each Ordinary Share is entitled to one vote in any circumstances B Each Ordinary Share is entitled pari passu to dividend payments or any other distribution C Each Ordinary Share is entitled pari passu to participate in a distribution arising from a wind up of the Company D No Ordinary Share is redeemable, nor is liable to be redeemed at the option of the Company of the shareholder
Class of share	£1 00 3 65% Cumulative Preference Stock
Voting rights	A Each Preference Stock Unit is entitled to one vote in any circumstances B Each Preference Stock Unit is entitled to have the profits of the Company available for distribution applied by payment of a fixed cumulative preference dividend at a rate of 3 65% C On a winding up of the Company holders shall be entitled to have the assets of the company available for distribution, firstly by repayment of the Preference Stock Units held by them and secondly by payment of any dividends in arrears or accrued up to the date of repayment D No Preference Stock Unit is redeemable, nor is liable to be redeemed at the option of the Company or the stockholder
Class of share	
Voting rights	_ ~
	- -
-	•
Class of share	-
Voting rights	

Does your company have share capital? → Yes Complete the sections below → No Go to Part 5 (Signature)	This should reflect the shareholder details at the made up date of this annual return
Traded public companies ®	
Please tick the box if your company was a traded public company at any time during the period of this return	Traded company definition A traded company means a company any of whose shares are admitted to trading on a regulated market
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	
	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

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Private or non-traded public companies — list of past and present shareholders

This section should only be completed by companies that have not 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 'Private or non-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 Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
				1 1	
	_				

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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				1 1
Address				1 1
				1 1
Name				1 1
Address				1 1
				1 1
Name				/ /
Address				/ /
				1 1
Name				, ,
Address				1 1
				/ /

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Signature				
This must be completed by all companies	Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE) please			
Signature	delete 'director' and insert details of which organ of the SE the person signing has membership			
	This must be completed by all companies I am signing this form on behalf of the company Signature X 8 June 2011 This form may be signed by			

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 Company name RCM (UK) Limited Address Secretariat 155 Bishopsgate Post town London County/Region Postcode Country DX 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

☐ You have not used this form to make changes to

☐ You have fully completed the Statement of capital

registered office address

You have signed the formYou have enclosed the correct fee

(if applicable)

secretary and director details

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)

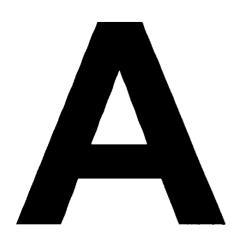
For companies registered in Northern Ireland The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

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

FORM ML8(03/07) CDROM



BULK LIST OF SHAREHOLDERS OR MEMBERS FOR COMPANY NUMBER - 28276

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 21/06/11. 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