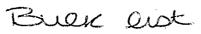


COMPANIES FORM No. 363

Annual return of a company





Pursuant to sections 363 and 364 of the Companies Act 1985

Please do not write in this margin

Note The appropriate fee should accompany this form

Please complete lagibly, preferably in black type, or bold block lettering

* Insert full name of company

t if the company has a share capital, this date must be the 14th day after the annual general meeting

To the Registrar of Companies (Address overleaf - Note 13)

Annual return of (note 1) SPECIALEYES plc

The information in this return is as at

19th November

19 90

t.(The date of this return note 1)

Company number

1873281

Address of registered office of the company

167 IMPERIAL DRIVE, HARROW, MIDDLESEX

Postcode

HA2 7JP

Total amount of indebtedness of the company in respect of mortgages and charges (note 2).

NIL

If different from the registered office, state address where the register of members or any register of debenture holders or any duplicate or part of any register of debentures is kept or may be inspected.

Register of members

BARCLAYS REGISTRARS

BOURNE HOUSE, 34 BECKENHAM ROAD, BECKENHAM, KENT

For official use

Register of debenture holders

AS ABOVE

Particulars of the secretary

Name (notes 3 and 4)

JEFFREY GRAHAM COTEMAN

Previous name(s)(note 3)

Address (notes 4 and 5)

167 IMPERIAL DRIVE, HARROW, MIDDLESEX

Postcode

We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus§

continuation sheets]

continuation sheets Signed

Director, and

Secretary

Presentor's name address and reference (if any):

J.G. Coteman Company Secretary Specialeyes plc 167 Imperial Drive, Harrow, Middlesex HA2 7JP

For official Use **General Section**

742545

COMPANILS HOUSE

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Page 1

only pages 1 and 2 need be completed

in the case of a company without share capital § enter number of

attached

Please	
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Please complete logibly, preferably in black type, or bold blocklettering

* delete if
inappropriate.
Enter particulars
of other directorships held or
previously held.
If this space is
insufficient use a
continuation sheet

Name (1992) ANDREW STEPHEN	NOBLE	Business Occupation COMPANY DIRECTOR
Previous name(s)(noie 3)		Nationality
Address(note 5) 62 WOODSIDE, WIMBLEDON, LONDON		BRITISH
		Date of birth(note 9)
Postcode SW19 7AF		14.2.1934
Othar relevant past or present direct	ctorships* (note 8)	
SEE CONTINUATION SHE	et i	

Name(note 3) STEPHEN JOHN GOL	JLD	Business Occupation COMPANY DIRECTOR	
Previous name(s)(note 3)		Nationality	
Address(note 5) "RUSHEY BANKS",	BRITISH		
MTDDLESEX		Date of birth(note 9)	
	Postcode HA5 3YE		
Other relevant past or present direc	ctorships* (note 8)		
SEE CONTINUATION SE	HEET 1	•	

Name(note 3) MTCHAEL GO	LDSTONE	Business Occupation COMPANY DIRECTOR
Previous name(s)(note 3)		Nationality
Address(note 5) "LADYWOOD"	BRITISH	
OFF WARREN CUTTINGS, KINGSTON HILL, SURREY Postcode KT2 7HH		Date of birth(note 9)
		28.4.1937
Other relevant past or preser	nt directorships* (note 8)	
New Purchase Ltd., F Millets (Sutton) Ltd	ursdave Investments Ltd., (Resigned)	

Name(note 3) THE MARQUESS OF NORTHAMPTON	Business Occupation PEER OF THE REALM
Previous name(s)(note 3) SPENCER DOUGLAS DAVID COMPTON	Nationality
Address(note 5) COMPTON WYNYATES, TYSOE, WARWICK	BRITISH
	Date of birth(note 9)
Postcode CV35 OUD	2.4.1946
Other relevant past or present directorships* (note 8)	
Compton Sager Ltd.	

Summary of	share capital and debentures			عب تعریب	والمناسطة فالناف إحدادها ومستجهل يعهد	Please do not write in
	Nominal share capital	£ 460,800				ghis anargin
		Number of shares	Class	Nom ei	inal yalue of acit share	
	divided into:-	23,040,000	ORDINARY	A	0,02 (2p)	,Please, complete
	2			£		legibly, preferably in black type, or bold block letteri
	3			£		, bold block letteri
	Issued share capital and debenture	s	Number	ورسود بوسو	Class	
1.Number of share	s of each class taken up to the date of this return.		1 14,76	6,202	ORDINARY	<u>-</u> j
			2			4
			3			<u>-</u> 5
2.Number of share wholly in cash	s or each class issued subject to payment		1 14,76	6,2 <u>02</u>	ORDINARY	<u>-</u> [
, , , , , , , , , , , , , , , , , , , ,			2	, <u>.</u>		-
3 Number of share	is of each class issued as fully naid un for		3		<u> </u>	-
aconsideration o	s of each class issued as fully paid up for ther than cash		1 <u>N/A</u>			-{
			2			
		Amount per share	a 3			=
4.Number of share	es of each class issued as partly paid up for a		<u> </u>			=
consideration ot is so paid up	es of each class issued as partly paid up for a her than cash and extent to which each such share 2					- j
	3	£				
5.Number of share	es (if any) of each class issued at a discount	Recovered to the second	1 N	/A		1
			2			
			3			
Continued on	page 4		LIST OF PA	\ST	•	_
Folio in register	Al-	mes and Addresses	•			
ledger containing	Nar	mes and Addresses				
particulars						· I
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 						12
						13
			· · · · · · · · · · · · · · · · · · ·			¹⁴

Page 3

Summary of share capital and debentures continued Claus Amount Number शिक्षक देश तहहैं Amount of discourt on the issue of draws which has not been written off at write in ពិខ្មែរទូតា ខុរជា किन बंदान को होएउ एक प्रकार 7 Amount per share called up on number of shores of each class £ £ £ Please complete legibly, preferably black type, or bold block lettering 8 Total amount of calls received (note 10) £ 9 Total amount (if any) agreed to be considered as paid on number of shares £ of each class issued as fully paid up for a consideration other than cash £ £ 10 Total amount (if any) agreed to be considered as paid on number of shares £ of each class issued as partly paid up for a consideration other than cash £ £ 11 Total amount of calls unpaid 12 Total arrount of sums (if any) paid by way of commission in respect of any £ shares or debentures 13 Total amount of the sums (if any) allowed by way of discount for any £ debentures since the date of the last return 14 Total number of shares of each class forfeited 15 Total amount paid (if any) on shares forfeited 16 Total amount of shares for which share warrants to bearer are outstanding ISSUED 17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return SURRENDERED £

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2 3

AND PRESENT MEMBERS (notes 11 and 12)

18 Number of shares comprised in each share warrant to bearer, specifying in

the case of warrants of different kinds, particulars of each kind

	IEMBERS (notes 11	Account of Shares			
Number of shares or amount of stock held by existing members at date of return	Particulars of shares transferred since the date of the last return,or,in the case of the first return,of the incorporation of the company,by (a) persons who are still members,and (b) persons who have ceased to be members (note 12)			Remarks	
(note 11)	Number	Date of Registration (a)	on of transfer (b)		
	<u> </u>				
					
	<u> </u>				
	 				

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COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

P(sase complete legibly, preferably in black type, or bold block lettering

Continuation sheet No 2 to Form No. 363

Company number

1873281

* insert full name of company

Name of company

SPECIALEYES plc

Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3) IAN RITCHIE			Business Occupation CHARTERED ACCOUNTANT
Previous name(s)(note 3) Address(note 5) THE MOLINS, RICKLING GREEN,			Nationality
			BRITISH
SAFFRON WALDEN, ESSEX		Date of birth(note 9)	
Postcode CB11 3YG			30.10.1934
Other relevant past or present direc	torships* (not	(e 8)	
PETER DOMING LIMITED (re	signed)		

4 delete if inappropriate. Enter particulars of other directorships held or previously held.
If this space is
insufficient continue on back page

Name(note 3)		Business Occupation
Previous name(s)(note 3)		Nationality
Address(note 5)		
		Date of birth(note 9)
	Postcode	
Other relevant past or prese	nt directorships* (note 8)	
2 (but		

Name(note 3)		Business Occupation
Previous name(s)(note 3)		Nationality
Address(note 5)		
		Date of birth(note 9)
	Postcode	
Other relevant past or present di	rectorships* (note 8)	

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J.F. FOWER OTHER DIRECTORSHIPS

C. & J. Clark Ltd., Tom Smith (Group) Ltd. E. Moss Ltd. Morgan Lovell Plc Heal & Son Ltd. Jessups Plc

List of Directorships terminated within last 5 years

Storehouse plc., Savacentre Ltd., Oppidan Ltd. Disc International Ltd. Pleasp do not Writz (n this margin

COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

Please complete legibly, preferably In black type, or bold block lettering Continuation sheet No¹ to Form No. 363

Company number

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of company lusert full name

Name of company

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	* SPECIALEYES plc
	* OIBOIADRIES DIC
1	

Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3) JOHN DESMOND ROBERTSHAW	Business Occupation MERCHANT BANKER COMPANY DIRECTOR	
Previous name(s)(note 3)	Nationality	
Address(note 5) BIRCHES FARM, ISFIELD, UCKFIELD, SUSSEX	BRITISH	
	Date of birth(note 9)	
Postcode	19.12.1928	
Other relevant past or present directorships* (note 8)		
SEE CONTINUATION SHEET 1		

* delete if inappropriate. Enter particulars of other directorships held or previously held. If this space is insufficient continue on back page

Nanie(note 3) JEFFREY GRAHAM COTEMAN	Business Occupation FINANCIAL DIRECTOR		
Previous name(s)(note 3)	Nationality BRITISH		
Address(note 5) SHARROW WHIT, DENHAM WALK,			
CHALFONT ST. PETER, GERRARDS CROSS, BUCKS	Date of birth(note 9)		
Postcode SL9 0EN	15.7.1941		
Other relevant past or present directorships* (note 8)			
NONE	, , , , , , , , , , , , , , , , , , , ,		

Name(note 3) JAMES F. POWER	Business Occupation CHARTERED ACCOUNTANT
Previous name(s)(note 3)	Nationality
Address(note 5) 9 AMBIKA HOUSE, 9A PORTLAND	PLACE, BRITISH
LONDON	Date of birth(note 9)
Postcode W1	A 3AA 24.11.1932
Other relevant past or present directorships* (note 8)	
SEE CONTINUATION SHEET 2	

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Piessa complets depibly, professbly in black type, or bold block lettering

A.S. NOBLE OTHER DIRECTORSHIPS Association of Retail Distributors Bentalls Plc British Retailers Association

G, & F, Retail Ltd.

Retail Consortium

Specialeyes (Optical Services) Ltd.

List of Directorships terminated within lest 5 years

Debenham Flc
Debenhams Applied Technology Ltd.
Debenhams Home Sewing Ltd.,
Debenhams Home Textiles
Datec Ltd.
Disc International Ltd.
Freebody Properties Ltd.
Wellsmere Energy Ltd.
Wimbledon Park Golf Club Ltd.

S.J. GOULD OTHER DIRECTORSHIPS

Alba Bulldings Ltd
Pointtown Ltd
Specialeyes (Optical Services) Ltd
Teladown Ltd.
Hazeltown Properties Ltd.

List of Directorships terminated within last 5 years

Thorpine Properties Ltd.

J.D. ROBERTSHAW OTHER DIRECTORSHIPS

Associated Farms Plc
Fimbra
Grenscroft Ltd.
Hubbacastle Investments Ltd.,
Kode International plc
Northern Ground Rents Trust Ltd.
Phosyn Group Ltd
Rights and Issues Investements Trust PLC
Rights Securities Ltd.
Safe Computing Ltd.
Safe Computing Pensions
Shorco Group Holdings PLC
United Scientific Holdings Ltd
York Trust Ltd.
List of Directorships terminated within last 5 years

Equity Finance Trust Holdings PLC United Computer and Technolocy Holding PLC Ucat Securities Ltd. Please do not write in this margin

COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

Please complets legibly, preferably in black type, or bold block lettering Continuation sheet No $\frac{2}{100}$ to Form No. 363

Company number

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1	87	32	81		

* Insert full name of company

Name of company

-	
*	SPECIALEYES plc

Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3) IAN RITCHIE	Business Occupation CHARTERED ACCOUNTANT
Previous name(s)(note 3)	Nationality
Address(note 5) THE MOLINS, RICKLING GREEN,	3RITISH
SAFFRON WALDEN, ESSEX	Date of birth(note 9)
Postcode CBI	1 3YG 30.10.1934
Other relevant past or present directorships* (note 3,	
PETER DOMINC LIMITED (resigned)	

* delete if inappropriete. Enter particulars of other directorships held or previously held. If this space is insufficient continue on back page

Name(note 3)	Business Occupation	
Previous name(s)(note 3)	Nationality	
Address(note 5)		
	Date of birth(note 9)	
Postcode		
Other relevant past or present directorships* (note 8)		

Name(note 3)		Business Occupation	
Previous name(s)(note 3)		Nationality	
Address(note 5)			
		Date of birth(note s)	
	Postcode		
Other relevant past or pres	ent directorships* (note 8)		

J.F. POWER OTHER DIRECTORSHIPS

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Please complete legibly, preferably in Alack type, or bold block lettering

C. & J. Clark Ltd., Tom Smith (Group) Ltd. E. Moss Ltd. Morgan Lovell vic Heal & Son Ltd. Jessups Plc

List of Directorships terminated within last 5 years

Storehouse plc.,
Savacentre Ltd.,
Oppidan Ltd.
Disc International Ltd.