

The information printed below is taken from Companies House records as at 16/03/99 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
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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.

Registered Office (See note 3)

This is the address registered by Companies House.

1 PRIMROSE HILL PRESTON LANCASHIRE PR1 4BX

Principal business activities (See note 4)

Trade classification is 7415 MANAGEMENT ACTIVITIES HOLDING COMPS

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

Annual Return

of company number 02188184	K
company name NORTHERN LEISURE PLC	
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	MOHEN	i eai	
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 Day	Month	Year	

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Register of members (See note 5)	details below and, for secretary and directo particulars, the date of any change.
The register is kept at	
BANK OF SCOTLAND BROAD STREET HOUSE 3RD FLOOR,55 OLD BROAD STREET LONDON EC2P 2HL	
Register of debenture holders (See note 6)	
Any register of debenture holders (or duplicate) is cept at	
Company Secretary (See note 7)	Day Month Year
Particulars of a new secretary must be notified on orm 288.	Date of any change.
PETER ANTHONY SMITH FORGE COTTAGE FORGE LANE SHORNE KENT DA12 3DQ	
f this person has ceased to be secretary, please state when.	Day Month Year Date of resignation.
Directors (See note 7)	Day Month Year
Particulars of a new director must be notified on orm 288.	Date of any change.
THOMAS NIVEN BALLANTYNE 2 THE STABLES CASTLE PARK HORNBY LANCASTER LA2 8SB	
Date of Birth:- 15/01/47	

Month

Date of resignation.

APTA HEALTHCARE PLC 21:494 - 17:9:94

Day

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

Nat:BRITISH

Occ:FINANCE DIRECTOR

Show any relevant current and previous directorships.

02188184

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

Directors - continued	Day Month Year
Particulars.	Date of any change.
ALEXANDER CASSELS 634 QUEENSFERRY ROAD EDINBURGH MIDLOTHIAN EH4 6DZ	
Date of Birth:- 13/04/30 Nat:BRITISH Occ:COMPANY DIRECTOR	Day Month Year
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	PER ATTACHED LIST
Particulars.	Day Month Year Date of any change.
JAMES DONALD HANSON FCA 18 THURLOE PLACE LONDON SW7 2SP	
Date of Birth:- 04/01/35 Nat:BRITISH Occ:ACCOUNTANT	Day Month Year
If this person has ceased to be director, please state when.	Day Month Year Date of resignation. DASS FINITED 2. C.S.M.I. FINITED
Show any relevant current and previous directorships.	3 CENTRAL ASIAN INVESTMENT CO 4. OPAL DEVELOPMENTS 5. COBDEN CLUB LIMIT
Particulars.	Day Month Year Date of any change.
PETER MARKS 342 CHAPEL LANE NEW LONGTON PRESTON LANCASHIRE PR4 4AA	
Date of Birth:- 05/10/50 Nat:BRITISH Occ:ACQUISITIONS DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	

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

Directors - continued	Day Month Year
Particulars.	Date of any change.
ANDREW MCIVOR 11 KEATS WAY COTTAM HALL PRESTON LANCASHIRE PR4 ONL	
Date of Birth:- 09/07/59 Nat:BRITISH Occ:LEISURE If this person has ceased to be director, please	Day Month Year
state when.	Date of resignation.
Show any relevant current and previous directorships.	
Particulars. BRENDAN MICHAEL MCLOUGHLIN CHESTER GATE ST DAVIDS ROAD PENRHYN BAY GWYNEDD LL30 3EL	Day Month Year Date of any change.
Date of Birth:- 05/10/60 Nat:BRITISH OCC:COMPANY DIRECTOR 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. JAMES NICHOLAS OPPENHEIM 39 KING STREET LONDON EC2V 2DQ	Day Month Year Date of any change.
Date of Birth:- 15/06/47 Nat:BRITISH Occ:DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year
Show any relevant current and previous directorships.	PER ATTACHED LIST

If the information shown needs amendment, give 02188184 details below and the date of any change. **Directors - continued** Day Month Year Particulars. Date of any change. CLIVE PRESTON 3 VICARAGE CLOSE WREA GREEN PRESTON PR4 2BQ Date of Birth: - 05/10/36 Nat:BRITISH Occ: DIRECTOR Day Month Year If this person has ceased to be director, please Date of resignation. state when. Show any relevant current and previous directorships. Month Day Particulars. Date of any change. MATTHEW ALEXANDER STREET 6 DONERAILE STREET FULHAM LONDON SW6 6EN Date of Birth: - 11/01/62 Nat: BRITISH Occ: COMPANY DIRECTOR Month Year Day If this person has ceased to be director, please Date of resignation. state when. STREETS ENTERTAINMENTS LIMITED Show any relevant current and previous directorships. Month Year Day Particulars. Date of any change. ROBERT JOSEPH JOHNSTONE WICKHAM 77 MANOR ROAD SOUTH HINCHLEY WOOD **ESHER** SURREY KT10 OQB Date of Birth: - 25/03/34 Nat: BRITISH Occ: BANKER Day Month Year If this person has ceased to be director, please Date of resignation. state when.

PER ATTACHED LIST

Show any relevant current and previous directorships.

Issued Share Capital (See note 8) 02188184	Class (eg Ordinary/ Preference etc.)	Number of shares issued	Aggregate nominal value
Enter details of all shares in issue at the date of this return.	ORDINARY	124,022,890	issued multiplied by nominal value per share)
		<u></u>	
124,022,890	Fotals and vised	\$9m 124.02 2 .890	12,402,289
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.	There were no cha	nges in the per	Please mark the appropriate box.
The last full members list was at 30/03/98			
		C	not on on paper paper
	A list of changes is	enclosed	
	A full list of member	ers is enclosed	
Certificate	Signed		Secretary/Director *
I certify that the information given in this return is true to the best of my knowledge and belief.	Date 14.4.9	- 1	(delete as appropriate)
I enclose the fee of £ 15.	This year, and in already		
Cheques should be made payable to Companies House.	This return include Please ensure all sections	<i>(enter number)</i> that you ha	
To whom should Companies House direct any enquiries about the information shown in this return?			
		Postcode	
DAGE 6	Telephone		Ext

<u>ALEXANDER CASSELS - CURRENT DIRECTORSHIPS</u>

Name of Company	Nature of Business	Date of Appointment
Dunedin Enterprise Investment Trust Plc	Investment Trust	22.07.93
Northern Leisure		23.01.92
Rutland Trust Plc	Financial Services	02.04.80

FORMER DIRECTORSHIPS

Name of Company	Nature of Business	Date of Appointment	Date of Resignation
Teviot Premier 1 Plc	BES Property	09.11.92	22.12.97
Teviot Premier 2 Plc	BES Property	09.11.92	22.12.97
Teviot Premier 3 Plc	BES Property	09.11.92	22.12.97
Ettrick Premier 1 Plc	BES Property	06.09.93	13.11.98
Ettrick Premier 2 Plc	BES Property	06.09.93	13.11.98
Ettrick Premier 3 Plc	BES Property	06.09.93	13.11.98
Ettrick Premier 4 Plc	BES Property	06.09.93	13.11.98
Tweed Premier 1 Plc	BES Property	11.11.93	18.01.99
Tweed Premier 2 Plc	BES Property	11.11.93	18.01.99
Tweed Premier 3 Plc	BES Property	11.11.93	18.01.99
Tweed Premier 4 Plc	BES Property	11.11.93	27.01.99
Tweed Premier 5 Plc	BES Property	11.11.93	27.01.99
Tweed Premier 6 Plc	BES Property	11.11.93	27.01.99

James Nicholas Oppenheim

List of current Directorships

	Appointed
British Foreign & Colonial Corporation Limited	26.01.90
Cottin Freres	12.98
Northern Leisure PLC	04.12.87
Northern Leisure Inc. PLC	29.03.93
Scottish General Holdings Limited	23.10.95

List of Directorships within the last five years

	Appointed	Resigned
APTA Plc	03.12.93	21.12.94
Dome Assets Limited	07.09.81	20.08.94
Kellock Limited	29.01.88	31.03.97
Pembroke Assets Limited	19.06.92	14.04.97
Pembroke Industries Limited	14.04.92	Dissolved '95
Precis (1379) Limited	16.03.82	16.09.97
Scottish General Assets Limited	15.04.77	28.01.95
Scottish General Properties Limited	13.08.71	14.07.94
Timsbury Salmon & Trout Club Limited	15.01.86	16.09.97

ROBERT J.J. WICKHAM - CURRENT DIRECTORSHIPS

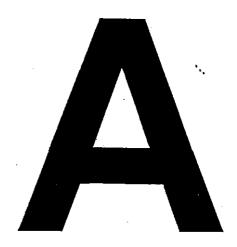
Name of Company	Nature of Business	<u>Position</u>
Broughfame Limited and Project Care	Financial Services	Manging Director
Secure Trust Group Plc	Financial Services	Non-Executive Director
Secure Trust Bank Plc (Subsidiary of Secure Trust Group Plc)	Financial Services	Non-Executive Director
Arbuthnot Commercial Finance Limited (Subsidiary of Secure Trust Group Plc)	Financial Services	Non-Executive Director
Arbuthnot Latham and Company Ltd (Authorised Bank - formerly Aitken Hume Bank Plc & Subsidiary of Secure Trust Group Plc)	Financial Services	Non-Executive Director
Leased Hotels Limited (Subsidiary of Granada Plc)		Chairman
Northern Leisure Plc	Nightclubs	Non-Executive Director
Nightspeed Services Limited	Data & document transport services and secure storage	Non-Executive Director
Rutland Plc		Non-Executive Director

FORMER DIRECTORSHIPS

Name of Company	Nature of Business	<u>Position</u>	Resigned
Graystone Plc	Engineering	Non-Executive Director	31.01.98



FORM ML8



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 2188184