

363s

Annual Return

THE REGISTRAR OF COMPANIES

COMPANIES HOUSE

CROWN WAY

CARDIFF

CF4 3UZ

A01 *AT26H6LJ* 616

COMPANIES HOUSE 29/05/98

This form should be completed in black.

The information printed below is taken from Companies House records as at 17/04/98 If this information requires amendment use the spaces opposite.

| of company number 02352435 | S |
|-------------------------------------|---|
| company name HAMLEYS PLC | |
| company type PUBLIC LIMITED COMPANY | : |

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 |
|-----|-------|------------------|
| 0,4 | 0,5 | 9 ₁ 8 |

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.

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

| Day | Month | Year |
|-----|-------|------|
| | | |
| | | |
| Day | Month | Year |
| 1 | | 1 |

Registered Office (See note 3)

This is the address registered by Companies House. 188-196 REGENT STREET LONDON W1R 6BT

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| | *********************** | | | *************************************** |
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Principal business activities (See note 4)

Trade classification is 5243 RETAIL OF FOOTWEAR & LEATHER GOODS

| | |
|----------|--|
| | |
| <u> </u> | |

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

| 02352435 | If the information shown needs amendment, give details below and, for secretary and director |
|---|--|
| Register of members (See note 5) | particulars, the date of any change. |
| The register is kept at | |
| | |
| EXCHANGE REGISTRARS LIMITED | |
| 18 PARK LANE | |
| CARDIFF CF1 3PD | |
| Register of debenture holders (See note 6) | |
| | |
| Any register of debenture holders (or duplicate) is kept at | |
| EXCHANGE REGISTRARS LIMITED | |
| 18 PARK LANE | |
| CARDIFF | |
| CF1 3PD | |
| Company Secretary (See note 7) | |
| | Day Month Year |
| Particulars of a new secretary must be notified on form 288. | Date of any change. |
| LADAN | |
| HALL | |
| 16 DUNMORE ROAD | |
| WIMBLEDON | |
| LONDON | |
| SW20 8TN | |
| | |
| | |
| | |
| | Day Month Year |
| If this person has ceased to be secretary, please | Date of resignation. |
| state when. | Date of resignation. |
| Directors (See note 7) | |
| Directors (See note /) | Day Month Year |
| Particulars of a new director must be notified on | Date of any change. |
| form 288. | |
| JOHN MURRAY | |
| ALLAN | |
| FLAT 19 ASCOT TOWERS WINDSOR ROAD | |
| ASCOT | |
| BERKSHIRE SL5 7LG | |
| | |
| | |
| Date of Birth:- 20/08/48 | |
| Nat:BRITISH | |
| Occ: COMPANY DIRECTOR | |
| | Day Month Year |
| If this person has ceased to be director, please state when. | Date of resignation. |
| State Wileli. | |
| Show any relevant current and previous directorships. | Su allocad |

PAGE

2

| Directors - continued | Day Month Year |
|---|--------------------------------------|
| Particulars. | Date of any change. |
| CHRISTOPHER JOHN ASH 3 HIBBERTS WAY | |
| NORTH PARK GERRARDS CROSS BUCKINGHAMSHIRE SL9 8UD | |
| Date of Birth:- 19/02/53 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. | See Atachiel |
| Particulars. HOWARD PAUL DYER WOOTTON PLACE WOOTTON WOODSTOCK OXFORDSHIRE OX20 1EA | Day Month Year |
| Date of Birth:- 17/01/50 Nat:BRITISH OCC:COMPANY DIRECTOR If this person has ceased to be director, please | Day Month Year Date of resignation. |
| state when. Show any relevant current and previous directorships. | See Attached |
| | |
| Particulars. DAVID RICHARD | Day Month Year Date of any change. |
| FOGEL FLAT 14 17-19 ELSWORTHY ROAD LONDON NW3 3DJ | |
| Date of Birth:- 16/02/54 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. | See Attached |

PAGE 3

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

| Directors - continued | , • |
|--|---|
| Particulars. | Day Month Year |
| JOHN LAURANCE FOSTER 5 KINGSLEY PLACE HIGHGATE LONDON N6 5EA | Date of any change. |
| Date of Birth:- 05/01/58 Nat:BRITISH Occ:FINANCE DIRECTOR If this person has ceased to be director, please | Day Month Year |
| state when. | Date of resignation. |
| Show any relevant current and previous directorships. | Su Attached |
| Particulars. JAMES CLIFFORD HODKINSON 29B WESTERN AVENUE BRANKSOME PARK POOLE DORSET BH13 7AN | Day Month Year |
| Date of Birth:- 21/04/44 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 Date of resignation. |
| Particulars. JAMES CLIFFORD HOOKINSON 29B WESTERN AVENUE BRANKSOME PARK POOLE DORSET BH13 7AN Date of Birth:- 21/04/44 | Day Month Year Date of any change. This is a repetition of the arme with the incorrect spelling of the name. Please dubbe becordingly |
| Nat:BRITISH OCC: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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| Day | Month | Year | |
|-----------|----------|---|---|
| | , | 1 | Date of any change. |
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| ••••• | | | |
| Day | Month | Year | |
| | | | Date of resignation. |
| | A. 1 | | • |
| معك | AUTO | الصعمد | |
| Davi | ماده ماد | Va | |
| Day | Month | Year | Date of any change |
| | | L | Date of any change. |
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| Day | Month | Voor | |
| Day | Month | Year | |
| Day | Month | Year | Date of resignation. |
| Day | | | Date of resignation. |
| Day | Month | | Date of resignation. |
| ا گ | Alla | إصديك | Date of resignation. |
| Day L Day | | | |
| ا گ | Alla | إصديك | Date of resignation. Date of any change. |
| ا گ | Alla | إصديك | |
| ا گ | Alla | إصديك | |
| ا گ | Alla | إصديك | |
| ا گ | Alla | إصديك | |
| ا گ | Alla | إصديك | |
| ا گ | Alla | إصديك | |

Month

Attached

Year

Date of resignation.

Day

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Directors - continuedParticulars.

SIMON CAMPBELL
INNES
PITTS FARM HOUSE
VANITY LANE LINTON
MAIDSTONE

KENT ME17 4BP

Date of Birth:- 11/06/60 Nat:BRITISH Occ:DIRECTOR

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

Show any relevant current and previous directorships.

ALEXANDER DONALD
MACKENZIE
5 VINCENT TERRACE
LONDON
N1 8HJ

Particulars.

Date of Birth:- 04/03/57

Nat:BRITISH
Occ:BANKER

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

Show any relevant current and previous directorships.

Particulars.

STEPHEN JOHN
WOODBRIDGE
LARKFIELD BACOMBE LANE
WENDOVER
AYLESBURY
BUCKINGHAMSHIRE HP22 6EQ

Date of Birth: - 07/07/41

Nat:BRITISH

Occ: COMPANY DIRECTOR

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

Show any relevant current and previous directorships.

PAGE

| Issued Share Capital (See note 8) | Class Number of Aggregate shares issued nominal value |
|--|--|
| Enter details of all shares in issue at the date of th return. | P reference etc.) (ie Number of shar issued multiplied i nominal value per share |
| return. | Ordinary 23:223:484 1,166,174 |
| | |
| | |
| | Totals 23,323,484 1,166,174 |
| 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. The last full members list was at 04/05/97 | Please mark the appropriate box. There were no changes in the period |
| | on paper paper A list of changes is enclosed A full list of members is enclosed |
| Certificate | Signed Lada Hall |
| I certify that the information given in this return is true to the best of my knowledge and belief. | Secretary (Director-* |
| I enclose the fee of £ 15. Cheques should be made payable to Companies House. | This return includes continuation sheets (entel 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? | LADAN HALL 2 FOURFRT'S PLACE OFF REGENT STREET LONDON POSTCODE WIV ZAA |
| PAGE 6 | TelephoneOc71-4945850 Ext — |

LIST OF PAST AND PRESENT MEMBERS **SCHEDULE TO FORM 363** Account of Shares 02352435 Company Number: Particulars of shares transferred Number of since the date of the last return, shares or or, in the case of the first return, Company Name: amount of since the incorporation of the HAMLEYS PLC stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Name and address Currently Registration Remarks Transferred of Transfer Held See Attached

LIST OF PAST AND PRESENT MEMBERS (continued) **SCHEDULE TO FORM 363** Account of Shares Company Number: 02352435 Particulars of shares transferred Number of since the date of the last return, shares or Company Name: or, in the case of the first return, amount of HAMLEÝS PLC since the incorporation of the stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Name and address Currently Registration Remarks Transferred of Transfer Held

HOWARD PAUL DYER

| Present Directorships | Date of Appointment | Position |
|--|---------------------|------------------------|
| Ascot Holdings Plc (diversified industrial group) | 18/6/93 | Executive Chairman |
| B.A.G. Farms Limited (farming) | 1/5/97 | Director |
| Greymart Limited (management consultancy) | 12/7/89 | Director |
| Hamleys Plc (toy retailer) | 10/1/92 | Chairman |
| King's Arms Hotel, Woodstock Limited (restaurant) | 16/12/96 | Director |
| Kleinwort Benson Private Bank (banking) | 1/1/98 | Non Executive Director |
| New Look Group Limited (fashion retailer) | 19/9/96 | Chairman |
| SportsAid Foundation Limited (sports charity) | 19/3/98 | Governor |

| Past Directorships | Date of Resignation | <u>Position</u> |
|--|---------------------|----------------------------|
| Ascot Nominees Limited (diversified industrial group) | 20/10/96 | Executive Chairman |
| Asprey Pic (luxury goods retailer) | 1/2/96 | Non-Executive Director |
| William Holdings Pic & Subsidiaries (diversified industrial group) | September 1989 | Director |
| Belhaven Holdings Limited (brewery) | 13/6/96 | Chairman |
| Belhaven Inns Pic (brewery/public houses) | 28/1/94 | Chairman |
| Belhaven Brewery Company Limited (brewery/public houses) | 22/12/93 | Chairman |
| Hamleys of London Limited (toy retailer) | 25/7/96 | Chairman & Chief Executive |
| Servisair plc (cargo handling) | 86/8/L | Non-Executive Director |

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| Non-Executive Director | Non-Executive Director | Non-Executive Director | Non-Executive Director |
|---|---|--------------------------------------|--------------------------------------|
| ed 4/11/94 | 4/11/94 | 4/11/94 | 1/5/96 |
| United Pressings and Fabrications Limited (engineering group) | UPF Holdings Plc (engineering group) | UPF (UK) Limited (engineering group) | UPF Group Plc (engineering group) |

revised 8 May 1998

ALEXANDER DONALD MACKENZIE, LLB CA 5 Vincent Terrace London N1 8HJ

BORN:

4 March 1957

OCCUPATION:

Fund Manager

NATIONALITY:

British

DIRECTORSHIPS:

| Date of Appointment | Current | Nature of Business |
|--|--|---|
| 15/05/90 25/06/90 10/01/92 29/06/93 | CVC Capital Partners Limited Hozelock Group Plc Hamleys Plc CVC Capital Partners Europe Limited (Jersey) | Fund and advisory management company Garden products manufacturer Toy retailer |
| 09/11/93 09/02/96 06/03/98 | Hozelock Group Trust Company Limited British Aluminium Holdings Limited Australian Building Products Bideo Pty Limited | Fund and advisory management company Garden products manufacturer Specialised engineering company Building Products Company |

Past

Belhaven Holdings Limited Hamleys Trustees Limited Oceanhaven Limited

Rizla International BV (Breda, Holland)

Trinity Holdings PLC

DIRECTORSHIPS

JAMES CLIFFORD HODKINSON

Present Directorships

CE NEW LOOK

Hamleys plc

| Personn | Personnel Information sheet | heet Date as at: 26/01/98 |
|---|---|--|
| Full Name: N | Mr John Murray Allan | Person ID: ALLAN |
| Effective From | 13/03/80 | |
| Date of Birth Place of Birth Nationality Honours Occupation | 20/08/48 British Chief Executive | Passport Number 500250607 Date of issue Date of expiry Place of Issue Social Security Number YL 80 71 93 B |
| Home Address 4 Brock Way Wentworth Surrey GU25 4SD | | Work Address Ocean Group plc Head Office, 8th Floor Ocean House, The Ring BRACKNELL Berkshire RG12 1AN |
| Effective From | 29/12/97 | Effective From |
| Internal Appointments | <u>nts</u> | |
| <u>Number</u> 73975 | Company Name OCEAN GROUP plc | Appointment Type Appointed Resigned Reason Country of Incorporation Chief Executive 30/09/94 |
| External Appointments | ents | |
| Number | Company Name Alisa Industrial Services Limited AW Holdings Limited Beaver Cleaners Limited BET (No.2) Limited BET (No.43) Limited BET Building Services Limited BET Catering Services Limited | Appointed Resigned Country of Incorporation 05/04/93 01/03/94 05/04/93 23/03/94 05/04/93 23/03/94 11/03/94 25/09/85 28/09/94 22/04/92 28/09/94 |

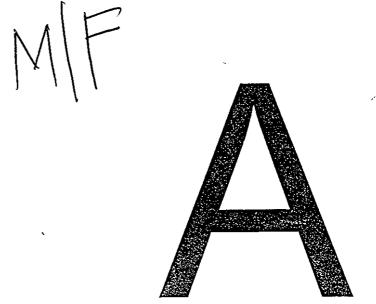
Secretariat for Windows

| sheet | |
|----------------------|--|
| Information 3 | |
| ersonnel Inf | |

| Full Name: M | Mr John Murray Allan [Contd] | | | | Person ID: | ALLAN |
|--|--|---|--|--------------------------|-------------|----------------|
| External Appointments | [Contd] | | | | | |
| Number | Company Name BET Developments Limited BET Personnel Services plc BET Personnel Services plc BET Public Limited Company BET Security and Communications Limited BET Security and Communications Limited BET UK PLC Chard Janitorial Supplies (Holdings) Limited Chard Services Limited Chard Services Limited Connell PLC Direct Programming Services Limited Enigma Laundries Limited Enigma Services Croup Limited Henry Lampitt Limited Henry Lampitt Limited Hestair Computer Group plc Hitchin British Schools Trust Hometrust Kitchens Limited Initial Healthcare Services Limited Initial Healthcare Services Limited Key Communications Consultants Limited Key Communications Consultants Limited Key Operations Assistance Limited Key Operations Assistance Limited Key Operations Assistance Limited Nu-Vac Industrial Services Limited Phonotas Services Limited | Appointed 11/02/93 01/06/92 25/03/91 17/06/87 25/03/94 25/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 05/04/93 | Resigned 28/09/94 28/09/94 28/09/94 28/09/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 23/03/94 | Country of Incorporation | U | |
| Share Certificates | | | | | | |
| Number No Share Certificates issued | Company Name es issued | Cer | Certificate Number | Number Of Shares | Date Issued | Date Cancelled |
| | | | | | | |

Secretariat for Windows

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_____

2352435