

A

COMPANIES FORM No. 363

Annual return of a company

363

Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this formPlease do not
write in
this margin

To the Registrar of Companies

For official use

Company number

[] [] [] []

1911653

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

Annual return of (note 1)

* COMPUTING DEVICES HOLDINGS LIMITED* insert full name
of company

The information in this return is as at

8TH JULY

19 87

† (The date of this return note 1)

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

Address of registered office of the company

21 Holborn Viaduct,

London

Postcode

EC1A 2DY

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

N/A

Register of debenture holders

N/A

Particulars of the secretary

Name (notes 3 and 4)

SISEC LIMITED

Previous name(s) (note 3)

None

Address (notes 4 and 5)

21 Holborn Viaduct,

London

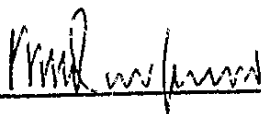
Postcode

EC1A 2DY

‡ only pages 1 and 2
need be completed
in the case of a
company without
share capitalWe certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus] 1 continuation sheets§ enter number of
continuation sheets
attached

SISEC LIMITED

Signed



Director. and

By

A. Dehorne

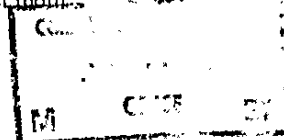
Secretary

Presenter's name address and
reference (if any):Lovell, White & King,
21 Holborn Viaduct,
London, EC1A 2DY

6/RJLS/SD

For official Use
General Section

Post room



Mans L House

612841

/ 20 00

Particulars of the director(s) of the company (notes 6 and 7)

Please do not write in this margin

Please complete legibly, preferably in black type, or bold blockletter

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

Name (note 3)	MARTIN ANDREW ROWLAND	Business Occupation	Accountant
Previous name(s) (note 3)		Nationality	British
Address (note 5)	Saxons, New Road, Ridgewood, Uckfield Sussex	Date of birth (note 9)	N/A
	Postcode		
Other relevant past or present directorships* (note 8)			
COMPUTING DEVICES COMPANY LIMITED			
ROBERTS SMOOTHEDGE LIMITED			

Name (note 3)	WILLIAM JAMES UTTLEY-MOORE	Business Occupation	Managing Director
Previous name(s) (note 3)		Nationality	British
Address (note 5)	110 Fairlight Road, Hastings, Sussex	Date of birth (note 9)	N/A
	Postcode		
Other relevant past or present directorships* (note 8)			
COMPUTING DEVICES COMPANY LIMITED			
1066 DEVELOPMENT PANEL			

Name (note 3)	DANIEL JAMES DOLAN	Business Occupation	Company Director
Previous name(s) (note 3)		Nationality	U.S. Citizen
Address (note 5)	720 Glen Road, Woodbury, Minnesota, U.S.A.	Date of birth (note 9)	N/A
	Postcode		
Other relevant past or present directorships* (note 8)			
COMPUTING DEVICES COMPANY LIMITED			

Name (note 3)	BOYD T. JONES	Business Occupation	President Control Data Government Systems
Previous name(s) (note 3)		Nationality	U.S.A.
Address (note 5)	9416 Clubhouse Road, Eden Prairie, Minnesota 55344	Date of birth (note 9)	N/A
	Postcode		
Other relevant past or present directorships* (note 8)			
COMPUTING DEVICES COMPANY LIMITED			

Summary of share capital and debentures

Nominal share capital

£ 2,105,263

divided into:-

Number of shares	Class	Nominal value of each share
1 710,526	ORDINARY	£0.50
2 2,000,000	"A" ORDINARY	0.50
3 1,500,000	DEFERRED	£ 0.50

Issued share capital and debentures

1. Number of shares of each class taken up to the date of this return.

Number	Class
1 500,000	ORDINARY
2 2,000,000	"A" ORDINARY
3 1,500,000	DEFERRED

2. Number of shares of each class issued subject to payment wholly in cash

1 100,000	ORDINARY
2	
3	

3. Number of shares of each class issued as fully paid up for consideration other than cash

1 400,000	ORDINARY
2 2,000,000	"A" ORDINARY
3 1,500,000	DEFERRED

4. Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up

Amount per share		
1 £ NIL		
2 £		
3 £		

5. Number of shares (if any) of each class issued at a discount

1 NIL	
2	
3	

Continued on page 4

LIST OF PAST

Folio in register ledger containing particulars	Names and Addresses
1	MARTIN ANDREW ROWLAND
	Saxons, New Road, Ridgewood, Uckfield, Sussex
2	WILLIAM JAMES UTTLEY-MOORE
	10 Fairlight Road, Hastings, Sussex
3	CHRISTOPHER DUCKLING
	Many Oaks, Collington Lane, Bexhill-on-Sea, Sussex
4	RODNEY DAVID CAREW-JONES
	15 Brittany Road, St. Leonards-on-Sea, Sussex

Please do not write in this margin

Please complete legibly, preferably in black type, bold block letters

Class

6 Amount of discount on the issue of shares which has not been written off at the date of this return

7 Amount per share called up on number of shares 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 amount 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

17 Total amount of share warrants to bearer issued and

surrendered respectively since the date of the last return

ISSUED

SURRENDERED

18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

£ NIL		
£ 0.50	500,000	Ordinary
£ 0.50	2,000,000	"A" Ord.
£ 0.50	1,500,000	DEFERRED
£ 50,000		
£ 1,000,000	2,000,000	"A" Ord.
£ 200,000	400,000	Ordinary
£ 750,000	1,500,000	Deferred
£ NIL		
£		
£		
£ NIL		
£ NIL		
£ NIL		
£ NIL		
£ NIL		
£ NIL		
£ NIL		
	NONE	

AND PRESENT MEMBERS (notes 11 and 12)

[illegible]

LIST OF PAST

Folio in register ledger containing Particulars	Names and addresses	
5	LORD STRATHCONA AND MOUNT ROYAL	16
	5 Ridgway Gardens, London, SW19	17
		18
6	CONTROL DATA CANADA, LTD.	19
	1855, Minnesota Court, Mississauga, Ontario, Canada	20
		21
7	INVESTORS IN INDUSTRY PLC	22
	91 Waterloo Road, London, SE1 8X1	23
		24
8	THE PRUDENTIAL ASSURANCE CO. LTD.	25
	142 Holborn Bars, London, EC1 2NA	26
		27
9	CIN INDUSTRIAL INVESTMENTS LTD.	28
	Hobart House, Grosvenor Place, London, SW1X 7AD	29
		30

Notes

1. An annual return is required for every calendar year. If the company has a share capital the date of this return must be the 14th day after the date of the annual general meeting. If it does not have a share capital the date of this return must be a date not more than 42 days after the annual general meeting.

2. This section should include only indebtedness in respect of charges (whenever created) of any description set out in section 396(1) of the Companies Act 1985 (in the case of English and Welsh companies) or section 410(4) of that Act (in the case of Scottish companies).

3. For an individual, his present christian name(s) and surname must be given, together with any previous christian name(s) or surname(s).

"Christian name" includes a forename. In the case of a peer or person usually known by a title different from his surname, "surname" means that title. In the case of a corporation, its corporate name must be given.

A previous christian name or surname need not be given if:—

- (a) in the case of a married woman, it was a name by which she was known before her marriage; or
- (b) it was changed or ceased to be used at least 20 years ago, or before the person who previously used it reached the age of 18; or
- (c) in the case of a peer or a person usually known by a British title different from his surname, it was a name by which he was known before he adopted the title or succeeded to it

4. Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.

Where the secretary or one of the joint secretaries is a Scottish firm, give only the firm name and its principal office.

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

6. Director includes any person who occupies the position of a director, by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

7. If the space provided for listing directors is inadequate, a prescribed continuation sheet must be used.

8. The names must be given of all bodies corporate incorporated in Great Britain of which the director is also a director, or has been a director at any time during the preceding five years.

However a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:—

(a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such).

(b) a body corporate of which the company making the return was a wholly-owned subsidiary;

AND PRESENT MEMBERS Continued (notes 1. and 12)

Account of Shares						
	Number of shares or amount of stock held by existing members at date of return (note 11)		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
	ORD	'A' ORD	Number	Date of Registration of transfer (a) (b)		
DEFERRED						
	6,000					
750,000	150,000	1,000,000				ON 25TH JUNE
						1987 1,500,000
						'A' ORDINARY
375,000	75,000	500,000				SHARES WERE
						CONVERTED INTO
						1,500,000
125,000	25,000	166,667				DEFERRED SHARES
125,000	25,000	166,667				

(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly owned subsidiary.

9. Dates of birth need only be given if the company making the return is:-

- (a) a public company;
- (b) the subsidiary of a public company; or
- (c) the subsidiary of a public company registered in Northern Ireland

10. Include payments on application and allotment, and any sums received or shares forfeited.

11. Show all the persons currently holding shares or stock in the company at the date of the return, giving their names and addresses, the number of shares or amount of stock held, and details of all transfers since the last return or, if this is the first annual return of the company, all transfers since the company was incorporated. If more than one class of share is held please add more columns as appropriate.

Additionally, show all persons and their relevant details if they have ceased to be members since the last return was made, or if this is the first return, since the company was incorporated.

If the list of members is not in alphabetical order, an index which will enable any member to be readily located within the list must be attached to this return. If the space provided for listing members is inadequate, a prescribed continuation sheet is available.

If full details have been given on the return for either of the last two years, a company may, if it so wishes, only include in this section details relating to persons who since the date of the last return:

- (a) have become members;
- (b) have ceased to be members; or
- (c) are existing members whose holdings of stock or shares have changed.

If full details have been given on the return for either of the last two years and there have been no changes please state "No Change".

12. For consistency, it is suggested that particulars should be placed opposite the name of the transferor and not opposite that of the transferee, but the name of the transferee may be inserted in the remarks column opposite the particulars of each transfer.

COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

Continuation sheet No. 1
 to Form No. 363

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

Company number

1911653

* insert full name
 of company

Name of company

COMPUTING DEVICES HOLDINGS LIMITED

Particulars of the directors of the company continued (note 5 and 11)

Name (note 3) BRIAN PAUL LARCOMBE

Business Occupation

Investment Banker

Previous name(s) (note 3)

Nationality

British

Address (note 5) 5 Ovington Square,
 London

Date of birth (note 9)

N/A

Postcode SW3 1TW

Other relevant past or present directorships* (note 8)

LEISURE DEVELOPMENT LIMITED

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

Name (note 3) RONALD GEORGE HOOKER

Business Occupation

Chartered
 Engineer

Previous name(s) (note 3)

Nationality

British

Address (note 5) Loxborough House, Bledlow Ridge,
 Nr. High Wycombe Bucks.

Date of birth (note 9)

N/A

Postcode HP14 4AA

Other relevant past or present directorships* (note 8)

See attached list

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)

LIST OF PAST

Please do not
write in
this margin

Please complete
legibly, preferably
in black type, or
bold black lettering

Enter in
register
ledger
containing
Particulars

Names and addresses

11 Glyn Mills Nominees (Lombard Street) Limited,
67 Lombard Street, London EC3P 3DL

12 Mercury International Group Pension Trustee Co. Ltd.
(formerly Warburg Pension Trustee Co. Ltd.)
33 King William Street, London EC4R 9AS

13 Nutraco Nominees Limited,
33 King William Street,
London, EC1R 9AS

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write in
this m^c

Please print legibly, preferably in black type, or bold block lettering

Page 3

RONALD GEORGE HOOKER CBE., F.Eng., Hon. F.I.Prod.E., C.B.E.M. -

DIRECTORSHIPS

AIRSHIP INDUSTRIES LIMITED	"	Director
ARGUNEX LIMITED	-	Director
CO-ORDINATED LAND AND ESTATES LTD	-	Chairman
DUBILIER PLC	-	Chairman
GEI INTERNATIONAL PLC	-	Director
GOTHIC CRELLON LTD	-	Director
HAMBROS INDUSTRIAL MANAGEMENT LTD	-	Director
MANAGEMENT AND BUSINESS SERVICES LTD	-	Chairman
MELVILLE TECHNOLOGY LTD	-	Director
NATIONAL RADIOFONE LTD	-	Chairman
RADYNE LIMITED	-	Chairman
RUBEROID PLC	-	Director
SARASOTA TECHNOLOGY PLC	-	Chairman
THOS. STOREY (ENGINEERS) LTD	-	Chairman