



Please complete in typescript,
or in bold black capitals.

my 15
001384

363a

Annual Return

Company Number

1977742

Company Name in full

Top Technology Limited



* F363AD40 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

14	07	1998
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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

14	07	1999
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Registered Office (See note 3)

Show here the address at the date of this return.

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

Post town

County / Region

Postcode

20-21 TOOKS COURT

CURSITOR STREET

LONDON

EC4A 1LB

Principal business activities

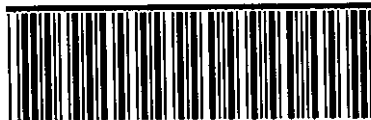
(See note 4)

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

6712

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

MANAGER AND GENERAL PARTNER OF VENTURE FUNDS



A19 *AS8858ID* 599
COMPANIES HOUSE 06/08/98
COMPANIES HOUSE 25/07/98

When you have completed and signed the form please send it to the Registrar of Companies at:

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

LIGHTERMAN'S COURT,

5 GAINSFORD STREET,

LONDON,

Postcode

SE1 2NE

Register of Debenture holders

(See note 6)

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

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

X

Please mark the appropriate box

Company Secretary (see notes 1-5)

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

Name

* Style / Title

MR

*Honours etc

Forename(s)

CHRISTOPHER JAMES

Surname

WISE

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

42 ROCKLEY COURT

ROCKLEY ROAD, SHEPHERDS BUSH

Usual residential address

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

Post town

County / Region

Country

LONDON

Postcode

W14 0DB

ENGLAND

Directors (see notes 1 to 5)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	MR			Day	Month	Year	
	* Honours etc				Date of birth	11	11	1936
	Forename(s)	HAROLD EDWARD						
	Surname	FITZGIBBONS						
	Previous forename(s)							
	Previous surname(s)							
Address	25 PHILLIMORE GARDENS							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	LONDON						
	County / Region				Postcode	W8 7QG		
	Country	ENGLAND			Nationality	UNITED STATES		
Business occupation	VENTURE CAPITALIST							
Other directorships	See attached list							
* Voluntary details.								

Name	* Style / Title	MR			Day	Month	Year	
	* Honours etc				Date of birth	06	05	1941
	Forename(s)	DAVID PHILLIP						
	Surname	GIBBS						
	Previous forename(s)							
	Previous surname(s)							
Address	HILL FARM HOUSE, SLAUGHAM PLAIN							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	PLUMMERS PLAIN						
	County / Region	WEST SUSSEX			Postcode	RH13 6PA		
	Country	ENGLAND			Nationality			
Business occupation	INVESTMENT MANAGER							
Other directorships	See attached list							

Directors (see notes 1-5)

Please list directors in alphabetical order

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

Name	* Style / Title	THE HON		
		Day	Month	Year
	* Honours etc	Date of birth		
		17	01	1962
	Forename(s)	ALEXANDER ROBERT		
	Surname	HAMBRO		
	Previous forename(s)			
	Previous surname			
Address	20 FAROE ROAD			
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	LONDON		
	County / Region	Postcode	W14 0EP	
	Country	ENGLAND		
	Nationality	BRITISH		
	Business occupation	INVESTMENT MANAGER		
	Other directorships	See attached list		

Name	* Style / Title	MR		
		Day	Month	Year
	* Honours etc	Date of birth		
		25	02	1936
	Forename(s)	PETER DENIS		
	Surname	HILL-WOOD		
	Previous forename(s)			
	Previous surname			
Address	13 SMITH TERRACE			
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	LONDON		
	County / Region	Postcode	SW3 4DH	
	Country	ENGLAND		
	Nationality	BRITISH		
	Business occupation	BANKER		
	Other directorships	See attached list		

* Voluntary details.

Other relevant directorships**Company Number** 1977742**Company Name** Top Technology Limited**Directors Name** FITZGIBBONS HAROLD EDWARD

† Directors only.

† Other directorships

AFA SYSTEMS INTERNATIONAL LIMITED

CAMBRIDGE QUANTUM FUND LIMITED

H.A.T. HOLDING COMPANY LIMITED

H.A.T. SECURITIES LIMITED

HATT II GENERAL PARTNER LIMITED

HATT III GENERAL PARTNER LIMITED

JOHNSON MATTHEY PLC

PYBT DEVELOPMENT FUND (NORTHERN) LIMITED

RESTEC LABORATORIES LIMITED

SCIMAT HOLDINGS LIMITED

THE ENGINEERING COUNCIL AWARD COMPANY

TRAFFICMASTER PLC

TRAVEL NEWS LIMITED

TTL MANAGEMENT LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 1977742

Company Name Top Technology Limited

Directors Name GIBBS DAVID PHILLIP

† Directors only.

† Other directorships

GUINNESS FLIGHT HAMBRO GLOBAL FUND MANAGERS LIMITED

GUINNESS FLIGHT HAMBRO INVESTMENT MANAGEMENT LIMITED

GUINNESS FLIGHT HAMBRO INVESTMENT MANAGERS INTERNATIONAL LIMITED

H.A.T. HOLDING COMPANY LIMITED

H.A.T. SECURITIES LIMITED

HAMBRO GENERALI FUND MANAGERS LIMITED (IVL)

HAMBRO GROUP SECURITIES LIMITED

HAMBROS ADVANCED TECHNOLOGY TRUST PLC

HAMBROS BANK LIMITED

HAMBROS COMMODITIES FUND PLC (IVL)

HAMBROS CURRENCY FUND LIMITED

HAMBROS EQUITY SELECTION FUND LIMITED

HAMBROS EUROBOND AND MONEY MARKETING LIMITED

HAMBROS FUND MANAGERS (CHANNEL ISLANDS) LIMITED

HAMBROS FUND MANAGERS (U.K.) LIMITED

HAMBROS GLOBAL INVESTMENT PLC

HAMBROS INVESTMENT MANAGEMENT SERVICES LIMITED

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Company Number 1977742

Company Name Top Technology Limited

Directors Name GIBBS DAVID PHILLIP

† Directors only.

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HAMBROS INVESTMENT TRUST PLC

HAMBROS JAPANESE OTC FUND LIMITED

HAMBROS JAPANESE SMALLER COMPANIES FUND LIMITED

HAMBROS UNIT PORTFOLIO SERVICES LIMITED

HAMBROS UNIT TRUST MANAGERS LIMITED

HATT II GENERAL PARTNER LIMITED

HATT III GENERAL PARTNER LIMITED

SKG MANAGEMENT (JERSEY) LIMITED

THE BRITISH EMPIRE TRUST COMPANY PLC

THE CITY OF OXFORD INVESTMENT TRUST PLC

THE OLYMPUS TRUST PLC

TRANS-AMERICA INVESTMENT COMPANY LIMITED

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Other relevant directorships

Company Number 1977742

Company Name Top Technology Limited

Directors Name HAMBRO ALEXANDER ROBERT

† Directors only.

† Other directorships

ESP PUBLISHING LIMITED

ESSENCEDALE LIMITED

EUROPEAN SOFTWARE PUBLISHING LIMITED

FIRST MAGAZINE LIMITED

H.A.T. HOLDING COMPANY LIMITED

HAMBRO NORTHERN IRELAND VENTURE MANAGERS LIMITED

HAMBROS ADVANCED TECHNOLOGY TRUST LIMITED

HAMNIV (GP) LIMITED

HATT II GENERAL PARTNER LIMITED

HATT III GENERAL PARTNER LIMITED

JANNA SYSTEMS UK LIMITED

LEYFIELD INVESTMENTS LIMITED

PROLAKE LIMITED

RNPFN PENSIONS MANAGEMENT LIMITED

THE ROYAL NATIONAL PENSIONS FUND FOR NURSES

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Other relevant directorships

Company Number 1977742

Company Name Top Technology Limited

Directors Name HILL-WOOD PETER DENIS

† Directors only.

† Other directorships

ARSENAL FOOTBALL CLUB PLC

BBV - HAMBROS ASSET MANAGEMENT (GUERNSEY) LIMITED

BERKELEY HAMBRO PLC

CORNEY & BARROW GROUP PLC

CREECHURCH NOMINEES LIMITED

DELPHI GROUP PLC

H.A.T. HOLDING COMPANY LIMITED

H.A.T. SECURITIES LIMITED

HAMBRO ENERGY INVESTMENTS LIMITED

HAMBRO INTERNATIONAL VENTURE COMPANY II LIMITED

HAMBRO INTERNATIONAL VENTURE COMPANY LIMITED

HAMBROS ADVANCED TECHNOLOGY TRUST LIMITED

HAMBROS BANK (NOMINEES) LIMITED

HAMBROS BANK LIMITED

HAMBROS GENERALI FUND MANAGERS LIMITED

HAMBROS INVESTMENT MANAGEMENT SERVICES LIMITED

HAMBROS INVESTMENT TRUST PLC

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Other relevant directorships

Company Number 1977742

Company Name Top Technology Limited

Directors Name HILL-WOOD PETER DENIS

† Directors only.

† Other directorships

HAMBROS TRUST COMPANY LIMITED

HAMBROS UNIT TRUST MANAGERS LIMITED

HATT II GENERAL PARTNER LIMITED

HATT III GENERAL PARTNER LIMITED

LUDGROVE SCHOOL TRUST LIMITED

MASTHEAD A LIMITED

MASTHEAD B LIMITED

MASTHEAD C LIMITED

MASTHEAD D LIMITED

MASTHEAD E LIMITED

MASTHEAD INSURANCE UNDERWRITING PLC

MASTHEAD INSURANCE UNDERWRITING PLC

QUEST SECURITIES LIMITED

RIVER PLATE & GENERAL INVESTMENT TRUST PLC

RNPFN PENSIONS MANAGEMENT LIMITED

THE HAMBRO TRUST LIMITED

THE OLYMPUS TRUST PLC

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Other relevant directorships

Company Number 1977742

Company Name Top Technology Limited

Directors Name HILL-WOOD PETER DENIS

† Directors only.

† Other directorships

THE ROYAL NATIONAL PENSION FUND FOR NURSES

TOWN AND COUNTRY GARDEN CENTRES LIMITED

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Issued share capital (see note 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)
ORD 1.00	200,000	£ 200,000
Totals	200,000	£ 200,000.00

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



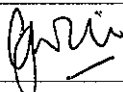
If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box



Certificate

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

Signed



Date

23 / 7 / 1998

† 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

9

(enter number)

continuation sheets.

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.

C J WISE, LIGHTERMANS COURT, 5 GAINSFORD STREET, LONDON, SE1 2NE

Tel 0171-505 1843

DX number

DX exchange



Please complete in typescript,
or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

Company Number

1977742

Company Name in full

Top Technology Limited

Number of shares
or amount of
stock held by
existing members
at date of this
return.

Particulars of shares or stock transferred since
the date of the last return (or in the case of the
first return, since the incorporation of the
company) by
(a) persons who are still members, and
(b) persons who have ceased to be members.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
HAMBRO GROUP INVESTMENTS LIMITED 41 TOWER HILL, LONDON, EC3N 4HA, ENGLAND	ORD 1.00 102,000			
TOP TECHNOLOGY HOLDINGS INC 4305 LANCASTER PIKE, WILMINGTON, NEWCASTLE, DELAWARE, UNITED STATES	ORD 1.00 98,000			