

# Companies Registration Office

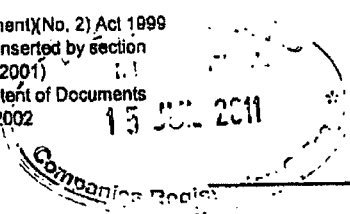
CRO receipt date stamp

## Annual Return

Sections 125, 127, 128 Companies Act 1963  
 Section 7 Companies (Amendment) Act 1986  
 Section 26 Electoral Act 1997  
 Sections 43, 44 Companies (Amendment) (No. 2) Act 1999  
 Section 249A Companies Act 1990 (inserted by section  
 107 Company Law Enforcement Act 2001)  
 Companies Act 1990 (Form and Content of Documents  
 Delivered to Registrar) Regulations 2002



4537205



Companies Acts 1963 to 2009

Tick box if bond

is attached

note sixteen

Company number

440863

**B1**

Please complete using black typescript or in BOLD CAPITALS, referring to explanatory notes

Company name

in full

Escher Group Holdings Limited

Return made up to

note one

Day Month Year  
 30 9 2010

If the return is made up to a date earlier than the existing ARD, do you wish to retain the anniversary of the existing ARD for the next year? note two

Yes

No

Financial year

note three

From Day Month Year To Day Month Year  
 1 1 2009 31 12 2009

The company is claiming the exemption from audit of the financial year covered by the accounts attached to this return

Registered office

note four

25/28 North Wall Quay  
 Dublin 1  
 Ireland

Other addresses

note five

Address	Register(s)/documents held at this address
(None)	(None)

Secretary

Surname

Forename

note six

Residential address

note six

Goodbody Secretarial Limited	Former surname	(None)
	Former forename	(None)
	note seven	

International Financial Services Centre North Wall Quay  
 Dublin 1 Ireland

Donations for political purposes

note eight

Name of person or political party to whom donation was made	Value of donation
(None)	(None)

Presenter details

Name

Address

DX number

Telephone number

Email

Person to whom queries can be addressed

Goodbody Secretarial Limited	
International Financial Services Centre North Wall Quay	
Dublin 1 Ireland	
	DX exchange
01 649 2000	Fax number 01 649 2649
law@algoodbody.ie	Reference number MMG01-354416

**Authorised share capital**  
note nine

Total	€1,100,000.00	made up as follows:	
Class		Number of shares	Nominal value per share
€0.10 A Ordinary		10,000,000	€0.10
€0.10 B Convertible		1,000,000	€0.10

**Issued share capital**  
(insert nominal values)

Total	€9,935.00	made up as follows:	
Paid up on shares issued for cash	€9,935.00	} The sum of these figures must equal the total issued share capital	
Considered paid on other shares	€0.00		
Total calls unpaid	€0.00 (E)		
Total not yet called	€0.00 (F)		
Total standing to credit of Capital Conversion Reserve Fund note ten	€0.00		

**Shares issued**

**Consideration - all cash**

Class	Number of shares	Total nominal value	Total premium paid	Total amount paid
€0.10 A Ordinary	94,000	€9,400.00	€0.00	€9,400.00
€0.10 B Convertible	5,350	€535.00	€0.00	€535.00
<b>Totals</b>	<b>99,350 (A)</b>			<b>€9,935.00 (C)</b>

**Consideration - not all cash**

Class	Number of shares	Total nominal value	Total premium considered paid	Total amount considered paid
<b>Totals</b>	<b>0 (B)</b>			<b>€0.00 (D)</b>

**Totals**

Total number of shares issued (A) + (B)	99,350	Total paid and unpaid and considered paid (C) + (D) + (E) + (F)	€9,935.00
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This total must agree with the total number of shares held by existing members as stated in the List of past and present members section of the return

**Other share/debenture details**  
note eleven

(None)

**List of past and present members**

Persons holding shares on the date to which the annual return has been made up for 2010 (insert year) and of persons who have held shares therein at any time since the date of the last return, or in the case of the first return, the date of the incorporation of the company. note twelve

Tick box if the list of past and present members is submitted on CD.

notes six and thirteen		Share class	Numbers held note fourteen	Number transferred & date note fifteen	Particulars of transferee note fifteen
Name	Bacchantas Limited	€0.10 A Ordinary	12,500		
Address	15/19 Athol Street Douglas Isle of Man				
Folio no.	7				
Name	Liam Church	€0.10 A Ordinary	28,525		
Address	25 Camden Row Dublin 8				
Folio no.	4				
Name	Peter Drafus	€0.10 B Convertible	1,000		
Address	88 Lamplighter Drive Shewsbury MA 21545 USA				
Folio no.	15				
Name	David Fleming	€0.10 B Convertible	1,000		
Address	1 Yachtman's Point Brittas Road Wicklow Town Co. Wicklow				
Folio no.	8				
Name	Jeremy Peter Folkes	€0.10 B Convertible	500		
Address	Fairfield 51 Kings Road ALTON Hampshire GU34 1PX England				
Folio no.	13				
Name	Fionuala Higgins	€0.10 A Ordinary	28,525		
Address	25 Camden Row Dublin 8				
Folio no.	5				
Name	Trevor McIntyre	€0.10 B Convertible	500		
Address	3 All Hallows Square, Drumcondra, Dublin 9				
Folio no.	9				

(See Attached Continuation Sheet of Members)

Total number held

The total number of shares held must agree with the total number of issued shares given in the Shares issued section (total of (A) plus (B)).

**Continuation Sheet of Members for Escher Group Holdings Limited (440863)**

notes six and thirteen		Share Class	Numbers held note fourteen	Number transferred & date note fifteen	Particulars of transferee note fifteen
Name	John Meagher	€0.10 B Convertible	250	250 07/10/2009	"REDEMPTION"
Address	20 Claremont Road, Twickenham, Middlesex, England, TN1 2 QY				
Folio	12				
Name	Jasjit Nehal	€0.10 B Convertible	1,000		
Address	Block 10N, Braddell Hill, #04-64, Singapore 579732				
Folio	10				
Name	John Quinn	€0.10 A Ordinary	12,225		
Address	4 Greenfield Manor, Donnybrook, Dublin 4				
Folio	8				
Name	Jacob Skowronek	€0.10 B Convertible	500		
Address	11 Peterson Terrace, Somerville MA 02143, USA				
Folio	11				
Name	Bernard Somers	€0.10 A Ordinary	12,225		
Address	The Bawn, Kerry Mount Avenue, Dublin 18				
Folio	3				
Name	Peter Tichy	€0.10 B Convertible	500		
Address	Perhofgasse 1/3, A-2372 Glesshubl, Austria				
Folio	14				

**Directors including shadow/alternate directors, if any**

(See Attached Continuation Sheet of Directors)

Surname: Church  
 Forename: Liam  
 note six  
 Date of birth: Day 5, Month 1, Year 1955  
 Former surname: (None)  
 Former forename: (None)  
 note seven  
 EEA resident note sixteen:   
 Alternate Director note seventeen:   
 Residential address note six: 25 Camden Row Dublin 8  
 Business occupation: Director  
 Nationality: Irish  
 Other directorships: Company note eighteen: (See Attached List)  
 Place of incorporation note nineteen:  
 Company number:

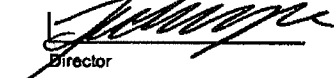
Surname: Higgins  
 Forename: Fionnuala  
 note six  
 Date of birth: Day 22, Month 12, Year 1956  
 Former surname: (None)  
 Former forename: (None)  
 note seven  
 EEA resident note sixteen:   
 Alternate Director note seventeen:   
 Residential address note six: 25 Camden Row Dublin 8  
 Business occupation: Director  
 Nationality: Irish  
 Other directorships: Company note eighteen: (See Attached List)  
 Place of incorporation note nineteen:  
 Company number:

Surname: Quinn  
 Forename: John  
 note six  
 Date of birth: Day 8, Month 5, Year 1977  
 Former surname: (None)  
 Former forename: (None)  
 note seven  
 EEA resident note sixteen:   
 Alternate Director note seventeen:   
 Residential address note six: 4 Greenfield Manor Donnybrook Dublin 4  
 Business occupation: Director  
 Nationality: Irish  
 Other directorships: Company note eighteen: (See Attached List)  
 Place of incorporation note nineteen:  
 Company number:

**Certification**

We hereby certify that (i) this form has been completed in accordance with the Notes on Completion of Form B1, (ii) contains the particulars in respect of the company as at the date to which the return is made up and that (iii) note twenty

- The Company is not a private company.
- The company is a private company and has not since the date of the last annual return (or the date of incorporation if this is the first return) issued any invitation to the public to subscribe for any shares or debentures in the company.
- The company is a private company with more than 50 members, the excess of the number of members over 50 consisting wholly of persons who, under section 33 (1) (b) of the Companies Act 1983, are not to be included in reckoning the number of 50.

Signed:   
 Director  
 Signed:   
 Secretary  
 Name in bold capitals or typescript: **TREVOR McINERNEY**  
 p.p. Goodbody Secretarial Limited

**Continuation Sheet: Directors for Escher Group Holdings Limited (440863)**

<b>Surname</b> Forename note three	<input type="text" value="Smurfit, Jr."/> <input type="text" value="Michael"/>	<b>Former Surname</b> <b>Former Forename</b> note four	<input type="text" value="(None)"/> <input type="text" value="(None)"/>
<b>Date of Birth</b> note five	<b>Day</b> <input type="text" value="8"/> <b>Month</b> <input type="text" value="1"/> <b>Year</b> <input type="text" value="1965"/>	<b>EEA Resident</b> note six	<input checked="" type="checkbox"/> <b>Alternate Director</b> note seven <input type="checkbox"/>

**Residential Address**  
note three

<b>Business occupation</b> note five	<input type="text" value="Director"/>	<b>Nationality</b> note five	<input type="text" value="Irish"/>
<b>Other directorships</b>	<b>Company</b> note eight	<b>Place of Incorporation</b> note nine	<b>Company Number</b>
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>

(See Attached Continuation Sheet of Other Directorships)

<b>Surname</b> Forename note three	<input type="text" value="Somers"/> <input type="text" value="Bernard"/>	<b>Former Surname</b> <b>Former Forename</b> note four	<input type="text" value="(None)"/> <input type="text" value="(None)"/>
<b>Date of Birth</b> note five	<b>Day</b> <input type="text" value="7"/> <b>Month</b> <input type="text" value="4"/> <b>Year</b> <input type="text" value="1949"/>	<b>EEA Resident</b> note six	<input checked="" type="checkbox"/> <b>Alternate Director</b> note seven <input type="checkbox"/>

**Residential Address**  
note three

<b>Business occupation</b> note five	<input type="text" value="Director"/>	<b>Nationality</b> note five	<input type="text" value="Irish"/>
<b>Other directorships</b>	<b>Company</b> note eight	<b>Place of Incorporation</b> note nine	<b>Company Number</b>
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>

(See Attached Continuation Sheet of Other Directorships)

BERNARD SOMERS

LIST OF DIRECTORSHIPS

Reg No	Company Name	Date Appointed	Date Resigned	Registered At	
<b>CURRENT</b>					
251189	Balmerino Limited	17/10/1996		Ireland	5%
54858	DCC plc	29/09/2003		Ireland	
268370	Educational Multimedia Corporation Ireland Limited	15/09/1998		Ireland	
269370	Educational Multimedia Group Limited	17/07/1998		Ireland	5%
493209	Esched Ireland Limited	23/12/2010		Ireland	
440863	Escher Group Holdings Limited	14/09/2007		Ireland	5%
246742	Foxgrange Limited	01/05/1996		Ireland	
41043	Irish Continental Group plc	08/03/2004		Ireland	
289132	Kalweni Limited	01/03/1998		Ireland	
325429	Kardony Limited	08/04/2000		Ireland	
244914	Maudlins Investments Limited	30/03/1996		Ireland	5%
362803	Planet Party Limited	18/02/2002		Ireland	5%
CHY4493A	The Children's Medical & Research Foundation	24/02/2009		Ireland	
241427	World 2000 Entertainment Limited	30/01/1996		Ireland	5%
313456	World 2000 Entertainment Publishing Limited	18/04/2002		Ireland	
273679	World 2000 Media Services Limited	24/05/2002		Ireland	

**BERNARD SOMERS**

**LIST OF DIRECTORSHIPS**

Reg No	Company Name	Date Appointed	Date Resigned	Registered At	
<b>PAST</b>					
219176	ADIG Clients plc	12/02/1996	24/02/2006	Ireland	
177263	ADIG Global Funds plc	01/08/1991	12/11/2007	Ireland	
305777	ADIG Sector plc	03/06/1999	02/05/2006	Ireland	
167100	Aller Investments Limited	16/12/1991	24/06/2002	Ireland	
24173	Allied Irish Banks plc	07/09/2006	31/12/2008	Ireland	
181779	Altona Holdings	19/12/1991	24/06/2002	Ireland	
153530	Anas Investments	03/08/1990	24/06/2002	Ireland	
364773	Applan Wealth Management Limited	23/01/2004	08/09/2006	Ireland	
151785	Blue Crane Investments Limited	22/12/1989	24/06/2002	Ireland	
292038	CB Vermogensverwaltung plc	14/01/1999	13/09/2007	Ireland	
391746	Champion Sports Ireland	26/10/2006	19/09/2008	Ireland	
143069	Charmount Holdings	01/01/1990	24/06/2002	Ireland	
149179	CICM (Ireland) Limited	02/10/1989	03/11/2003	Ireland	
254665	CICM Global Portfolios plc	13/12/1996	13/09/2007	Ireland	
193813	CICM International Portfolios plc	15/10/1992	13/09/2007	Ireland	
219177	Coba Clients plc	12/02/1996	15/11/2002	Ireland	
163921	COMINVEST Asset Management Limited	01/11/1990	30/01/2008	Ireland	
154148	Commerzbank Europe (Ireland)	30/04/1991	31/12/2009	Ireland	
296299	Commerzbank International (Ireland)	27/11/1998	30/11/2003	Ireland	
159664	Concept Catering Limited	14/06/1990	23/02/2007	Ireland	
206314	Deutsche Direkt Fonds plc	23/08/1993	24/06/2002	Ireland	
167108	Donau Investments	22/07/1991	23/06/2002	Ireland	
167109	Elbe Investments	18/02/1991	24/06/2002	Ireland	
FN157853N	Etel Austria AG	14/08/2001	26/04/2007	Austria	
297293	Etel Group Limited	22/09/2000	27/04/2011	Virgin Islands	5%
305825	Etel Management Services Limited	10/02/2000	09/07/2010	Ireland	
218635	Eurotel Marketing Limited	22/09/1994	02/02/2010	Ireland	
154983	Finch Investments	18/12/1990	24/06/2002	Ireland	
152761	Great Heron Investments	29/12/1989	24/06/2002	Ireland	
154981	Gull Investments	16/01/1991	10/11/1993	Ireland	
167103	Havel Investments	18/02/1991	24/06/2002	Ireland	
273604	Herbert Film and Television Productions Limited	10/10/1997	31/08/2007	Ireland	
23-2458937	ICT Group	30/06/1996	02/02/2010	USA	
149734	Icterus Investments	18/10/1989	24/06/2002	Ireland	
122610	Imari Limited	02/03/1990	03/07/2000	Ireland	5%
2936	Independent News & Media plc	21/05/1997	30/04/2009	Ireland	
331898	Irish Centre for Parentally Abducted Children Limited	01/09/2000	19/08/2005	Ireland	
9065332	JIP Paging Management Inc	09/03/2006	17/03/2008	USA	
9065412	JIR Paging Inc	09/03/2006	13/03/2008	USA	
153529	Larius Investments	16/01/1990	24/06/2002	Ireland	
153987	Maplewood Investment	29/01/1990	26/06/2002	Ireland	
29105	Marathon Sports Limited	26/10/2006	19/09/2009	Northern Ireland	
154979	Melanitta Investments	30/10/1990	24/06/2002	Ireland	
167104	Neckar Investments	20/12/1991	24/06/2002	Ireland	
119513	Numed Research & Development Limited	01/05/1989	20/01/2005	Ireland	
345253	Passage East Capital Partners Limited	06/07/2001	13/01/2006	Ireland	5%
382427	PCPONE	27/02/2004	19/09/2008	Ireland	5%
227991	Petstop (Retail) Limited	20/03/1996	27/07/2001	Ireland	
149732	Picus Investments	02/10/1989	24/06/2002	Ireland	
145834	Redlan Investments Limited	30/03/1990	22/08/2003	Ireland	5%
167105	Rhein Investments	15/05/1991	24/06/2002	Ireland	
216205	Rheinhyp Bank Europe plc	26/04/1994	01/09/2003	Ireland	
167106	Rhur Investments Limited	16/07/1991	24/06/2002	Ireland	
153534	Saxkola Investments Limited	29/01/1991	30/09/2003	Ireland	
154109	Sea Swallow Investments	03/07/1990	22/11/1993	Ireland	
264844	Shelter Island Limited	10/06/1997	25/08/2000	Ireland	5%
7446	South Wharf plc	06/03/1998	29/01/2007	Ireland	
154487	The Genesis Corporation Limited	30/04/1998	18/10/2002	Ireland	
154129	Vireo Investments	30/04/1991	24/06/2002	Ireland	
167819	Werra Investments	21/05/1991	24/06/2002	Ireland	
150079	Woodpecker Investments	18/10/1989	24/06/2002	Ireland	



**Individual Details****Liam Church**

Printed On 15/07/2011 11:09:25

**Directorships**

<b>Reg. No.</b>	<b>Company Name</b>	<b>Type</b>	<b>Date Appointed</b>	<b>Date Resigned</b>	<b>Registered At</b>
284784	Anshe Limited	Director	01/05/1998	14/09/2001	Ireland
321695	Escher Europe Limited	Director	14/09/2007		Ireland
440863	Escher Group Holdings Limited	Director	29/08/2007		Ireland
	Escher Group Limited	Director			USA
493209	Escher Ireland Limited	Director	23/12/2010		Ireland
03935869	Escher UK Limited	Director			England
355058	Firlough Limited	Director	28/03/2002		Ireland
445086	NG Postal Finco Limited	Director	29/08/2007		Ireland
445087	NG Postal Subco Limited	Director	29/08/2007		Ireland

**Individual Details****Fionnuala Higgins**

Printed On 15/07/2011 11:10:05

**Directorships**

<b>Reg. No.</b>	<b>Company Name</b>	<b>Type</b>	<b>Date Appointed</b>	<b>Date Resigned</b>	<b>Registered At</b>
284784	Anshe Limited	Director	01/05/1998	06/04/2000	Ireland
200207455R	Escher Asia Pacific Pte. Ltd.	Director			Singapore
321695	Escher Europe Limited	Director	14/09/2007		Ireland
440863	Escher Group Holdings Limited	Director	29/08/2007		Ireland
	Escher Group Limited	Director			USA
493209	Escher Ireland Limited	Director	23/12/2010		Ireland
03935869	Escher UK Limited	Director			England
445086	NG Postal Finco Limited	Director	29/08/2007		Ireland
445087	NG Postal Subco Limited	Director	29/08/2007		Ireland

**Individual Details****John Quinn**

Printed On 15/07/2011 11:14:16

**Directorships**

Reg. No.	Company Name	Type	Date Appointed	Date Resigned	Registered At
	Champion Sports (Holdings)	Director			
	Champion Sports Holdings (No.2) Limited	Director			
391746	Champion Sports Ireland	Director	26/10/2006		Ireland
	Champion Sports Newco Limited	Director			
440863	Escher Group Holdings Limited	Director	14/09/2007		Ireland
493209	Escher Ireland Limited	Director	23/12/2010		Ireland
	Glenara Enviro Limited	Director			
NI029105	Marathon Sports Limited	Director	20/10/2006		United Kingdom
382427	Pcpone	Director	27/02/2004		Ireland
	Protectwireless Backup Limited	Director			
	Protectwireless International Limited	Director			
	Protectwireless Prepaid Limited	Director			
321166	Taurus Communications Limited	Director	22/02/2000	15/12/2010	Ireland

**Michael Smurfit Jnr - Directorships**

Company Name	Appointed	Resigned	Country	Registration No
<b>Current Directorships :</b>				
GameAccount (non-exec Director)	25th June 2008		UK	3883658
NG Postal Limited (Escher / Project Ash)	17th Sept 2007		Ireland	440863
AEP Systems Ltd	18th Sept 2003		Ireland	296220
Bishopscourt Investments Ltd	22nd April 2005		Ireland	401038
<b>Past Directorships (last ten years) :</b>				
Irish Youth Foundation	1st April 2007	2nd February 2011	Ireland	105853
Pony Express Limited	19th October 2006	15th July 2010	Ireland	361640
Pony Cabs Limited	19th October 2006	15th Dec 2009	Ireland	361639
Powerflute	16 February 2005	17th August 2007	Finland	1927906-4
CNG Group	November 2004	August 2007	Ireland	
Tri Charity Limited	14th January 2005	June 2007	Ireland	396317
European Open Golf Championship	28th February 2000	2006	England	1558411
Jefferson Holdings Limited	31st December 1985	Liquidated June 2006	Ireland	25442
Flire Ltd	3rd July 2003	Feb 2006	Ireland	370680
Bacchantes Limited		31st December 1995	Ireland	31054
Bacchantes Property Limited		31st December 1995	Ireland	42989
Excel Couriers Limited		31st December 1995	Ireland	112807
Radio Two Thousand Limited		31st December 1995	Ireland	137665
Forenaghts Stud Farm Ltd	20th February 1986	16th December 1996	Ireland	106167
Leefung-Asco Printers Holdings Ltd	1st January 1995	31st December 2002	Bermuda	F5164
MBI Ltd	1st January 1989	31st December 2002	Canada	Unknown