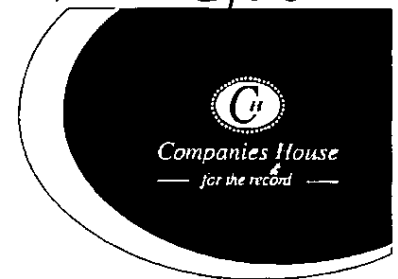


715802/30



Company Name

LYCETT, BROWNE-SWINBURNE & **363s Annual Return**
DOUGLASS LIMITED

Company Type

Private Company Limited By Shares

Company Number

706042Information extracted from
Companies House records on
26th July 2007

- > Please check the details printed in the "Current details" column
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column
- > Please complete in **black ink** and use

Section 1: Company details

TUESDAY



A01 *AS3VMSO2* 04/09/2007 562
COMPANIES HOUSE

Ref 706042/09/28

Current details**Amended details**

> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Milburn House Newcastle-Upon-Tyne NE1 1PP	Address _____ _____ _____ UK Postcode L L L L L L L																					
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Address where the Register is held At Registered Office	Address _____ _____ _____ UK Postcode L L L L L L L																					
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Not Applicable	Address _____ _____ _____ UK Postcode L L L L L L L																					
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i> > Please enter additional principal activity code(s) in "Amended details" column <i>See notes for guidance for list of activity codes</i>	<table border="1"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>6601</td> <td>Life insurance/reinsurance</td> </tr> <tr> <td>6603</td> <td>Non-life insurance/reinsurance</td> </tr> </tbody> </table>	SIC Code	Description	6601	Life insurance/reinsurance	6603	Non-life insurance/reinsurance	<table border="1"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> </tbody> </table>		SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
SIC Code	Description																						
6601	Life insurance/reinsurance																						
6603	Non-life insurance/reinsurance																						
SIC CODE	Description																						
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Section 2: Details of Officers of the Company

	Current details	Amended details
> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Company Secretary must be notified on form 288a</i>	Name David Noel PAYNE Address 12 Burnston Close Hartlepool Cleveland TS26 0EU	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of change _ _ / _ _ / _ _ _ _ Date David Noel PAYNE ceased to be secretary (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name William BARNE Address The Coach House,10 Northumberland Street, South West Lane Edinburgh EH3 6JD Date of birth 09/02/1967 Nationality British Occupation Insurance Broker	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date William BARNE ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

Amended details

If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column

*Particulars of a new Director
must be notified on form
288a*

Address
Capheaton Hall
Capheaton
Newcastle Upon Tyne
Tyne & Wear
NE19 2AB

Nationality British

Occupation Insurance Broker

Name _____

☐ Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985

Address

UK Postcode L L L L L L L

Date of birth / /

Nationality _____

Occupation _____

Date of change / /

Date John BROWNE-SWINBURNE
ceased to be director (if applicable)

LL / LL / LLLL

If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column

Particulars of a new Director
must be notified on form
288a

Address
Bank Fee Farm
Ganborough Longborough
Moreton In Marsh
Gloucestershire
GL56 0RA

Nationality British

Occupation Insurance Broker

Name

☐ Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985

Address

UK Postcode _ _ _ _ _ _ _

Date of birth / /

Nationality _____

Occupation _____

Date of change / /

Date Christopher John Godman COX
ceased to be director (if applicable)

LL / LL / LLLL

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Charles Alexander HAMILTON Address The Red House Denston Newmarket Suffolk CB8 8PW Date of birth 24/01/1955 Nationality British Occupation Director	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Charles Alexander HAMILTON ceased to be director (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name David Jonathan HEWITT Address Corrie Mead Pickhurst Road, Chiddingfold Godalming Surrey GU8 4TG Date of birth 25/10/1955 Nationality British Occupation Insurance Broker	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date David Jonathan HEWITT ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Angus Christopher KEATE Address Layside Farm Bardon Mill Hexham Northumberland NE47 7HD Date of birth 22/11/1962 Nationality British Occupation Financial Advisor	Name <hr/> <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address <hr/> <hr/> <hr/> UK Postcode L L L L L L L Date of birth L L / L L / L L L L Nationality <hr/> Occupation <hr/> Date of change L L / L L / L L L L Date Angus Christopher KEATE ceased to be director (if applicable) L L / L L / L L L L
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Mark Charles LIDDELL Address Newborough Lodge Newborough Hexham Northumberland NE47 5AT Date of birth 19/09/1954 Nationality British Occupation Insurance Broker	Name <hr/> <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address <hr/> <hr/> <hr/> UK Postcode L L L L L L L Date of birth L L / L L / L L L L Nationality <hr/> Occupation <hr/> Date of change L L / L L / L L L L Date Mark Charles LIDDELL ceased to be director (if applicable) L L / L L / L L L L

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Edward Rice NICHOLL Address Trewhitt Hall Thropton Morpeth Northumberland NE65 7ET Date of birth 03/07/1947 Nationality British Occupation Company Director	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Edward Rice NICHOLL ceased to be director (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Frank NICHOLSON Address Cocken House Chester Le Street County Durham DH3 4EN Date of birth 11/02/1954 Nationality British Occupation Company Director	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Frank NICHOLSON ceased to be director (if applicable) 20 / 04 / 2003

Amended details

Name

Charles Richard SEYMOUR

Address

**Easterknow Farm
Stobo
Peebleshire
EH45 8NU**

Date of birth 21/11/1955

Nationality British

Occupation Insurance Broker

Name _____

7

Tick this box if this address is a service address for the beneficiary of a

Confidentiality Order granted under section 723B
of the Companies Act 1985

Address

UK Postcode L L L L L L L...

Date of birth / /

Nationality _____

Occupation _____

Date of change / /

Date Charles Richard SEYMOUR
ceased to be director (if applicable)

LL / LL / LL LL

Name

Sheelagh STEELE

Address

Address
5 Red House Drive
Whitley Bay
Tyne & Wear
NE25 9XL

Date of birth 20/03/1954

Nationality British

Occupation Insurance Broker

Name

7

Tick this box if this address is a service address for the beneficiary of a

Confidentiality Order granted under section 723B
of the Companies Act 1985

Address

UK Postcode _ _ _ _ _ _ _

Date of birth / /

Nationality _____

Occupation _____

Date of change / /

Date Sheelagh STEELE ceased to be director (if applicable)

LL / LL / LL LL

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Name Nicholas David Barclay STRAKER	Name
	Address Sough Hill Caldwell Richmond North Yorkshire DL11 7UH	<input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address
	Date of birth 06/05/1952	
	Nationality British	UK Postcode _ _ _ _ _ _ _
	Occupation Insurance Broker	Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Nicholas David Barclay STRAKER ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

Particulars of a new Director must be notified on form 288a

Issued share capital details

> Please fill in the details of total share capital by class (eg ordinary, preference etc) that has been issued to the company's shareholders

Class of Share

ORDINARY

Number of shares issued

2,014,700

Aggregate Nominal Value of issued shares

£20,147.00

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

Class of Share

Number of shares issued

Aggregate Nominal Value of issued shares

> Please fill in the total number of issued shares and their total nominal value

Number of shares issued

2,014,700

Aggregate Nominal Value of issued shares

£20,147.00**List of past and present members** (Tick appropriate box)

> Please complete the required information on the attached schedules or in another format agreed by Companies House

- ☐ There were no changes during the period
☒ A list of changes is enclosed
☐ A full list of members is enclosed

The last full list of members was received on. 03/08/2006

> REMEMBER

Changes to shareholder particulars or details of shares transferred to be **completed each year**
 A full list of shareholders is required with the first and every third Annual Return thereafter
 List shareholders in alphabetical order or provide an index
 List joint shareholders consecutively

Section 4: Details of New Shareholders and Transfers (A) (ii)

- > Please fill in details of any persons or corporate bodies who have become shareholders since the last annual return
- > Please fill in details of any persons or corporate bodies that have transferred shares since the last annual return
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company
- > Please copy this page if there is not enough space to enter all the company's current shareholders

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			

Section 4B: Details of Former Shareholders

- > Please fill in details of any persons or corporate bodies who have ceased to be shareholders at the date of this return. Also, please give the dates that their shares were transferred
- > Please copy this page if there is not enough space to enter all the company's former shareholders

Former shareholders details	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		

363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below
- > If you want to change the made up date of this annual return, please complete 2 below

1. Declaration

- ☒ I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below) I enclose the filing fee of £30

Signature

David N Payne
(Director / Secretary)

Date

29/08/2007

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below

2. Date of this return

- ☒ This AR is made up to 3/8/2007
- If you are making this return up to an earlier date, please give the date here

__ / __ / ____

Note The form must be delivered to CH within 28 days of this date

3. Date of next return

- ☐ If you wish to change your next return to a date earlier than **3rd August 2008** please give the new date here

__ / __ / ____

4. Where to send this form

- ☒ Please return this form to

Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

OR

For members of the Hays Document
Exchange service
DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, 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

Contact Name

D. N. PAYNE

Telephone number inc code

0191 2321151

Address

9, City Centre - Swinton - Salford - M6
Millar House - Dean Street
Newcastle Upon Tyne

DX number if applicable

DX exchange

Postcode

NE1 1PP

LIST OF PAST & PRESENT MEMBERS

COMPANY NUMBER: 00706042

COMPANY NAME: LYCETT, BROWNE-SWINBURNE & DOUGLASS LIMITED

NUMBER OF SHARES OR AMOUNT OF STOCK HELD BY EXISTING MEMBERS AT DATE OF THIS RETURN

ORDINARY SHARES OF ONE PENCE EACH FULLY PAID

NAME & ADDRESS OF SHAREHOLDERS	SHARES FORMERLY HELD	TRANSFERRED	SHARES CURRENTLY HELD	COMMENTS	DATE OF TRANSFER
John Browne-Swinburne, Capheaton Hall, Capheaton, Newcastle upon Tyne, NE19 2AB	50,000	(50,000)	Nil	Exchanged for 50,000 shares in Lycetts Holdings Ltd	29/09/06
Edward Rice Nicholl, Trewitt Hall, Thropton, Morpeth, Northumberland, NE65 7ET	358,460	2,860 (361,320)	Nil	Bought from G C J Salvin Exchanged for 361,320 shares in Lycetts Holdings Ltd	21/08/06 29/09/06
Gerard C J Salvin, Low Butterby, Croxdale, Durham, DH6 5JN	31,500	9,975 (2,060) (4,120) (1,000) (1,000) (1,100) (2,860) (2,860) (26,475)	Nil	Bought from Employees Discretionary Trust Sold to C A F Cox Sold to A C Keate Sold to Leo Seymour Sold to Rafe Seymour Sold to W A Barne Sold to E R Nicholl Sold to M C Liddell Exchanged for 26,475 shares in Lycetts Holdings Ltd	21/08/06 21/08/06 21/08/06 21/08/06 21/08/06 21/08/06 21/08/06 21/08/06 29/09/06
Nicholas David Barclay Straker, Sough Hill, Caldwell, Richmond, North Yorkshire, DL11 7UH	197,015	(197,015)	Nil	Exchanged for 197,015 shares in Lycetts Holdings Ltd	29/09/06
Mark Charles Liddell, Newbrough Lodge, Hexham, Northumberland, NE47 5AT	294,731	2,860 (297,591)	Nil	Bought from G C J Salvin Exchanged for 297,591 shares in Lycetts Holdings Ltd	21/08/06 29/09/06

William Alexander Barne, The Coach House, 10 Northumberland Street, South West Lane, Edinburgh, EH3 6JD	17,500	1,100	Nil	Bought from G C J Salvin	21/08/06
		(18,600)		Exchanged for 18,600 shares in Lycetts Holdings Ltd	29/09/06
Christopher John Denman, Hurston Street Farm, Hurston Lane, Storrington, West Sussex, RH20 4HF	10,000	(10,000)	Nil	Exchanged for 10,000 shares in Lycetts Holdings Limited	29/09/06
Charles Richard Seymour, Easter Knowe Farm, Stobo, Peebleshire, EH45 8NU	191,470	(191,470)	Nil	Exchanged for 191,470 shares in Lycetts Holdings Ltd	29/09/06
Leo Seymour, Easter Knowe Farm, Stobo, Peebleshire, EH45 8NU		1,000	Nil	Bought from G C J Salvin	21/08/06
		(1,000)		Exchanged for 1,000 shares in Lycetts Holdings Ltd	29/09/06
Rafe Seymour, Easter Knowe Farm, Stobo, Peebleshire, EH45 8NU		1,000	Nil	Bought from G C J Salvin	21/08/06
		(1,000)		Exchanges for 1,000 shares in Lycetts Holdings Ltd	29/09/06
William Browne-Swinburne, 54 Ravenslea Road, London, SW12 9RX	102,881	(102,881)	Nil	Exchanged for 102,881 shares in Lycetts Holdings Ltd	29/09/06
Mrs Sheelagh Steele, 5 Redhouse Drive, Whitley Bay, Tyne & Wear, NE25 9XL	125,009	(125,009)	Nil	Exchanged for 125,009 shares in Lycetts Holdings Ltd	29/09/06
Mrs Karen McCartney, 12 Bluebell Close, Sheriff Hill, Gateshead, Tyne & Wear, NE9 6RF	2,775	(2,775)	Nil	Exchanged for 2,775 shares in Lycetts Holdings Ltd	29/09/06
	199,815	4,120		Bought from G C J Salvin	21/08/06
Angus Christopher Keate, Layside Farm, Once Brewed, Bardon Mill, Hexham, Northumberland, NE47 7HD		(203,935)	Nil	Exchanged for 203,935 shares in Lycetts Holdings Ltd	29/09/06
John Browne-Swinburne & Edward Rice Nicholl & Richard Stephenson Middleton as Trustees of Lycett, Browne-Swinburne & Douglass Limited Employees Discretionary Trust	9,975	(9,975)	Nil	Sold to G C J Salvin	21/08/06
Alistair Charles Foster, Cokesford Farm, Tittleshall, Kings Lynn, Norfolk, PE32 2RQ	85,000	(85,000)	Nil	Exchanged for 85,000 shares in Lycetts Holdings Ltd	29/09/06
David Noel Payne, 12 Burnston Close, Hartlepool, TS26 0EU	2,500	(2,500)	Nil	Exchanged for 2,500 shares in Lycetts Holdings Ltd	29/09/06

Mrs Leslie Ann Pinnock, The Mulberrys, Dianmer Close, Hook, Swindon, Wiltshire, SN4 8EB	5,000	(5,000)	Nil	Exchanged for 5,000 shares in Lycetts Holdings Ltd	29/09/06
Miss Julie Ann Lennox, 4 Cheviot Lodge, Longframlington, Northumberland, NE65 8BG	5,000	(5,000)	Nil	Exchanged for 5,000 shares in Lycetts Hamilton Ltd	29/09/06
The Hon M A C McGowan Flat 2, Stanley Mansions, Park Walk, London, SW10 0AG	47,250	(4,815)	Nil	Sold to C A F Cox	21/08/06
		(42,435)		Exchanged for 42,435 shares in Lycetts Holdings Ltd	29/09/06
The Hon Matthew White Ridley, Blagdon, Seaton Burn, Newcastle upon Tyne, NE13 6DB	105,908	(105,908)	Nil	Exchanged for 105,908 shares in Lycetts Holdings Ltd	29/09/06
Mr David Hewitt, Corrie Mead, Pickhurst Road, Chiddingfold, Surrey, GU8 4TG	21,471	(21,471)	Nil	Exchanged for 21,471 shares in Lycetts Holdings Ltd	29/09/06
A Sinclair, The White House, Adstock, Buckingham, MK18 2JN	22,750	(22,750)	Nil	Exchanged for 22,750 shares in Lycetts Holdings Ltd	29/09/06
C J G Cox, Banks Fee Farm, Longborough, Moreton-in-Marsh, Gloucestershire, GL56 0RA	101,690	(101,690)	Nil	Exchanged for 101,690 shares in Lycetts Holdings Ltd	29/09/06
		4,815	Nil	Bought from M A C McGowan	21/08/06
		2,060		Bought from G C J Salvin	21/08/06
F Nicholson, Cocken House, Chester-le-Street, Co Durham, DH3 4EN	7,000	(16,875)	Nil	Exchanged for 16,875 shares in Lycetts Holdings Ltd	29/09/06
		(7,000)		Exchanged for 7,000 shares in Lycetts Holdings Ltd	29/09/06
William Rice Nicholl, Christowell Cottage, Haltwhistle, Northumberland, NE49 0PE	10,000	(10,000)	Nil	Exchanged for 10,000 shares in Lycetts Holdings Ltd	29/09/06
Lycetts Holdings Limited, Milburn House, Dean Street, Newcastle upon Tyne, NE1 1PP	Nil	101,690	2,014,700	Exchanged C J G Cox for 101,690 shares in Lycetts Holdings Ltd	29/09/06
		10,000		Exchanged W R Nicholl for 10,000 shares in Lycetts Holdings Ltd	29/09/06
		50,000		Exchanged J Browne-Swinburne for 50,000 shares in Lycetts Holdings Ltd	29/09/06

			361,320		Exchanged E R Nicholl for 361,320 shares in Lycetts Holdings Ltd	29/09/06
			26,475		Exchanged G C J Salvin for 26,475 shares in Lycetts Holdings Ltd	29/09/06
			197,015		Exchanged N D B Straker for 197,015 shares in Lycetts Holdings Ltd	29/09/06
			297,591		Exchanged M C Liddell for 297,591 shares in Lycetts Holdings Ltd	29/09/06
			2,775		Exchanged Mrs K McCartney for 2,775 shares in Lycetts Holdings Ltd	29/09/06
			10,000		Exchanged C J Denman for 10,000 shares in Lycetts Holdings Ltd	29/09/06
			191,470		Exchanged C R Seymour for 191,470 shares in Lycetts Holdings Ltd	29/09/06
			102,881		Exchanged W Browne-Swinburne for 102,881 shares in Lycetts Holdings Ltd	29/09/06
			125,009		Exchanged Mrs S Steele for 125,009 shares in Lycetts Holdings Ltd	29/09/06
			203,935		Exchanged A C Keate for 203,935 shares in Lycetts Holdings Ltd	29/09/06
			85,000		Exchanged A C Foster for 85,000 shares in Lycetts Holdings Ltd	29/09/06
			2,500		Exchanged D N Payne for 2,500 shares in Lycetts Holdings Ltd	29/09/06
			18,600		Exchanged W A Barne for 18,600 shares in Lycetts Holdings Ltd	29/09/06
			42,435		Exchanged The Hon M A C McGowan for 42,435 shares in Lycetts Holdings Ltd	29/09/06

		5,000		Exchanged Mrs L A Pinnock for 5,000 shares in Lycetts Holdings Ltd	29/09/06
		105,908		Exchanged The Hon M W Ridley for 105,908 shares in Lycetts Holdings Ltd	29/09/06
		5,000		Exchanged Miss J A Lennox for 5,000 shares in Lycetts Holdings Ltd	29/09/06
		22,750		Exchanged Alan Sinclair for 22,750 shares in Lycetts Holdings Ltd	29/09/06
		7,000		Exchanged Frank Nicholson for 7,000 shares in Lycetts Holdings Ltd	29/09/06
		21,471		Exchanged David Hewitt for 21,471 shares in Lycetts Holdings Ltd	29/09/06
		16,875		Exchanged C A F Cox for 16,875 shares in Lycetts Holdings Ltd	29/09/06
		1,000		Exchanged Leo Seymour for 1,000 shares in Lycetts Holdings Ltd	29/09/06
		1,000		Exchanged Rafe Seymour for 1,000 shares in Lycetts Holdings Ltd	29/09/06
TOTAL	2,014,700	/	2,014,700		

I hereby certify that the above is a true copy of the List of Past and Present Members of Lycett, Browne-Swinburne & Douglass Limited as the date of this return

D N PAYNE
COMPANY SECRETARY

3rd August 2007