



Please complete in typescript,
or in bold black capitals.

CHFP029

363a

Annual Return

302832/75

Company Number 537728

Company Name in full P&O Overseas Holdings Limited

Date of this return

The information in this return is made up to

Day Month Year
0 1 / 0 1 / 2 0 0 4

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
0 1 / 0 1 / 2 0 0 5

Registered Office

Show here the address at the date of
this return.

79 PALL MALL

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

Post town LONDON

County / Region

UK Postcode S W 1 Y 5 E J

Principal business activities

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

7484

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



A14
COMPANIES HOUSE

0060
27/01/04

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
for companies registered in Scotland

DX 235 Edinburgh

Register of members

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

Post town

County / Region

UK Postcode

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 here where it is kept.

Post town

County / Region

UK Postcode

Company type

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

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Please tick the appropriate box

Company Secretary

* Voluntary details.

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

Forename(s)

SANDRA

Surname(s)

SCOTT

Address ††

40 THE GROVE

Post town

EALING

County / Region

LONDON

UK Postcode

W

5

5

L

H

Country

ENGLAND

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address. If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name * Style / Title MR

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

Day Month Year
Date of birth 0 7 / 0 4 / 1 9 5 9

Forename(s) RICHARD MICHAEL

Surname GRADON

Address †† SUMMER HOUSE, 18 GRANVILLE ROAD

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

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Post town OXTED

County / Region SURREY UK Postcode R H 8 0 D A

Country ENGLAND Nationality BRITISH

Business occupation SOLICITOR

* Voluntary details.

Name * Style / Title SIR

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

Day Month Year
Date of birth 0 1 / 0 5 / 1 9 3 9

Forename(s) BRUCE DUGALD

Surname MACPHAIL

Address †† THORPE LUBENHAM HALL

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

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Post town MARKET HARBOROUGH

County / Region LEICESTERSHIRE UK Postcode L E 1 6 9 T R

Country ENGLAND Nationality BRITISH

Business occupation MANAGING DIRECTOR

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name * Style / Title MRS

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

Date of birth Day Month Year
2 9 / 0 8 / 1 9 6 5

Forename(s) SANDRA

Surname SCOTT

Address †† 40 THE GROVE

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Post town EALING

County / Region LONDON

UK Postcode W 5 5 L H

Country ENGLAND

Nationality BRITISH

Business occupation CHARTERED SECRETARY

* Voluntary details.

Name * Style / Title MR

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

Date of birth Day Month Year
2 8 / 0 7 / 1 9 5 3

Forename(s) PETER ARTHUR

Surname WALKER

Address †† 64 CONNAUGHT AVENUE, CHINGFORD

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Post town LONDON

County / Region

UK Postcode E 4 7 A A

Country ENGLAND

Nationality BRITISH

Business occupation CHARTERED ACCOUNTANT

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)

£1 ORDINARY	1,081,000	£ 1,081,000.00
Totals	1,081,000	£ 1,081,000.00

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

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on paper in another format

A list of changes is enclosed

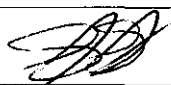
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A full list of shareholders is enclosed

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Certificate

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

Signed



Date

21/1/04

† 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.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

SANDRA SCOTT, 79 PALL MALL, LONDON, SW1Y 5EJ

Tel 0207 321 4546

DX number

DX exchange

List of past and present shareholders Schedule to form 363a

CHFP029

Company Number 537728

Company Name in full P&O Overseas Holdings Limited

- 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 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	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name P&O PROPERTY HOLDINGS LIMITED Address 247 TOTTENHAM COURT ROAD, LONDON, ENGLAND UK Postcode W1P 0HH	£1 Ordinary 324,300		
Name THE PENINSULAR AND ORIENTAL STEAM NAVIGATION COMPANY Address 79 PALL MALL, LONDON, ENGLAND UK Postcode SW1Y 5EJ	£1 Ordinary 756,700		
Name Address UK Postcode			