

BLUEPRINT

2000

BULK

715874/30

363a

DISC

Page 544

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

00029559

Company Name in full

Camellia PLC

Date of this return

The information in this return is made up
to

Day Month Year

0 5 0 5 2 0 0 6 ✓

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.

Companies House will then send a form at
the appropriate time.

Day Month Year

| | | | | | | |

Registered Office

Show here the address at the date of
this return.

Linton Park, Linton

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

Post town

Maidstone

County / Region

Kent

UK Postcode

ME17 4AB

Principal business activities

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

7415 ✓

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

| | | | | | | |



A51
COMPANIES HOUSE
A41XDFRN
131
27/05/2006

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ**DX 33050 Cardiff**

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**DX 235 Edinburgh**

for companies registered in Scotland

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

The Registry, 34 Beckenham Road

Post town Beckenham

County / Region Kent

UK Postcode BR3 4TU

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept.

Post town

County / Region

UK Postcode

Company type

Public limited company

X

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

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

* Voluntary details.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Name

* Style / Title

Mr.

Forename(s)

Michael David

Surname

Conway

Address

Wealdens, Haviker Street

Post town

Collier Street Village

County / Region

Kent

UK Postcode

TN12 9RG

Country

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

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Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr.	
	Day	Month	Year
Date of birth	2	0	0 9 1 9 4 2
Forename(s)	Peter Alan		
Surname	Leggatt		
Address	28 Lower Belgrave Street, London		
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.			
Post town			
County / Region		UK Postcode	
Country		Nationality	British
Business occupation	Director		

* Voluntary details.

Name	* Style / Title	Mr.	
	Day	Month	Year
Date of birth	0	2	1 1 1 9 4 7
Forename(s)	Anil Kumar		
Surname	Mathur		
Address	14 Windmill Heights, Bearsted		
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.			
Post town	Maidstone		
County / Region	Kent	UK Postcode	ME14 4QE
Country	England	Nationality	British
Business occupation	Chartered Accountant		

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr.	
		Day	Month
		Year	
Date of birth		2	8
		0	2
		1	9
		4	5
		✓	
Forename(s)	Malcolm Courtney		
Surname	Perkins		
Address	Fordlands, Crowhurst Road		
	✓		
Post town	Catsfield		
County / Region	East Sussex	UK Postcode	TN33 9BT
Country		Nationality	British
Business occupation	Chartered Accountant		

* Voluntary details.

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr.	
		Day	Month
		Year	
Date of birth		0	6
		1	0
		1	9
		4	6
		✓	
Forename(s)	David Arthur		
Surname	Reeves		
Address	20 The Avenue,		
	✓		
Post town	Billericay,		
County / Region	Essex	UK Postcode	CM12 9HG
Country	England	Nationality	British
Business occupation	Company Director		

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title

Day Month Year
Date of birth 2 3 0 6 1 9 4 8

Forename(s) Christopher John

Surname Relleen

Address

3 Claygate Lodge Close

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Claygate

County / Region Surrey

UK Postcode KT10 OPS

Country

Nationality British

Business occupation Company Director

* Voluntary details.

Name * Style / Title Mr.

Day Month Year
Date of birth 1 4 0 2 1 9 4 2

Forename(s) Abu Sayeed Muhammad Obaidus

Surname Subhan

Address

13 South Avenue, Gulshan

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Dhaka

County / Region

UK Postcode

Country Bangladesh

Nationality Bangladeshi

Business occupation Director

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name	* Style / Title	Mr.	
		Day	Month
		Year	
Date of birth		2	0
		0	2
		1	9
		3	4
		✓	
Forename(s)	Charles Philip Talbot		
Surname	Vaughan-Johnson		
Address	Almonry House, Muchelney		
Post town	Langport		
County / Region	Somerset	UK Postcode	TA10 0DG
Country	UK	Nationality	British
Business occupation	Banker		

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

* Voluntary details.

Name	* Style / Title		
		Day	Month
		Year	
Date of birth			
Forename(s)			
Surname			
Address			
Post town			
County / Region		UK Postcode	
Country		Nationality	
Business occupation			

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Issued share capital

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

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
ORDINARY <i>100</i>	2,842,364 ✓	£284,236.40
Totals	2,842,364 ✓	284,236.40 ✓

List of past and present shareholders

(use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

☐

on paper

in another format

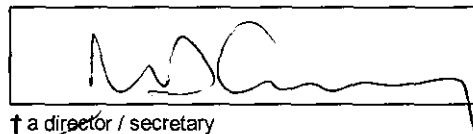
A list of changes is enclosed

☒☐

A full list of shareholders is enclosed

☐☒**Certificate**

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

Signed**Date**

25/05/06

† Please delete as appropriate.

† a director / secretary

When you have signed the return send it with the fee to the Registrar of Companies.
Cheques should be made payable to **Companies House**.

This return includes continuation sheets.
(enter number)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Mrs Louise Gilligan, Linton Park, Linton, Maidstone,
Kent, ME17 4AB
Tel 01622 740202

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2000

DX number DX exchange

List of past and present shareholders

Schedule to form 363a

CHFP010

Company Number | 00029559

Company Name in full | Camellia PLC

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following the incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name Registrar Address The Registry , 34 Beckenham Road , Beckenham , Kent , England UK postcode BR3 4TU	£0.10 ORDINARY Shares Held 2,842,364		
Name Address UK postcode			
Name Address UK postcode			

**FORM ML8
DISK/FICHE**

A

**BULK LIST OF SHAREHOLDERS OR MEMBERS FOR COMPANY
NUMBER – 00029559**

**A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS
COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS
ANNUAL RETURN. THE LIST IS AVAILABLE ON MICROFICHE. TO
OBTAIN A COPY ON MICROFICHE OR PAPER:**

COMPANIES HOUSE DIRECT CUSTOMERS PHONE – 08457 573991

WEB CUSTOMERS PHONE – 0870 3333636

SEARCH ROOM CUSTOMERS - ASK AT THE COUNTER

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

The Group's interests in Related Undertaking - Subsidiary Undertakings at 31 December 2005 are as follows:

Companies are wholly owned and registered in England and Wales unless otherwise stated.

Name

Camellia Investments Limited
David Field Limited
Jetinga Holdings Limited
Jetinga Valley Tea Company Limited
J.P.L. Fine Arts Limited
Lawrie Group Plc (*see also attached sheet – Appendix A*)
 Alex Lawrie & Company Limited
 British Indian Tea Company Limited
 The Dejuo Tea Company Limited
 The Jhanzie Tea Association Limited
 The Harmutty Tea Company Limited
Amgoorie Investments Limited
Assam-Dooars Holdings Limited
 Assam-Dooars Investments Limited
 Lankapara Tea Company Limited
 Vaghamon (Travancore) Tea Company Limited
Isa Bheel Tea Company Limited
 The Dhoolie Tea Company Limited
Jatel Plc
 The Amgoorie Tea Estates Limited
Lawrie (Bermuda) Limited (*incorporated in Bermuda*)
Lawrie International Limited (*incorporated in Bermuda*)
 C.C. Lawrie Comercio E Participacoes Ltda, (*incorporated in Brazil*)
 Layton Holdings Limited (*incorporated in Uruguay – 50 per cent. holding*)
 E.P. Lawrie Agro Pecuaria E Participacoes Ltda (*incorporated in Brazil – 50 per cent. holding*)
Lawrie Plantation Services Limited
 Goodricke Lawrie Consultants Limited
 Horace Hickling & Company Limited
Linton Park Plc (*79.16 per cent. holding*)
 Eastern Produce Investments Limited (*owned directly by Linton Park Plc*)
 Bordure Limited
 Associated Fisheries Limited
 ACS&T Gloucester Limited
 ACS&T Grimsby Limited
 ACS&T Humberside Limited
 ACS&T Seamer Limited

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

(cont'd)

Name

ACS&T Tewkesbury Limited
ACS&T Wolverhampton Limited
AJT Engineering Limited (*Registered in Scotland*)
Affish B.V. (*Incorporated in Holland*)
Affish Limited
Associated Cold Stores & Transport Limited
Associated Fisheries Scotland Limited (*Registered in Scotland*)
BUT Engineers (Fleetwood) Limited
BUT Engineers (Grimsby) Limited
British United Trawlers Limited
Feltham One Limited
Feltham Two Limited
G. F. Sleight & Sons Limited
Granton Transport Limited
Hellyer Brothers Limited
Hudson Brothers Trawlers Limited
Humber Commercial Limited
Humber St. Andrew's Engineering Company Limited
Wylax International BV (*Incorporated in Holland*)
British Heat Treatments Limited
B.T.S. Chemicals Limited
Chisambo Holdings Limited
Craighead Investments Limited
Eastern Produce Africa Limited
Fescol Limited
Hamstead Village Investments Limited
Kakuzi Limited (*incorporated in Kenya - 26.06 per cent. owned by Bordure Limited and 24.64 per cent. owned by Lintak Investments Limited*)
 Estate Services Limited (*incorporated in Kenya*)
 Kaguru Limited (*incorporated in Kenya*)
 Siret Tea Company Limited (*incorporated in Kenya*)
Kapsumbaiwa Factory Company Limited
North West Profiles Limited
Ruo Estates Holdings Limited
The Ceylon Upcountry Tea Estates Limited
The Eastern Produce & Estates Company Limited
The Tyspane Tea Company Limited

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

(cont'd)

Name

John Ingham & Sons, Limited

Bonathaba Farms (Pty) Limited (*incorporated in South Africa*)

Aanslaan Eiendomme (Pty) Limited (*incorporated in South Africa*)

PER Redelinghuys Eiendomme (Bonathaba) (Pty) Ltd (*incorporated in South Africa*)

PER Redelinghuys Beleggings (Bonathaba) (Pty) Ltd (*incorporated in South Africa*)

Ruitersvlei Estates (Bonathaba) (Pty) Ltd (*incorporated in South Africa*)

TM&E Investments (Bonathaba) (Pty) Ltd (*incorporated in South Africa*)

Blantyre & East Africa, Limited (*Registered in Scotland*)

British African Tea Estates (Holdings) Limited

British African Tea Estates Limited

Gotha Tea Estates Limited

Kumadzi Tea Estate Limited

Nasonia Tea Company Limited (*Incorporated in Malawi*)

Chisambo Tea Estate Limited

Cholo Holdings Limited

Die Baken Farms (Pty) Limited (*Incorporated in South Africa*)

Eastern Produce do Brasil Participacoes Ltda (*Incorporated in Brazil*)

E.P. Lawrie Agro Pecuaria E Participacoes Ltda (*incorporated in Brazil - 50 per cent. holding*)

Eastern Produce Kenya Limited (*Incorporated in Kenya - 78.0 per cent. holding*)

East African Tea Plantations Limited (*incorporated in Kenya*)

Kip Koimet Tea Company Limited (*Incorporated in Kenya*)

Eastern Produce Malawi Limited (*Incorporated in Malawi - 73.2 per cent holding*)

Eastern Produce (R.B.D.A.) Limited (*Incorporated in Malawi*)

Victoria Investments Limited (*Incorporated in Malawi*)

Plantation House Investments Limited (*Incorporated in Malawi - 50.2 per cent. held by Eastern Produce Malawi Limited*)

Blantyre Insurance & General Agencies Limited (*Incorporated in Malawi*)

E.P. Chile SA (*Incorporated in Chile*)

Hacienda Chada S.A. (*Incorporated in Chile*)

E.P. USA Inc. (*Incorporated in USA*)

E.P. California Inc. (*Incorporated in USA*)

Horizon Farms (*a United States of America general partnership - 80 per cent. holding*)

North American Crop Services Limited (*Incorporated in USA*)

SWF Citrus Inc. (*Incorporated in USA*)

Lintak Limited (*incorporated in Kenya*)

Rosehaugh (Africa) Limited

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

(cont'd)

Name

Sandbach Export Limited
Sapekoe (Pty) Limited (*incorporated in South Africa – 73.2 per cent. holding*)
Aromatics & Flavours International (Pty) Limited (*incorporated in South Africa*)
Mukumbani (Pty) Limited (*incorporated in South Africa -84.6 per cent. owned by Sapekoe (Pty) Limited*)
Novatrac (Pty) Limited (*incorporated in South Africa*)
Sapekoe Estates (Pty) Limited (*incorporated in South Africa*)
El Toro Cattle Company (Pty) Limited (*incorporated in South Africa*)
Extracted Oils & Resin (Pty) Limited (*incorporated in South Africa*)
Saprika (Pty) Limited (*incorporated in South Africa –67 per cent. owned by Sapekoe Estates (Pty) Limited*)
Zetmac (Pty) Limited (*Incorporated in South Africa – 26 per cent. owned by Sapekoe Estates (Pty) Limited*)
Sapekoe Ngome Estate (Pty) Limited (*incorporated in South Africa*)
Sapekoe Pusela (Pty) (*incorporated in South Africa*)
Sapekoe Richmond Estate (Pty) Limited (*incorporated in South Africa*)
Sapekoe Sales (Pty) Limited (*incorporated in South Africa -50.0 per cent. owned by Sapekoe (Pty) Limited*)
Tshivhase Teeprodusente (Pty) Limited (*incorporated in South Africa – 50 per cent. owned by Sapekoe (Pty) Limited*)
Venteco (Pty) Limited (*incorporated in South Africa – 52.8 per cent. owned by Sapekoe (Pty) Limited*)
The Kapsumbeiwa Tea Company Limited
The Ruo Estates, Limited
Thyolo Highlands Tea Estates Limited
Robert Hudson Holdings Limited
Robertson Boís Dickson Anderson Limited
Unochrome Industries Limited
Abbey Metal Finishing Company Limited
AKD Engineering Limited
British Metal Treatments Limited
General Utilities (Stockport) Limited
Silverthorne-Gillott Limited
Longbourne Holdings Limited
The Allynugger Tea Company Limited
Amo Tea Company Limited
The Chandpore Tea Company Limited
The Lungla (Sylhet) Tea Company Limited
The Mazdehee Tea Company Limited
Octavius Steel & Co. (London) Limited

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

(cont'd)

Name

Stewart Holl Investments Limited
The Doolahat Tea Company Limited
The Endogram Tea Company Limited
The Longai Valley Tea Company Limited
Walter Duncan & Goodricke Limited
Banbury Tea Warehouses Limited
Duncan Lawrie Holdings Limited
Duncan Lawrie Limited
Duncan Lawrie Pension Trustees Limited
Dunlaw Nominees Limited
Duncan Lawrie Unit Management Limited
Duncan Lawrie Investments Limited
Duncan Lawrie International Holdings Limited
Duncan Lawrie (IOM) Limited (*incorporated in Isle of Man*)
Dunman Nominees Limited (*incorporated in Isle of Man*)
Dunman Pension Trustees Limited (*incorporated in Isle of Man*)
Havelock Nominees Limited (*incorporated in Isle of Man*)
Mount Havelock Investments Limited (*incorporated in Isle of Man*)
Shula Limited (*incorporated in Isle of Man – 50.01 per cent. holding*)
Mount Havelock Holdings Limited
Duncan Lawrie Offshore Services Limited (*incorporated in Isle of Man*)
Duncan Lawrie Trust Co. Limited (*incorporated in Guernsey*)
Onyx Trustee Company Limited (*incorporated in Jersey*)
Onyx Investments Limited (*incorporated in Jersey*)
Sterling Securities Limited (*incorporated in Guernsey*)
Duncan Lawrie (Middle East) Limited (*incorporated in Cyprus*)
Fidelity Trustees Limited (*incorporated in Cyprus*)
Hobart Place Nominees Limited
Sterling Industrial Securities Limited
S.I.S. Securities Limited
Sterling Leasing Limited
W.D.G. Properties Limited
Western Dooars Tea Holdings Limited
Western Dooars Investments Limited
The Bagracote Tea Company Limited

CAMELLIA Plc
Information required by Companies Act 1985 - Section 231

The Group's interests in Related Undertaking - Associated Undertakings at 31 December 2005 are as follows:

<i>Name of Company</i>	<i>Class of shares held</i>	<i>% of shares held</i>	<i>Shares held by</i>
Siegfried Holding AG <i>(Incorporated in Switzerland)</i>	Registered	32.3	Affish Ltd

CAMELLIA Plc

Information required by Companies Act 1985 - Section 231

The Group's interests in Related Undertaking - Other Significant Holdings at 31 December 2005 are as follows:

<i>Name of Company</i>	<i>Class of shares held</i>	<i>% of shares held</i>	<i>Shares held by</i>
The Tay Salmon Fishing Co. Ltd (Registered in Scotland)	Ordinary	13.0	Associated Fisheries Ltd
Zetmac (Pty) Limited	Shares	26.0	Sapekoe Estates (Pty) Ltd
Sapekoe Sales (Pty) Limited	Shares	50.0	Sapekoe (Pty) Ltd
Tshivhase Teeprodusente (Pty) Limited	Shares	50.0	Sapekoe (Pty) Ltd

Appendix A

LAWRIE GROUP PLC (continued)

REGISTERED IN NEPAL

Gorkha Lawrie (Private) Limited	Associated
Himalaya Goodricke PVT Limited	Associated

REGISTERED IN INDIA

	%
Amgoorie India Limited	86.0
Borbam Investments Limited	78.56
Dooteriah & Kalej Valley Tea Estates PVT Limited	Associated
Elgin Investments & Trading Company Limited	78.56
Goodricke Group Limited	84.0
Goodricke Technical & Management Services Limited	78.56
Lebong Investments Limited	78.17
Koomber Properties & Leasing Company Limited	78.17
Koomber Tea Company Limited	85.0
Stewart Holl (India) Limited	92.0
Tiru Tea Company Limited	100.0

REGISTERED IN BANGLADESH

	%
Chittagong Warehouses Limited	88.21
Duncan Brothers Bangladesh Limited	100.0
Duncan Products Limited	100.0
Octavius Steel & Co of Bangladesh Limited	100.0
United Insurance Company Limited	Associated
Surmah Valley Tea Co Limited	100% owned by U.I.C. Limited
United Leasing Company Limited	Associated
Eastland Camellia Limited) 78.57% owned by Allynugger
) 1.00% owned by Duncan Brothers
) 2.00% owned by Duncan Products
) <u>2.00%</u> Individuals controlled by the Company
	<u>83.57%</u>