



Please complete in typescript,
or in bold black capitals.

WJ
039645
19076

363a

Annual Return

Company Number

324504

Company Name in full

XRO Limited



* F363AD40 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

21 03 1998

Date of next return (See note 2)

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

21 03 1999

Registered Office (See note 3)

Show here the address at the date of
this return.

6, CONNAUGHT PLACE

LONDON W2 2EZ

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

Post town

County / Region

Postcode

Principal business activities

(See note 4)

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

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

HOLDING COMPANY

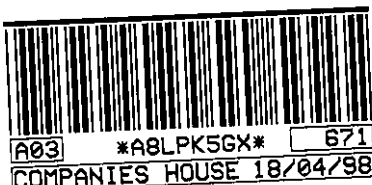
When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



Form 287 March 1993

Register of members (See note 5)

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

Post town

County / Region

Postcode

Register of Debenture holders

(See note 6)

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Company type (See note 7)

Public limited company

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 mark the appropriate box

Company Secretary (see notes 1-5)

Details of a new company secretary must be notified on form 288a.

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

Name

* Style / Title

MRS

*Honours etc

Forename(s)

CAROLE

Surname

SHEPHARD

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

1 HILLGROVE

JOINERS LANE

Usual residential

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

Post town

CHALFONT ST PETER

County / Region

BUCKINGHAMSHIRE

Postcode

SL9 0BT

Country

ENGLAND

Directors (see notes 1 to 5)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	MR	Day	Month	Year	
	* Honours etc		Date of birth	25	07	1950
	Forename(s)	CHARLES PHILLIPS				
	Surname	GILLIAM				
	Previous forename(s)					
	Previous surname(s)					
Address	10 LITTLE RIVER LANE					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	REDDING				
	County / Region	CONNECTICUT	Postcode	06897		
	Country		Nationality			
Business occupation	LAWYER					
Other directorships	See attached list					
* Voluntary details.						

Name	* Style / Title	MR	Day	Month	Year	
	* Honours etc		Date of birth	07	11	1947
	Forename(s)	RUSSELL				
	Surname	OKASAKO				
	Previous forename(s)					
	Previous surname(s)					
Address	34 SALEM ROAD					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	WILTON				
	County / Region	CONNECTICUT	Postcode	06897		
	Country		Nationality			
Business occupation	ACCOUNTANT					
Other directorships	See attached list					

Directors (see notes 1-5)

Please list directors in alphabetical order

Details of new directors must be notified on form 288a.

Name	* Style / Title	MRS	Day	Month	Year	
	* Honours etc		Date of birth	11	12	1955
Forename(s)	CAROLE					
Surname	SHEPHARD					
Previous forename(s)						
Previous surname						
Address	1 HILLGROVE, JOINERS LANE					
	Post town	CHALFONT ST PETER				
	County / Region	BUCKINGHAMSHIRE	Postcode	SL9 0BT		
	Country	ENGLAND				
Nationality	BRITISH					
Business occupation	BARRISTER					
Other directorships	See attached list					

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

Name	* Style / Title	MR	Day	Month	Year	
	* Honours etc		Date of birth	14	09	1945
Forename(s)	MICHAEL RICHARD					
Surname	SMART					
Previous forename(s)						
Previous surname						
Address	MAGPIE COTTAGE					
	Post town	OVING				
	County / Region	BUCKINGHAMSHIRE	Postcode	HP22 4HN		
	Country	ENGLAND				
Nationality	BRITISH					
Business occupation	DIRECTOR, TAXATION					
Other directorships	See attached list					

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

* Voluntary details.

Other relevant directorships

Company Number	324504
Company Name	XRO Limited
Directors Name	GILLIAM CHARLES PHILLIPS

† Directors only.

† Other directorships

NEMO (AKS) LIMITED

RRXH LIMITED

RRXIL LIMITED

RRXO LIMITED

XEROX OVERSEAS HOLDINGS PLC

XRI LIMITED

XRO LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number	324504
Company Name	XRO Limited
Directors Name	OKASAKO RUSSELL

† Directors only.

† Other directorships

NEMO (AKS) LIMITED
RRXH LIMITED
RRXIL LIMITED
RRXO LIMITED
XEROX OVERSEAS HOLDINGS PLC
XRI LIMITED
XRO LIMITED

NOTES

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- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number **324504**

Company Name **XRO Limited**

Directors Name **SHEPHARD CAROLE**

† Directors only.

† Other directorships

BESSEMER TRUST LIMITED

NEMO (AKS) LIMITED

RRXH LIMITED

RRXIL LIMITED

RRXO LIMITED

TRITON BUSINESS FINANCE LIMITED

XEROX BUSINESS EQUIPMENT LIMITED

XEROX COMPUTER SERVICES LIMITED

XEROX IMAGING SYSTEMS UK LIMITED

XEROX MAILING SYSTEMS LIMITED

XEROX OVERSEAS HOLDINGS PLC

XEROX RESEARCH (UK) LIMITED

XRI LIMITED

XRO LIMITED

NOTES

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You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number **324504**

Company Name **XRO Limited**

Directors Name **SMART MICHAEL RICHARD**

† Directors only.

† Other directorships

NEMO (AKS) LIMITED

RRXH LIMITED

RRXIL LIMITED

RRXO LIMITED

TRITON BUSINESS FINANCE LIMITED

XEROX BUSINESS EQUIPMENT LIMITED

XEROX ENGINEERING SYSTEMS EUROPE LIMITED

XEROX PROFESSIONAL SERVICES LIMITED

XEROX RESEARCH (UK) LIMITED

XRI LIMITED

XRO LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

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You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Issued share capital (see note 9)
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)
CONVCUMREDPREFSTG	227,552,614	£ 45,510,522.80
CONVPREF \$ SHARE	227,552,614	US\$ 2,275,526.14
ORDINARY .10P	838,340,334	£ 83,834,033.40
US .01	838,340,334	US\$ 8,383,403.34
Totals		

List of past and present members
(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.
(see note 10)

There were no changes in the period

☐

on paper in another format

A list of changes is enclosed

☐
☐

A full list of members is enclosed

☒
☐

Elective resolutions
(Private companies only)
(See note 11)

If at the date of this return an election is in force to dispense with annual general meetings, mark this box

☐

If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

☐

Certificate

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

Signed

Carole Shephard

Date

16.4.98

† 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

(enter number)

continuation sheets.

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

MRS CAROLE SHEPHARD, XEROX LIMITED, PARKWAY, MARLOW, SL7 1YL	
Tel	
DX number	DX exchange



Please complete in typescript,
or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

Company Number 324504

Company Name in full XRO Limited

Name and address	Number of shares or amount of stock held by existing members at date of this return.	Particulars of shares or stock transferred since the date of the last return (or in the case of the first return, since the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members.			Remarks
	Number or amount currently held	Number or amount Transferred	Date of registration of transfer		
THE RANK GROUP PLC	ConvCumRedPr efStg 0	227,552,614	22/07/97		XEROX OVERSEAS HOLDINGS PLC
THE RANK GROUP PLC	ConvPref \$ Share 0	227,552,614	22/07/97		XEROX OVERSEAS HOLDINGS PLC
THE RANK GROUP PLC	Ordinary .10p 0	838,340,334	22/07/97		XEROX OVERSEAS HOLDINGS PLC
THE RANK GROUP PLC	US .01 0	838,340,334	22/07/97		XEROX OVERSEAS HOLDINGS PLC
XEROX OVERSEAS HOLDINGS PLC PARKWAY, MARLOW, BUCKINGHAMSHIRE, SL7 1YL	ConvCumRedPr efStg 227,552,614				

List of past and present members
Schedule to form 363a, 363b

Name and address	Number of shares or amount of stock held by existing members at date of this return. Number or amount currently held	Particulars of shares or stock transferred since the date of the last return (or in the case of the first return, since the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members. Number or amount Transferred	Date of registration of transfer	Remarks
XEROX OVERSEAS HOLDINGS PLC PARKWAY, MARLOW, BUCKINGHAMSHIRE, SL7 1YL	ConvPref \$ Share 227,552,614			
XEROX OVERSEAS HOLDINGS PLC PARKWAY, MARLOW, BUCKINGHAMSHIRE, SL7 1YL	Ordinary .10p 838,340,334			
XEROX OVERSEAS HOLDINGS PLC PARKWAY, MARLOW, BUCKINGHAMSHIRE, SL7 1YL	US .01 838,340,334			