

**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  
 (as amended by section 10 Companies (Amendment) Act 2009)  
 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

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REGISTRATION OFFICE



print date stamp

5329675



Companies Acts, 1963 to 2009

**B1**

Tick box if bond is attached   
*note eighteen*

Company Number  
 7 6 9 4 1

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

Company Name  
*in full*

Apple Operations International

Return made up to  
*notes one and two*

Day Month Year  
 27 06 2012

If the return is made up to a date **earlier** than the company's existing Annual Return Date (ARD), one of the following boxes **must** be ticked.

- The company wishes to RETAIN the anniversary of its existing ARD for next year.
- The company wishes to CHANGE its ARD for next year to the anniversary of its made-up-to-date on this return.

Financial Year  
*note three*

From Day Month Year To Day Month Year  
 26 09 2010 24 09 2011

Audit Exemption  
*note four*

Please tick the box if the company is claiming the exemption from audit in respect of the financial year covered by the accounts attached to this return. The company may **not** claim the audit exemption if it is late in filing this annual return or was late in filing its last annual return to which accounts were attached or if the company is a parent or subsidiary company or is a public company, including a guarantee company. *note four*

Auditor Registration Number  
*note twenty three*

A I 2 2 2 2 3 7

Auditor Registration Number (ARN): This is a unique number that is allocated to each individual auditor/firm of auditors by a Recognised Accountancy Body (RAB). The ARN for each registered auditor may be obtained by checking the Public Register of Auditors on the CRO website, [www.cro.ie](http://www.cro.ie) *note twenty three*

Presenter Details

Person to whom queries can be addressed Registered on [www.core.ie](http://www.core.ie)?  Yes  No

Name	Matheson Ormsby Prentice	
Address	70 Sir John Rogerson's Quay, Dublin 2, Ireland	
Presenter Email	mop@mop.ie	Reference Number
Telephone Number	+1 232 2000	Fax Number +1 232 3333
DX Number		DX Exchange

**Registered Office**

*note five*

Hollyhill Industrial Estate, Hollyhill, Cork, Ireland
Email Address (optional): <i>see note five</i>

**Other Addresses**

*note six*

Address	Register(s)/documents held at this address

**Secretary**

*note seven*

Surname	Former Surname <i>note eight</i>
Levoff	None

*note seven*

Forename	Former Forename <i>note eight</i>
Gene Daniel	None

Residential Address  
*note seven*

c/o 18880 Homestead Road, Santa Clara, CA 95051, United States
----------------------------------------------------------------

**Donations for Political Purposes**

None

*note nine and ten*

Name of person or political party to whom donation was made


Value of donation € / \_


**Authorised Share Capital**

*note eleven*

Total	€/ _	1,269.70	made up as follows:	Nominal Value
Class			Number of Shares	Per Share €/ _
Deferred Ordinary			1,000	1.2697

**Issued Share Capital**  
*(insert nominal values)*

Total	€/ _	2,5394	made up as follows:
Paid up on shares issued for cash	€/ _	2,5394	} 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)	

**Shares Issued**

**Consideration - all cash**

Total standing to credit of Capital Conversion Reserve Fund *note twelve* €/ \_ 0.00

Class	Number of Shares	Total Nominal Value €/ _	Total Premium Paid €/ _	Total Amount Paid €/ _
Deferred Ordinary	2	2,5394	0.00	2,5394
Totals (A)	2		(C)	2,5394

**Consideration - not all cash**

Class	Number of Shares	Total Nominal Value €/ _	Total Premium Considered Paid €/ _	Total Amount Considered Paid €/ _
Totals (B)	0		(D)	0.00

**Totals**

Total number of shares issued (A) + (B)  Total paid and unpaid and considered paid (C) + (D) + (E) + (F) €/ \_ 2,5394

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 thirteen*


**Authorised Share Capital**

*note eleven*

Total		
●/US\$	727,000.00	made up as follows:
Class	Number of Shares	Nominal Value Per Share ●/US\$
Ordinary	727,000	1.00

**Issued Share Capital**  
*(insert nominal values)*

Total		
●/US\$	726,057.00	made up as follows:
Paid up on shares issued for cash	●/US\$ 700,001.00	} The sum of these figures must equal the total issued share capital.
Considered paid on other shares	●/US\$ 26,056.00	
Total calls unpaid	●/US\$ 0.00 (E)	
Total not yet called	●/US\$ 0.00 (F)	

**Shares Issued**  
*Consideration - all cash*

Total standing to credit of Capital Conversion Reserve Fund *note twelve* ●/US\$ 0.00

Class	Number of Shares	Total Nominal Value ●/US\$	Total Premium Paid ●/US\$	Total Amount Paid ●/US\$
Ordinary	700,001	700,001.00	0.00	700,001.00
Totals (A)	700,001			700,001.00 (C)

*Consideration - not all cash*

Class	Number of Shares	Total Nominal Value ●/US\$	Total Premium Considered Paid ●/US\$	Total Amount Considered Paid ●/US\$
Ordinary	26,056	26,056.00	66,920,250.00	66,946,306.00
Totals (B)	26,056			66,946,306.00 (D)

**Totals**

Total number of shares issued (A) + (B) 726,057 Total paid and unpaid and considered paid (C) + (D) + (E) + (F) ●/US\$ 67,646,307.00

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 thirteen*


**List of Past and Present Members**

Persons holding shares on the date to which the annual return has been made up for 20 12 (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 incorporation of the company. *note fourteen*

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

<i>notes seven and fifteen</i>	Name and Address	Share Class	Numbers Held <i>note sixteen</i>	Number Transferred and Date <i>note seventeen</i>	Particulars of Transferee <i>note seventeen</i>
Name Address	Apple (UK) Limited 100 New Bridge Street , London, EC4V 6JA, United Kingdom	US\$1.00 Ordinary	26,005		
Folio No.					
Name Address	Apple Inc. CT Corporation System, 818 West Seventh St, Los Angeles CA 90017, United States	US\$1.00 Ordinary	700,051		
Folio No.					
Name Address	Apple Inc. CT Corporation System, 818 West Seventh St, Los Angeles CA 90017, United States	€1.2697 Deferred Ordinary	2		
Folio No.					
Name Address	Baldwin Holdings Unlimited Tricor Services (BVI) Limited , PO Box 3340, Road Town, Tortola, Virgin Islands, British	US\$1.00 Ordinary	1		
Folio No.					
Name Address					
Folio No.					
Name Address					
Folio No.					
Name Address					
Folio No.					
Name Address					
Folio No.					
Name Address					
Folio No.					

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)**).

**Directors**

*including shadow/ alternate directors if any*

*note seven*

*note seven*

Date of Birth

Residential Address  
*note seven*

Business Occupation

Other Directorships

Surname	Former Surname <i>note eight</i>
Kearney	None
Forename	Former Forename <i>note eight</i>
Cathy	None
Day Month Year	EEA Resident <i>note eighteen</i> <input checked="" type="checkbox"/> Alternate Director <i>note nineteen</i> <input type="checkbox"/>
2 7   1 1   1 9 6 3	
c/o Hollyhill Industrial Estate, Hollyhill, Cork, Ireland	
Director of Operations	Nationality Irish
Company <i>note twenty</i>	Place of Incorporation <i>note twenty one</i> Company Number
See continuation sheet	

*note seven*

*note seven*

Date of Birth

Residential Address  
*note seven*

Business Occupation

Other Directorships

Surname	Former Surname <i>note eight</i>
Levoff	None
Forename	Former Forename <i>note eight</i>
Gene Daniel	None
Day Month Year	EEA Resident <i>note eighteen</i> <input type="checkbox"/> Alternate Director <i>note nineteen</i> <input type="checkbox"/>
2 0   0 1   1 9 7 4	
c/o 18880 Homestead Road, Santa Clara, CA 95051, United States	
Businessman	Nationality American
Company <i>note twenty</i>	Place of Incorporation <i>note twenty one</i> Company Number
See continuation sheet	

*note seven*

*note seven*

Date of Birth

Residential Address  
*note seven*

Business Occupation

Other Directorships

Surname	Former Surname <i>note eight</i>
Wipfler	None
Forename	Former Forename <i>note eight</i>
Gary Joseph	None
Day Month Year	EEA Resident <i>note eighteen</i> <input type="checkbox"/> Alternate Director <i>note nineteen</i> <input type="checkbox"/>
2 4   0 5   1 9 5 9	
c/o 10500 N. De Anza Blvd, Cupertino, CA 95014, United States	
Businessman	Nationality American
Company <i>note twenty</i>	Place of Incorporation <i>note twenty one</i> Company Number
See continuation sheet	

**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 two*

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 99 members, the excess of the number of members over 99 consisting wholly of persons who, under section 33(1)(b) Companies Act 1963, are not included in reckoning the number of members.

Signed Gary Wipfler Director Gene Levoff Secretary

Name in bold capitals or typescript

**GARY WIPFLER** **GENE LEVOFF**



Company Number 76941

Director's Name Gene Daniel Levoff

## Other directorships

Company Name <i>note twenty</i>	Place of Incorporation <i>note twenty one</i>	Company Number	Resigned
Anobit Limited	Korea, Republic of	007609	
Anobit Technologies Inc.	United States	4265845	
Anobit Technologies Ltd.	Israel	513844514	
Apple (UK) Limited	England	1591116	
Apple AB	Sweden	556237-7647	
Apple Asia Limited	Hong Kong	153635 [HRID]	
Apple Asia LLC	United States	3064055	
Apple Benelux B.V.	Netherlands	30063224	
Apple Chile Comercial Limitada	Chile	14.541 Folio 20.792 of 2012	
Apple Computer (Proprietary) Limited	South Africa	1993/004137/0 7	
Apple Computer UK Partners	United Kingdom	2984339	
Apple Distribution International		470672	
Apple Europe Limited	United Kingdom	5051046	
Apple Holding B.V.	Netherlands	08058671	
Apple Insurance Company, Inc.	United States	14402760	
Apple Israel Limited	Israel	51-468489-3	
Apple Korea Ltd.	Korea, Republic of	110111-160611 4	
Apple Malaysia Sdn. Bhd.	Malaysia	491974 A	
Apple Marketing Iberia, S.A.	Spain	C.I.F. A/58022724	



Company Number 76941

Director's Name Gene Daniel Levoff

## Other directorships

Company Name <i>note twenty</i>	Place of Incorporation <i>note twenty one</i>	Company Number	Resigned
Apple Mexico, S.A. de C.V.	Mexico	354771	
Apple Middle East FZ-LLC	United Arab Emirates	46	
Apple Netherlands B.V.	Netherlands	08058667	25/09/2011
Apple Operations		492405	
Apple Operations Europe		76927	
Apple Operations Mexico, S.A. de C.V.	Mexico	167437	
Apple Philippines, Inc.	Philippines	A1997-19277	
Apple Portugal, Unipessoal Lda.	Portugal	508141966	
Apple Procurement and Operations Management (Shanghai) Company Limited	China	310000400623430	
Apple Pty Limited	Australia	ACN 002510 054	
Apple Retail Spain, S.L.	Spain	CIF: B-65130643	
Apple Retail Sweden AB	Sweden	556869-1942	
Apple Retail UK Limited	United Kingdom	4996702	
Apple Sales International		157192	
Apple Sales New Zealand	New Zealand	1779334	
Apple South Asia (Thailand) Limited	Thailand	0105542056139	
Apple South Asia Pte. Ltd.	Singapore	198903166R	
Apple Switzerland AG	Switzerland	CH-020.3.913.051-1	
Apple Xemplar Education Limited	United Kingdom	3143694	



Company Number 76941

Director's Name Gary Joseph Wipfler

## Other directorships

Company Name <i>note twenty</i>	Place of Incorporation <i>note twenty one</i>	Company Number	Resigned
Apple (UK) Limited	England	1591116	
Apple AB	Sweden	556237-7647	
Apple Asia Limited	Hong Kong	153635 [HKID]	20/09/2011
Apple Asia LLC	United States	3064055	
Apple Computer (Proprietary) Limited	South Africa	1993/004137/0 7	
Apple Computer Trading (Shanghai) Co. Ltd.	China	3101154000751 00	
Apple Computer UK Partners	United Kingdom	2984339	
Apple Electronics Products Commerce (Beijing) Company Limited	China	1100004500347 24	
Apple Europe Limited	United Kingdom	5051046	
Apple Europe, Inc.	United States	0904634	
Apple Insurance Company, Inc.	United States	14402760	
Apple Korea Ltd.	Korea, Republic of	110111-160611 4	27/09/2011
Apple Malaysia Sdn. Bhd.	Malaysia	491974 A	26/10/2011
Apple Mexico, S.A. de C.V.	Mexico	354771	
Apple Middle East FZ-LLC	United Arab Emirates	46	
Apple Operations Europe		76927	
Apple Operations Mexico, S.A. de C.V.	Mexico	167437	
Apple Philippines, Inc.	Philippines	A1997-19277	23/08/2011
Apple Portugal, Unipessoal Lda.	Portugal	508141966	

Company Number 76941

Director's Name Gary Joseph Wipfler

## Other directorships

Company Name <i>note twenty</i>	Place of Incorporation <i>note twenty one</i>	Company Number	Resigned
Apple Procurement and Operations Management (Shanghai) Company Limited	China	310000400623430	
Apple Retail Italia S.R.L.	Italy	04935230963	
Apple Retail UK Limited	United Kingdom	4996702	
Apple Sales International		157192	18/04/2008
Apple Services India Private Limited	India	U72300KA2005PTCO37965	
Apple South Asia (Thailand) Limited	Thailand	0105542056139	31/01/2012
Apple Trading (Shanghai) Company Limited	China	310115400257368	
Apple Xemplar Education Limited	United Kingdom	3143694	
AppleCare Service Company, Inc.	United States	13959754	
Baz Industries, Inc.	United States	C2276086	
Braeburn Capital, Inc.	United States	E0667452005-7	
Campus Holdings, Inc.	United States	4927515	
FileMaker, Inc.	United States	2107514	
FinanceTech, Inc.	United States	21524699*	14/06/2011
Fingerworks Inc.	United States	3032368	
Focal Point Systems, Inc.	United States	C1520656	
Gene-E Acquisition Corp.	United States	4809941	29/04/2010
Gravenstein, Inc.	United States	2790465	
Groupe Poly9 Inc.	Canada	11632213	

Company Number 76941

Director's Name Gary Joseph Wipfler

Other directorships

Company Name <i>note twenty</i>	Place of Incorporation <i>note twenty one</i>	Company Number	Resigned
Im-Sense Limited	United Kingdom	05692675	
iTunes K.K.	Japan	0199-01-093534	30/10/2009
la la media, inc.	United States	3992866	
Microsense Computers Limited	United Kingdom	1384199	
NetSelector, Inc.	United States	9J-11	
NeXT International, Inc.	United States	C1656489	
NeXT Software, Inc.	United States	C1187683	
PA Semi, Inc.	United States	3681860	15/06/2011
Quattro Wireless, Inc.	United States	4202114	
Quiver Acquisition Inc.	United States	4763220	28/12/2009
SAFA Europe, Inc.	United States	2261164	22/12/2011
Siri, Inc.	United States	4455776	
SoundStep, Inc.	United States	C2134453	
Spruce Technologies, Inc.	United States	C1977352	
Tickle Acquisition Corporation	United States	3917371	17/02/2005