


THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN WAY
CARDIFF
CF4 3UZ



A11 *AZ23S6X9* 155
COMPANIES HOUSE 10/06/98

This form should be completed in black.

The information printed below is taken from Companies House records as at 29/04/98
If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
15	05	98

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.

Registered Office (See note 3)

This is the address registered by Companies House.

20 OLD BAILEY
LONDON
EC4M 7LN

Principal business activities (See note 4)

Trade classification is
6523 OTHER FINANCIAL INTERMEDIATION

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

D of Scot

010110

E15-00

363s

Annual Return

of company number 01512178

U

company name

CANDOVER INVESTMENTS PUBLIC LIMITED
COMPANY

company type

PUBLIC LIMITED COMPANY

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

Day	Month	Year

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If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

Register of members *(See note 5)*

The register is kept at

INDEPENDENT REGISTRARS GROUP LTD
BOURNE HOUSE
34 BECKENHAM ROAD
BECKENHAM KENT BR3 4TU

Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

Company Secretary *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

PETER RICHARD
NEAL
BA ACIS
COPPERS
COX HILL BOXFORD
SUDBURY
SUFFOLK CO10 5HR

Day Month Year

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Date of any change.

If this person has ceased to be secretary, please state when.

Day Month Year

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Date of resignation.

Directors *(See note 7)*

Particulars of a new director **must** be notified on form 288.

CHRISTOPHER ROGER ETTRICK
BROOKE
WATERMEADOW
SWARRATON
ALRESFORD
HAMPSHIRE SO24 9TQ

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Date of Birth:- 02/02/31
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

COLIN JOHN
BUFFIN
5 HEATHVIEW GARDENS
PUTNEY
LONDON
SW15 3SZ

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Date of Birth:- 23/10/57

Nat:BRITISH

Occ:MANAGING DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

Particulars.

STEPHEN WILLIAM
CURRAN
21 OVINGTON STREET
LONDON
SW3 2JA

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Date of Birth:- 09/03/43

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

Particulars.

GAVIN DOUGLAS
FAIRSERVICE
PARR HOUSE 2 WOLSEY CLOSE
WIMBLEDON
LONDON
SW20 ODD

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Date of Birth:- 04/04/47

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

MAREK STEFAN
GUMIENNY
13 LAMBOLLE ROAD
BELSIZE PARK
LONDON
NW3 4HS

Date of Birth:- 23/03/59
Nat:BRITISH
Occ:MANAGING DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

Particulars.

ANTONY PEVERELL
HICHENS
FLAT 6
93 EATON PLACE
LONDON
SW1X 8LZ

Date of Birth:- 10/09/36
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

Particulars.

RICHARD ALFRED PATRICK
KING
96 MOUNT STREET
LONDON
W1

Date of Birth:- 21/11/34
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

JOHN MICHAEL
RAISMAN
CBE LLD
NETHERAVON HOUSE
NETHERAVON ROAD SOUTH CHISWICK
LONDON
W4 2PY

Date of Birth:- 12/02/29

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

Particulars.

PATRICK JOSEPH
SCOTT PLUMMER
MAINHOUSE
KELSO
ROXBURGHSHIRE TD5 7AX

Date of Birth:- 24/08/43

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

Particulars.

JAMES GLYNN
WEST
ORCHARD HOUSE
EASTLING
FAVERSHAM
KENT ME13 0AZ

Date of Birth:- 21/04/47

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

DEREK ROBERT
WILSON
THE SPINNEY MISBOURNE AVENUE
CHALFONT ST PETER
GERRARDS CROSS
BUCKINGHAMSHIRE SL9 0PF

Date of Birth:- 10/10/44

Nat:- BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

SEE ATTACHED LIST OF
DIRECTORSHIPS

Day Month Year

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Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day Month Year

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Date of any change.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day Month Year

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Date of any change.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

--	--	--

Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

Day Month Year

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Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

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Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

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Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

01512178

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

Class
(eg Ordinary/
Preference etc.)

Number of
shares issued

Aggregate
nominal value

(ie Number of shares
issued multiplied by
nominal value per share)

ORDINARY 22,747,685 £5,686,921.20

Totals

22,747,685 £5,686,921.20

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

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

Please mark the appropriate box.

There were no changes in the period

The last full members list was at 15/05/97

on paper	not on paper
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A list of changes is enclosed

A full list of members is enclosed

Certificate

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

I enclose the fee of £ 15.

Cheques should be made payable to **Companies House**.

Signed

~~Secretary/Director *~~

**(delete as appropriate)*

Date 9th June 1998

This return includes continuation sheets.

(enter number)

Please ensure that you have completed
all sections on this page.

To whom should Companies House direct any enquiries about the information shown in this return?

MR PETER R NEAL
COMPANY SECRETARY, CANDOVER
INVESTMENTS PLC, 20 OLD
BAILEY, LONDON Postcode EC4M 7LN

Telephone 0171-489-9848 Ext

LIST OF PAST AND PRESENT MEMBERS

SCHEDULE TO FORM 363[illegible]

Continued overleaf

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363[illegible]

CURRENT DIRECTORSHIPS

C R E BROOKE

Current Directorships

Candover Investments plc	02/09/80
Candover Services Limited	21/11/90
Hoare Candover Limited	07/03/84
Advent VCT plc	15/02/96
Advent 2 VCT plc	04/02/98
The Beaufort Hotel Limited	29/01/96
Benchwood Properties Limited	17/07/84
Cambria Limited	08/05/90
Centaur Communications Limited	14/09/84
Cresco International plc	28/08/97
Concept Investment Services NV (Netherland Antilles)	17/12/93
FirstCorp Capital Investors (South Africa)	05/12/94
Friday's Court Limited	12/09/85
Innisfree Limited (formally Innisfree Management Limited)	16/08/95
Innisfree Partners Limited	16/08/95
Innisfree Group Limited (formally Innisfree Limited)	16/08/95
Lambert Fenchurch Group Plc	21/04/88
Linguaphone Ltd	27/10/97
Orion Publishing Group Ltd	18/06/92
Slough Estates plc	23/07/80
Tarmac plc	20/04/94
Wembley plc	26/05/95

Past Directorships

	Date of Appointment	Date of Resignation
Candover Nominees Limited	08/06/88	11/07/97
Candover Partners Limited	28/10/88	20/06/97
Candover Realisations Limited	15/04/91	11/07/97
Candover (Trustees) Limited	08/06/88	11/07/97
ARI Network Services Inc (USA)	01/04/82	06/12/95
Allenwest Limited	16/12/87	14/05/93
CCL Developments plc	17/12/87	01/11/96
Chawton Developments Limited (<i>in liquidation</i>)	19/01/90	12/95
Domark Group Limited	31/01/94	28/09/94
Equity Leisure Group Limited	20/03/90	26/05/92
Heidemann-Werke GmbH (Germany)	27/11/87	08/10/97

S W CURRAN

Current Directorships

Date of Appointment

Candover Investments plc
Candover Realisations Ltd
Candover Partners Ltd
Candover Services Ltd
Candover (Trustees) Ltd
Candover Nominees Ltd
Candover Investments (Nassau) Inc
Hoare Candover Ltd

07/82
16/02/83
01/04/82
01/04/82
05/09/83
11/07/97
10/83
03/84

Greggs plc
Jarvis Hotels plc
Lombard Investments Inc
Newmond Limited
M C International (France)
Erycinus plc

07/81
07/90
09/85
12/96
02/97
07/97

Past Directorships

Date of Appointment

Date of Resignation

Berketex Holdings Limited
Blue Arrow Holdings Limited
BPCC Limited
Ciclad Investissement SA (France)
The Gaymer Group Europe Limited
Pavilion Services Group Limited

07/86
24/07/91
13/01/89
05/88
28/02/92
04/09/92

02/10/92
25/05/92
8/6/98
31/10/94
13/04/95

G D FAIRSERVICE

Current Directorships

Date of Appointment

Candover Investments plc	01/07/86
Candover Nominees Limited	15/04/91
Candover Partners Limited	28/10/88
Candover Realisation Limited	15/04/91
Candover Services Limited	21/11/90
Candover (Trustees) Limited	08/06/88

Albion Automotive Ltd	07/07/95
BTG plc	31/03/92
Castle Transmission International Limited	28/02/97
Ibercapital	07/07/92
LCE Holdings Ltd (<i>in Receivership</i>)	02/06/87
Powerpike Ltd	12/07/90
Stoves PLC	26/05/89
Vero Electronics Group Ltd	15/04/94

Past Directorships

Date of Appointment

Date of Resignation

A Q Holdings Limited	23/12/92	01/09/95
Gipping Park Limited	01/09/95	15/04/97
Keller Group Plc	01/05/90	11/05/95
Kenwood Appliances plc	07/09/89	21/08/97
Rechem Environmental Services plc	01/07/86	21/01/91

M S GUMIENNY

Current Directorships	Date of Appointment	Company Number
Candover Investments plc	09/03/98	
Candover Partners Limited	07/02/95	1478153

Camden Motors Limited	29/11/96	312159
Chargeready Limited	27/03/97	3196056
Cork Industries Limited	27/03/97	3211881
Drivecivil Limited	23/05/97	3181882
Fishers International plc	10/04/91	124420
Provend Services plc	03/07/91	2605313
Shepperton Holdings Limited	31/01/95	2974333
The Mill (Facility) Limited	04/07/97	

Past Directorships	Date of Appointment	Date of Resignation	Company Number
Advanced Aero Industries Limited	23/05/96	28/08/97	2106583
Baillie Longstaff (Holdings) Ltd (<i>struck off</i>)	15/02/90	02/11/93	
Baxter Transmissions Limited		28/08/97	69453
Baxter Woodhouse and Taylor Limited	23/05/96	28/08/97	3181882
Bibby Group Limited	28/06/96	27/03/97	
BWT Holdings Ltd	22/04/96	28/08/97	
Cadogan Engineering Company Limited	27/06/96	28/08/97	644243
Cadogan Numerical Control Limited	27/06/96	28/08/97	1537866
Catchzoom Limited	28/06/96	28/08/97	3214457
Codelogo Limited	27/06/96	28/08/97	3200884
Columbia (International) Limited	27/06/96	28/08/97	1561948
Columbia Computer Products Limited	27/06/96	28/08/97	1544161
Columbia Ribbon Manufacturing Company Limited	27/06/96	28/08/97	1277895
Cork Aerostructures Ltd	28/06/96	28/08/97	
Don Reynolds (Holdings) Ltd	22/07/87	13/12/89	
Drum Closures Limited	09/08/96	28/08/97	500963
Economic Insurance Company Limited	21/12/93	03/07/96	
Economic Insurance Holdings Limited	21/12/93	03/07/97	
Euroflex Transmissions Limited		28/08/97	2561533
European Rail Catering (Holdings) Ltd	06/97		3039862
Golden Key Homes Ltd	11/04/88	16/05/95	
Goodyer & Davis Engineering Limited		28/08/97	794376
Hamsudd Engineering Limited		28/08/97	3323696
Hillshott Ltd (<i>struck off</i> 02/10/96)	07/02/94	02/10/96	
Huco Engineering Industries Limited		28/08/97	836225
Kolok Manufacturing Company Limited	27/06/97	28/08/97	182936
Knickerbox (Holdings) Ltd	15/02/90	22/02/96	
Metal Rings Company Limited		28/08/97	3196849
Midcast Engineering (Wales) Limited	27/06/96	28/08/97	956749
Midcast Engineering Limited	27/06/96	28/08/97	1784076
Motion Developments Limited		28/08/97	664313
Ouncebond	27/06/96	28/08/97	1596258

Pitchline Transmissions Limited		28/08/97	1015862
Suntoy Limited	27/06/96	28/08/97	3196849
The Wellman Bibby Company Limited	27/06/96	28/08/97	158829
T & A Nash (Penn) Limited		28/08/97	
Torsiflex Limited		28/08/97	983238
Toybreak Limited	27/06/96	28/08/97	31988
Turboflex Limited		28/08/97	839728
Wellman Incanite Foundries Limited	27/06/96	28/08/97	167997
Windak Limited	23/05/97	28/08/97	333875

C J BUFFIN

Current Directorships

Candover Investments plc
Candover Partners Limited

Date of Appointment

09/03/98
07/02/95

BIP Limited

12/95

Past Directorships

Date of Appointment

Date of Resignation

Midland Independent Newspapers Plc
Blue Arrow Personnel Services Ltd
Bishopscross Ltd
C C & P Ltd
Disraeli Gardens Ltd
Eversholt Holdings Limited
Motor World Group Plc
(previously called Lightjet Limited)

11/91
11/92
06/86

01/98
04/96
02/92
12/88
02/97
19/02/97
31/01/94

A P HICHENS

Current Directorships	Date of Appointment
Candover Investments plc (<i>Deputy Chairman</i>)	05/12/89
Courtaulds Textiles plc (<i>Deputy Chairman</i>)	12/02/90
The Fleming Income & Capital Investment Trust plc	21/01/92
Greenfriar Investment Company plc	15/03/84
Lasmo Plc (<i>Deputy Chairman</i>)	01/01/95
London Insurance Market Investment Trust plc	21/10/93

Past Directorships	Date of Appointment	Date of Resignation
Candover Partners Limited	05/12/89	20/06/97
British Coal Corporation	06/12/91	01/07/97
British Executive Services Overseas (<i>Council Member</i>)	26/10/93	01/96
Caradon plc (<i>formerly MB-Caradon plc</i>) (<i>Chairman</i>)	01/12/89	19/05/98
Eemland Holdings NV (Holland)	19/01/90	10/91
Federated Aggregates plc	12/04/91	10/10/95
Global Stone Corporation (Canadian Public Company)	28/09/94	26/05/98
South Western Electricity plc	03/07/89	31/12/95
Y J Lovell (Holdings) Plc	20/10/89	01/05/94

J G WEST

Current Directorships Date of Appointment

Candover Investments Plc	10/12/85
Aberdeen Convertible Income Trust Ltd (formerly Lazard High Income Trust Ltd)	05/07/93
Aberdeen New Dawn Investment Trust Plc (formerly Abtrust New Dawn Investment Trust Plc)	07/12/93
Associated British Foods Pension Trustees Ltd	01/10/88
Bensons Crisps plc	01/01/96
British Assets Trust plc	22/06/95
Catalyst Fund Management and Research Ltd	07/01/98
European Financial Services Venture Fund (General Partner) Ltd	07/01/98
Gartmore Fledgling Index Trust Plc (formerly Gartmore Micro Index Trust Plc)	25/11/94
The Investment Trust of Guernsey Ltd	11/09/97
Latchley Management Ltd	28/05/97
LEPCO plc (formerly London Exploration and Production Company Ltd)	01/04/95
Middlesex Holdings Ltd	03/05/96
Principal Healthcare Finance Ltd	01/07/95
Principal Healthcare plc	24/09/97
Jimmy West Associates Limited	08/08/95

Past Directorships Date of Appointment Date of Resignation

Candover Partners Limited	20/10/88	20/06/97
Development Capital Group Ltd	01/12/90	09/09/94
Emerging World Trust Fund	01/03/94	16/09/94
First Equity Holdings Limited	10/07/95	30/04/98
First Equity Limited	10/07/95	30/04/98
First Equity Services Limited	10/07/95	30/04/98
Grahams Rintoul & Co Ltd	21/05/93	09/09/94
Lazard Asia Asset Management Limited	31/03/92	09/09/94
Lazard Brothers & Co (Guernsey) Limited	18/02/92	09/09/94
Lazard Brothers & Co (Jersey) Limited	17/02/92	09/09/94
Lazard Brothers & Co Limited	01/12/90	09/09/94
Lazard Channel Islands Group Limited	17/02/92	09/09/94
Lazard Far East Investors (Holdings) Limited	31/05/92	09/09/94
Lazard Investors Far East Limited	30/06/93	09/09/94
Lazard Investors Limited	01/12/90	09/09/94
Lazard London International Investment Limited	28/07/92	09/09/94
Lazard Japan Asset Management	12/03/92	09/09/94
Lazard Property Unit Trust (<i>Committee Member</i>)	06/07/93	20/10/94
Lazard Select Investment Trust Limited	07/03/92	27/10/94
Lazard Unit Trust Managers Limited	26/05/92	09/09/94
Moorfields Limited	20/05/93	09/09/94
Moorfields Private Equity Limited	12/03/93	09/09/94
Quality Care Homes Ltd	30/06/97	24/02/98

Termrate Ltd
Tor Rintoul Investment Management Limited
World Trust Fund

15/05/97
21/05/93
01/07/91

30/01/98
09/09/94
16/09/94

P J SCOTT PLUMMER

Current Directorships	Date of Appointment
Candover Investments plc	12/85
Edinburgh International Investment Trust Ltd (<i>Dormant Co</i>)	10/91
Martin Currie Ltd (formerly Martin Currie International Ltd)	10/91
Martin Currie Investment Management Ltd	10/91
Martin Currie Inc (<i>Chief Executive</i>)	10/89
Martin Currie Services Limited	14/08/96
Martin Currie Trustees Ltd	10/93
Martin Currie Unit Trusts Limited	01/08/96
The Merchant Trust plc	12/05/97
Near East Opportunities Fund Ltd	05/95
Scottish Eastern Investment Trust plc	04/90
Scottish Unit Managers Limited	30/09/96

Past Directorships	Date of Appointment	Date of Resignation
Candover Partners Limited	12/85	20/06/97
Indian Opportunities Fund (Mauritius) Ltd	07/93	12/94
Indian Opportunities Fund Ltd	11/94	11/94
The Life Association of Scotland Ltd	12/88	12/93
Martin Currie Chescor Ltd	07/93	03/95
Martin Currie Unit Trusts Ltd	01/92	11/94

R A P KING

Current Directorships		Date of Appointment	
Candover Investments plc		1981	
Broadzone Limited		1965	
KBW Consulting Ltd		1993	
Oyster Holdings Ltd		1998	
Past Directorships		Date of Appointment	Date of Resignation
Candover Partners Limited		1981	20/06/97
Sale Tilney plc		1976	1991
United Wine Producers Ltd		1981	1991
Majestic Films Limited		1988	1996
Majestic Films & Television International Ltd		1988	1996
Newcomm Ltd		1991	1996

D R WILSON

Current Directorships	Date of Appointment
Candover Investments PLC	25/03/94
Allnatt London Properties Plc	30/04/87
AMP Buchanan Plc (formerly Grosvenor Buchanan Centre Plc)	31/10/94
Anglo French Industrial Developments Limited	04/09/91
Anglo German Industrial Developments Limited	04/09/91
Ascot Developments Limited	19/03/90
Ashley Avenue Developments Limited	22/07/94
Ashley Properties Limited	22/07/94
Astral House Properties Limited	07/01/93
Bathmare Limited	26/03/90
Beta Developments Limited	04/09/91
Beta Properties Limited	04/09/91
Bredero (Southampton) Limited	22/07/94
Bredero Aberdeen Centre Limited	22/07/94
Bredero Buchanan Plc	31/10/94
Bredero Centre West (Phase 2) Limited	22/07/94
Bredero Developments Limited	22/07/94
Bredero Dorking Limited	22/07/94
Bredero Hampshire Limited	22/07/94
Bredero Homes Limited	22/07/94
Bredero Investments Limited	22/07/94
Bredero Kensington Limited	22/07/94
Bredero Projects Limited	22/07/94
Bredero Properties Plc	22/07/94
Buchanan Galleries Centre Management Ltd	08/09/97
Carrycroft Ltd	03/07/97
Fibre Power (Bristol) Limited	30/04/98
Fibre Power (Eastham) Limited	30/04/98
Fibre Power (Shotton) Limited	30/04/98
Fibre Power (Slough) Limited (formerly Fibre Power Limited)	02/02/95
Guildhall Property Company plc	30/04/87
Howard Centre Properties Limited	29/04/88
Kingswood Ascot Property Investments Limited	10/12/96
Kwacker Limited	04/09/91
Lewisham Centre Management Limited	03/07/97
Lewisham Investment Partnership Limited (formerly Riverdale Centre Limited)	08/07/88
Loampit Vale Properties Limited	13/10/89
Pentagon Centre Management Limited	13/02/91
Pentagon Developments (Chatham) Limited	03/11/86
Power From Waste Limited	31/03/94
Riverdale Centre (Three) Limited	04/05/94
Saint Mary's School, Gerrards Cross, Limited	01/01/96
SDK Inc (USA)	27/06/98
Shopping Centres Limited	21/03/89
Slough (Bedford Row) Limited (formerly Slough Electricity Supplies Limited)	14/09/91

Slough Business Parks Limited (formerly Slough Industrial Developments Limited)	04/09/91
Slough Developments Limited	04/09/91
Slough Domestic Limited	31/03/98
Slough Electricity Contracts Limited	31/03/94
Slough Energy Supplies Limited	06/03/90
Slough Estates plc	03/11/86
Slough Estates Administration Limited	03/11/86
Slough Estates Canada Limited	18/02/91
Slough Estates Design & Construction Limited	30/04/87
Slough Estates Finance Plc	03/11/86
Slough Estates Overseas Limited	06/11/90
Slough Heat & Power Limited (formerly Slough Estates (Utility Services) Limited)	04/09/91
Slough Industrial Estates Limited	04/09/91
Slough Investments Limited	03/11/86
Slough Properties Limited	14/05/91
Slough Retail Management Limited	21/04/97
Slough Social Fund Limited	04/09/91
Slough Trading Company Limited	03/11/86
Slough Trading Estate Limited	31/03/98
Slough Utility Services Limited	09/11/90
Slough (Wessex Fields) Limited	07/01/93
Sovereign City Developments Limited	30/04/98
Surrey Energy Recovery Limited	22/04/98
The Bishop Centre Limited	22/07/94
Touchwood Court Plc	07/05/96
Westbury plc	

Past Directorships	Date of Appointment	Date of Resignation
Candover Partners Limited	25/03/94	20/06/97
Adolfe Lafont Limited		31/10/96
Allnatt (Services) Limited (liquidated 06/01/92)	03/11/86	20/12/90
Allnatt (London) Limited (liquidated 25/11/91)	30/04/87	20/12/90
AMP Buchanan Plc (formerly Grosvenor Buchanan Centre plc)	31/10/94	24/12/96
Andre Simon Selection Limited		31/10/86
Andre Simon Wines Limited		31/10/86
Ascot Developments Limited	19/03/90	01/04/96
Ashley Avenue Developments Limited	22/07/94	04/11/96
Ashley Properties Limited	22/07/94	04/11/96
Avonmouth Energy Limited (formerly Turnknight Properties Limited)	07/01/93	23/07/97
BK Properties Limited (<i>in liquidation</i>)	04/09/91	23/12/92
Bredero Banbury Limited	22/07/94	27/03/95
Bredero Buchanan Centre Plc	22/07/94	12/09/94
Bredero Car Parks Aberdeen Limited	22/07/94	27/03/95
Bredero Centre West Limited	22/07/94	05/10/94
Bredero Construction Co Limited	22/07/94	27/03/95
Bredero Fleet Limited	22/07/94	27/03/95
Bredero Food Court Aberdeen Limited	22/07/94	27/03/95
Bredero Grampian Limited	22/07/94	27/03/95
Bredero Hampshire Limited	22/07/94	04/11/96
Bredero Homes Limited	22/07/94	11/07/96
Bredero Properties plc	23/06/87	19/03/92

Bredero Property Management Limited	22/07/94	09/05/95
Bredero Regent Street Limited	22/07/94	27/03/95
Bredero Trading Limited	22/07/94	27/03/95
Broadway Centre Management Services Limited (liq)	22/07/94	09/05/95
Brobat Limited		31/10/86
Burkes (Citrus Products) Limited		31/10/86
Cadbury Schweppes Food Limited		31/10/86
Cadbury Schweppes Investments BV	01/01/98	14/10/86
Cadbury Schweppes Investments BV – Netherlands		14/10/86
Cadbury Schweppes Investments NV	01/01/80	14/10/86
Cadbury Schweppes Investments NV – Neth. Antilles		14/10/86
Cadbury Schweppes Investments Jersey Limited		14/10/86
Cadbury Schweppes Research Limited		31/10/86
Cadbury Schweppes Transport Services Limited		31/10/86
Candover Partners Limited	25/03/94	20/06/97
Chequer Street Developments Limited	22/07/94	04/11/96
Chivers-Hartley Limited		31/10/86
Connaught Wines Limited		31/10/86
Courtenay Wines (International) Limited		31/10/86
Daniel Wilson & Sons Limited		31/10/86
Fibre Power (Avonmouth) Limited (formerly Romer Properties Limited)	04/05/93	23/07/97
Fibre Power (Horwich) Limited (formerly Beta Developments Limited)	04/09/91	23/07/97
Fickus Courtenay & Co. Limited		31/10/86
Franklin Foods Limited		31/10/86
Gauntlet Developments (Sheffield) Limited	04/09/91	01/04/96
George Idle Chapman & Co. Limited		31/10/86
George Jones & Co. (London) Limited		31/10/86
Glenville Limited		31/10/86
Guildhall Property Holdings Limited	30/04/87	01/04/96
Guildwest Properties Limited	10/11/86	01/04/96
Helmlace Limited	04/09/91	01/04/96
James Pascall Limited		31/10/86
J B Smith (Keynsham) Limited		31/10/86
John Forrest Limited		31/10/86
John Patterson & Co. Limited		31/10/86
J S Fry & Sons Limited		31/10/86
Kardomah Limited		31/10/86
Kem Transport Limited		31/10/86
Kia-Ora Limited		31/10/86
Law 260 Limited (in liquidation)	22/07/94	27/03/95
Lenbell Limited	22/07/94	27/03/95
Maidenhead West Limited	25/01/90	18/08/95
Midland Aerosols Limited		31/10/86
Old Woking Developments Management Limited	07/01/93	23/07/97
Paisley Developments Limited	22/07/94	28/11/94
Quinnette Limited		31/10/86
R B Smith & Son Limited		31/10/86
R S McColl (England) Limited		31/10/86
Riverdale Centre (Two) Limited	02/11/89	01/04/96
Riverdale Centre (Four) Limited	04/05/93	01/04/96
Schweppes (Home) Limited		31/10/86
Schweppes Slimline Limited		31/10/86
Sensac Property & Investments Limited	07/01/93	23/07/97
Sovereign Close Management Limited	07/01/93	23/07/97
Swallowfield-Serta Limited		31/10/86
The Jamaica Coffee Company Limited		31/10/86

The Kenya Coffee Company Limited	31/10/86
The Yellow Can Company Limited	31/10/86
Three Hands Limited	31/10/86
Typhoo Tea Limited	01/04/86
Vantage Foods Limited	31/10/86
Wm Moorhouse & Son Limited	31/10/86
Wm P Hartley Limited	31/10/86

CANDOVER INVESTMENTS PLC

Relief having been taken under section 231(5) Companies Act 1985 from disclosure of certain interests in investee undertakings in the Report & Accounts for the year ended 31st December 1997, the following disclosure of these interests is now enclosed with the Annual Return.

At 31st December 1997 the company had interests in certain investee undertakings of more than 10 per cent in nominal value of the allotted share capital in the following classes but did not have interests of more than 20 per cent in nominal value of the total allotted share capital of any investee undertaking concerned. This table also incorporates percentage interests in the relevant class of share capital owned in the company's twenty largest investments by valuation.

Companies incorporated in Great Britain	Class of shares held	Percentage of class held
Albion Auto Industries Ltd	Cumulative convertible participating preferred ordinary	20.25
	8% preference	22.40
BIP Group Ltd	"A" Ordinary	7.09
BTG plc	Ordinary	0.6
Cambridge Capacitors Ltd	Cumulative convertible participating preferred ordinary	19.50
	5% preference	10.00
Camden Motors Ltd	Preferred ordinary	21.28
	Preference shares	22.4
Castle Transmission International Ltd	Ordinary	5.28
	Redeemable Preferences	5.86
Centaur Communications Ltd	Ordinary	1.64
Cork Industries Ltd	Ordinary	13.84
	Preference	16.54
Erycinus plc	Preference	7.25
	Ordinary	4.76
Hermes Group Ltd	"A" Ordinary	8.99
	Redeemable preference	11.30
	"A" Preference	13.00
Jarvis Hotels Plc	Ordinary	1.7
Midlands Mining Ltd	Ordinary	21.28
Newmond Plc	Preference	5.11
	"A" Preferred Ordinary	4.58
Provend Group Plc	Ordinary	6.7
Shepperton Studios Ltd	"A" Ordinary	20.19
	"A" Preference	21.25
	"B" Preference	21.25
Smith System Engineering Ltd	Preferred Ordinary	20.08
	Preference	22.31
Stoves Plc	Ordinary	1.8
VERO Group Plc	Ordinary	1.7

In some cases, where the participation of management in the equity share capital is related to the achievement of target profits, the company's ultimate percentage equity interests will depend on the performance of the company concerned.

Companies incorporated outside Great Britain	Class of shares held	Percentage of class held
Alpinvest NV	Ordinary	0.9
Alupac Holding, Inc (State of Delaware)	Convertible preferred stock	14.4
Dakota, Minnesota & Eastern Railroad Corp (State of South Dakota)	Series A preferred stock	22.70
	Common stock	15.4
	Series B preferred stock	15.4
Ibercapital SA (Luxembourg)	Ordinary	10.59
	Preference	10.59
MC International SA (France)	SEF	10.68
	Sifnos Bonds	9.93
Novadyne Ltd (State of Delaware)	Convertible Preferred	15.58

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FORM ML8

Bulk List
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BULK LIST OF SHAREHOLDERS OR MEMBERS

A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS ANNUAL RETURN MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER..

COMPANY NUMBER

151278