



BLUEPRINT
Company Secretary

NW 215—

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363a

Annual Return

Company Number 1414189

Company Name in full Grosvenor Estate Holdings



* F 3 6 3 A C 5 0 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

27 09 97

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

27 09 98

Registered Office (See note 3)

Show here the address **at the date of this return.**

53 Davies Street

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

Post town

London

County / Region

Postcode

W1Y 1FH

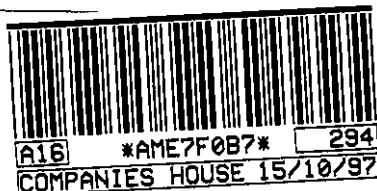
Principal business activities

(See note 4)

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

9500

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



A16 *AME7F0B7* 294
COMPANIES HOUSE 15/10/97

When you have completed and signed the form please send it to
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**

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

53 Davies Street

London

Postcode W1Y 1FH

Register of Debenture holders

(See note 6)

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

Post town

County / Region

53 Davies Street

London

Postcode W1Y 1FH

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)

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

Name

* Style / Title

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

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

* Honours etc

Alison Ann

Hargreaves

49 St George's Avenue

London

County / Region

Country

Postcode N7 0AJ

England

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

Directors (See notes 1-5)

Please list directors in alphabetical order.

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

Name	* Style / Title	Sir			Day	Month	Year
	* Honours etc	Bt DL	Date of birth	05	02	34	
	Forename(s)	Richard					
	Surname	Baker Wilbraham					
	Previous forename(s)						
	Previous surname(s)						
Address		Rode Hall					
		Scholar Green					
	Post town	Via Stoke on Trent					
	County / Region	Cheshire	Postcode	ST7 3QP			
	Country	England	Nationality	British			
	Business occupation	Company Director					
	Other directorships	(See continuation sheet).					

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

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year
		* Honours etc		Date of birth	08	06	45	
	Forename(s)	George Ian Macloy						
	Surname	Cockburn						
	Previous forename(s)							
	Previous surname(s)							
Address		20 Brokes Crescent						
	Post town	Reigate						
	County / Region	Surrey	Postcode	RH2 9PS				
	Country	England	Nationality	British				
	Business occupation	Chartered Surveyor						
	Other directorships	(See continuation sheet).						

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

Issued share capital (See notes 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)
12% Non Cumulative Preference	5,579,541	£5,579,541.000
Non voting Ordinary	44,636,328	£44,636,328.000
Ordinary Shares	5,579,541	£5,579,541.000
Totals	55,795,410	£55,795,410.000

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

A Hargreaves

Date

10 October 1997.

† 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

6

continuation sheets.

(enter number)

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 J Piper
Grosvenor Estate Holdings
The Grosvenor Office
53 Davies Street
LONDON W1Y 1FH

Tel: 0171 408 0988 Ext 6178

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title				Day	Month	Year	
	* Honours etc				Date of birth	20	08	39
Forename(s)	Douglas Robert Jan							
Surname	de Broekert							
Previous forename(s)								
Previous surname(s)								
Address	22 Newcombe Park							
	Mill Hill							
	Post town	London						
	County / Region		Postcode	NW7 3QL				
	Country	England	Nationality	British				
Business occupation	Civil Engineer							
Other directorships	(See continuation sheet).							

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year	
		* Honours etc				Date of birth	15	05	36
	Forename(s)	Hugh Alexander Cromar							
	Surname	Edwards							
	Previous forename(s)								
	Previous surname(s)								
Address	Lovel End								
	Post town	Windsor Forest							
	County / Region	Berkshire	Postcode	SL4 2DL					
	Country	England	Nationality	British					
Business occupation	Chartered Surveyor								
Other directorships	None								

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

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title				Day	Month	Year	
	* Honours etc				Date of birth	03	02	49
	Forename(s)	Jonathan Osborne						
	Surname	Hagger						
	Previous forename(s)							
	Previous surname(s)							
Address		White Roding						
		104 Warwick Park						
	Post town	Tunbridge Wells						
	County / Region	Kent	Postcode	TN2 5EN				
	Country	England	Nationality	British				
	Business occupation	Chartered Accountant						
	Other directorships	(See continuation sheet).						

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

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year	
		* Honours etc	KCVO CBE			Date of birth	31	03	35
		Forename(s)	Sir John						
		Surname	James						
		Previous forename(s)	John Nigel Courtenay						
		Previous surname(s)	James						
Address		West Bucknowle House							
		Bucknowle							
	Post town	WAREHAM							
	County / Region	Dorset	Postcode	BH20 5PQ					
	Country	United Kingdom	Nationality	British					
	Business occupation	Chartered Surveyor							
	Other directorships	(See continuation sheet).							

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

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title				Day	Month	Year	
	* Honours etc	FRICS			Date of birth	04	04	55
	Forename(s)	Jeremy Henry Moore						
	Surname	Newsum						
	Previous forename(s)							
	Previous surname(s)							
Address		Priory House						
		59 Station Road						
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	Swavesey						
	County / Region	Cambs	Postcode	CB4 5QJ				
	Country	England	Nationality	British				
	Business occupation	Chartered Surveyor						
	Other directorships	(See continuation sheet).						

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year	
		* Honours etc				Date of birth	14	07	40
		Forename(s)	John Richard						
		Surname	Sclater						
		Previous forename(s)							
		Previous surname(s)							
Address		Sutton Hall							
		Barcombe							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	Nr Lewes							
	County / Region	East Sussex	Postcode	BN8 5EB					
	Country	England	Nationality	British					
	Business occupation	Banker							
	Other directorships	(See continuation sheet).							

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title				Day	Month	Year
	* Honours etc	OBE TD DL	Date of birth	22	12	51	
	Forename(s)						
	Surname	The Duke of Westminster					
	Previous forename(s)						
	Previous surname(s)						
Address	Eaton Hall						
	Eaton						
	Post town	Eccleston					
	County / Region	Cheshire	Postcode	CH4 9ET			
	Country	England	Nationality	British			
	Business occupation	Company Director					
	Other directorships	(See continuation sheet).					

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year
		* Honours etc	CVO CBE	Date of birth	20	11	43	
		Forename(s)						
		Surname	The Earl of Home					
		Previous forename(s)						
		Previous surname(s)	The Earl of Home					
	Address	99 Dovehouse Street						
		Post town	London					
		County / Region		Postcode	SW3 6JZ			
		Country	England	Nationality	British			
	Business occupation	Merchant Banker						
	Other directorships	(See continuation sheet).						

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

Company Number 1414189

Company Name in full Grosvenor Estate Holdings

Current directorships for Sir Richard Baker Wilbraham

Brixton Estate Pension Trustees Limited

Brixton Estates plc

Dyson Perrins Museum Trustees Limited

Majedie Investments plc

Nuffield Hospitals

Past directorships for Sir Richard Baker Wilbraham

Bibby Line Group Limited (05-Jun-1997)

Bibby Travel Limited (05-Jun-1997)

Chamber of Shipping Limited (31-May-1997)

Christie Hospital NHS Trust (30-Nov-1996)

Severn Trent MIS Trustees Limited (31-Aug-1994)

Severn Trent plc (29-Jul-1994)

Severn Trent Property Limited (22-Oct-1992)

Severn Trent WPS Trustees Limited (31-Aug-1994)

Westpool Investment Trust Plc (31-Dec-1992)

Past directorships for George Ian Macloy Cockburn

QUARRYVALE ONE LIMITED (29-Apr-1997)

Quarryvale Three Limited (29-Apr-1997)

Past directorships for Douglas Robert Jan de Broekert

QUARRYVALE ONE LIMITED (29-Apr-1997)

Quarryvale Three Limited (29-Apr-1997)

Current directorships for Jonathan Osborne Hagger

English Sinfonia Limited

Company Number 1414189

Company Name in full Grosvenor Estate Holdings

Grosvenor Garden Centre

Current directorships for Sir John James

See list attached

Current directorships for Jeremy Henry Moore Newsum

Grosvenor International Holdings Limited

Current directorships for John Richard Sclater

See list attached

Current directorships for The Duke of Westminster

Countryside Movement

North West Business Leadership Team Limited

Royal & Sun Alliance Insurance Group plc

Past directorships for The Duke of Westminster

Business in the Community (31-Mar-1995)

Claridges Hotel Limited (31-Oct-1992)

Manchester Olympic Games Co-ordinating Committee Limited (28-Feb-1994)

Marcher Sound Limited (19-May-1997)

Sun Alliance and London Insurance plc (19-Jul-1996)

Westminster Christmas Appeal Trust Limited (28-Feb-1994)

Current directorships for The Earl of Home

See list attached

THE EARL OF HOME
LIST OF DIRECTORSHIPS

PRESENT

Morgan Grenfell (Scotland) Limited - Chairman

Morgan Grenfell International Limited - Chairman

Morgan Grenfell Export Services Limited - Chairman

Deutsche Morgan Grenfell Hong Kong Limited - Director
(formerly Morgan Grenfell Asia (Hong Kong) Limited)

Deutsche Morgan Grenfell Asia Pacific Holdings Limited - Director
(formerly Morgan Grenfell Asia Holdings Pte Limited)

Commonwealth Institute- Member of the Board of Governors

Douglas and Angus Estates - Director

Grosvenor Estate Holdings

The Ditchley Foundation - Governor and Member of the Council of Management

Royal Agricultural Society of England - Council Member

Morgan Grenfell and Co Limited

K & N Kenanga Holdings Bhd.
(formerly K & N Kenanga Sdn. Bhd.)

Morgan Grenfell Groop plc (app: 20.05.96)

Kenanga DMG Futures Sdn. Bhd. (app: 27.10.95)

Deutsche Morgan Grenfell Group plc (app: May 1996)

PREVIOUS

CEASED

Cegelec Controls Limited - Chairman	April 1994
Credit for Exports Plc - Director	July 1994
National Forest - Advisory Board Member	Dec 1994
Tandem Group plc (formerly EFG Limited) - Chairman	June 1996
Offshore Industry Export Advisory Group - Member	1993
Morgan Grenfell Thai Company Limited - Director (dissolved 1995)	

7 October 1997

JOHN RICHARD SCLATER

Chairman

Berisford plc	(1990-; Dir 1986)
County Catering & Leisure Limited	(1990-)
Foreign & Colonial Investment Trust PLC	(1985-; Dir 1981)
Foreign & Colonial Enterprise Trust PLC	(1986-)
Foreign & Colonial Private Equity Trust PLC	(1994-)
Foreign & Colonial Venture Advisors Limited	(1988-)
Foreign & Colonial Ventures Limited	(1990-)
IBIS (201) Limited	(1992-)
Reabourne Merlin Life Sciences Investment Trust Plc	(1997-)
Sclater Farming Limited	(1979-)
Union plc	(1996- ; Dir 1981)

President

The Equitable Life Assurance Society	(1994- ; Dir 1985)
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Deputy Chairman

Millennium & Copthorne Hotels PLC	(1996-)
Yamaichi International (Europe) Limited	(1987- ; Dir 1985)

Director

Berner Nicol & Co Ltd	(1968-)
Fuel-Tech Europe Limited	(1990-)
Grosvenor Estate Holdings	(1989-)
Holker Estates Company Limited	(1974-)
Hypo Foreign & Colonial Management (Holdings) Ltd (Formerly Pountney Hill Holdings Limited)	(1989-)
James Cropper PLC	(1972-)

Trustee

The Grosvenor Estate	(1973-)
The College of Arms Trust	(1994-)

Member

Council of The Duchy of Lancaster	(1987-)
Confederation of British Industry City Advisory Group	(1988-)

Other

Director/Governor: Brambletye School	(1976-)
Governor: International Students Trust	(1976-)
Freeman: The City of London	(1993-)
Liveryman: Goldsmith's Company	(1993-)

Past Directorships

Hill Samuel Bank Limited	(1990-1996)
Angerstein Underwriting Trust PLC	(1968-1996)
Delian Lloyd's Investment Trust PLC	(1993-1996)
Delian Alpha Limited	(1993-1996)
Delian Beta Limited	(1993-1996)
Delian Delta Limited	(1993-1996)
Delian Epsilon Limited	(1993-1996)
Delian Gamma Limited	(1993-1996)
Delian Kappa Limited	(1993-1996)
Delain Lambda Limited	(1993-1996)
Delain Underwriting Limited	(1993-1996)

Economic Insurance Company Limited	(1989-1993)
Hafnia Management Services	(1989-1993)
Hypo Foreign & Colonial Management (Holdings) Limited	(1989-1994)
Pountney Hill Holdings Ltd	(1989-1996)
Prolific Financial Management plc	(1990-1993)
Prolific Group Plc	(1990-1992)
Sclater Farming Limited	(1979-1995)
Union Plc	(1981-1996)
The Union Discount Superannuation Fund Trust Limited	(1984-1993)
Wilrig AS	(1989-1994)
Winterflood Securities Limited	(1992-1993)

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JOHN NIGEL COURTENAY JAMES

Current Directorships

Grosvenor Estate Holdings
The Architectural Heritage Fund

Previous Directorships

Ceased

London Handel Orchestra Limited	December 1992
The Royal Bank of Scotland Plc	January 1993
The Royal Bank of Scotland Group Plc	January 1993
Grosvenor & Eaton Estates Development Co Ltd	March 1993
Grosvenor Estate International Developments	March 1993
Grosvenor Estate International Properties	March 1993
Grosvenor Estates Limited	March 1993
Grosvenor International Limited	March 1993
Grosvenor Investment Management Limited	March 1993
Grosvenor Westminster Holdings Limited	March 1993
Realty Insurances Limited	March 1993
Wheatsheaf Developments	March 1993
Grosvenor International Holdings Ltd (Canadian)	March 1993
Sun Alliance & London Insurance's	May 1993
Sun Alliance Group Plc	May 1993
Houmout Farms Limited	January 1995
Choughs Nominees Limited	June 1997
Courtenay Square Limited	June 1997
Stables Gardens Limited	June 1997
Denny Garden Limited	June 1997
10/11 Chester Way Limited	June 1997
37/38/39 Chester Way Limited	June 1997
Duchy Originals Limited	June 1997
UK Centre for Economic and Environmental Development	June 1997
Organic Milk Suppliers Co-operative Ltd	June 1997

13 October 1997