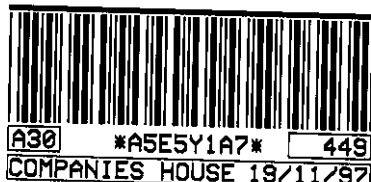




C O M P A N I E S H O U S E

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN WAY
CARDIFF
CF4 3UZ



A30 *A5E5Y1A7* 449
COMPANIES HOUSE 19/11/97

This form should be completed in black.

The information printed below is taken from Companies House records as at 10/09/97
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
25	09	97

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.
BEDFORD HOUSE
69-79 FULHAM HIGH STREET
LONDON
SW6 3JW

Principal business activities *(See note 4)*

Trade classification is
9234 OTHER ENTERTAINMENT ACTIVITIES

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

NWB 675x5
001306

363s

Annual Return

of company number 02426030

N

company name
DEDICATED LIMITED

company type
PRIVATE COMPANY LIMITED BY SHARES

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	Month	Year

Day	Month	Year

.....
.....
.....
.....

--	--	--	--

--	--	--	--

--	--	--	--

--	--	--	--

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

Register of members *(See note 5)*

The register is kept at

REGISTERED OFFICE

.....

.....

.....

.....

Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

.....

.....

.....

.....

Company Secretary *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

PETER
WAREHAM
15 DEVITT CLOSE
ASHTED
SURREY KT21 1JS

Day Month Year

Day	Month	Year

Date of any change.

.....

.....

.....

.....

.....

.....

.....

.....

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

Day Month Year

Day	Month	Year

Date of resignation.

Directors *(See note 7)*

Particulars of a new director **must** be notified on form 288.

DOUGLAS
D'ARCY
23 ST MARKS CRESCENT
LONDON
NW1 7TU

Day Month Year

Day	Month	Year

Date of any change.

.....

.....

.....

.....

.....

.....

.....

.....

Date of Birth:- 23/02/46
Nat:BRITISH
Occ:MANAGING DIRECTOR

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

Day Month Year

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

NONE

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

Directors - continued

Particulars.

RUDOLF L
GASSNER
C/O BMG INTERNATIONAL
1133 AVENUE OF THE AMERCIAS
NEW YORK
NEW YORK 1036-6758
USA

Date of Birth:- 13/09/42

Nat:GERMAN

Occ:CHIEF EXECUTIVE OFFICER

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

Day Month Year

--	--	--

Date of any change.

Show any relevant current and previous directorships.

Day Month Year

--	--	--

Date of resignation.

NONE

Particulars.

JEFFREY
LIEBENSON
303 MERCER STREET C102
NEW YORK
10003
USA

Date of Birth:- 14/03/53

Nat:AMERICAN

Occ:ATTORNEY

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

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Day Month Year

--	--	--

Date of any change.

NONE

Particulars.

JOHN
PRESTON
10 GIPSY LANE
LONDON
SW15 5RS

Date of Birth:- 29/08/50

Nat:BRITISH

Occ: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 ATTACHED LIST

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

Directors - continued

Particulars.

MARK
STANTON
THE COACH HOUSE
1 1/2 MANOR MOUNT
LONDON
SE23 3PY

Date of Birth:- 13/02/63

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

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

SEE ATTACHED COPY

Particulars.

Day Month Year

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

Day Month Year

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of resignation.

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

Directors - continued

Particulars.

Day Month Year

--	--	--

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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.

Day Month Year

--	--	--

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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.

Day Month Year

--	--	--

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

02426030

Enter details of all shares in issue at the date of this return.

Class (eg Ordinary/ Preference etc)	Number of shares issued	Aggregate nominal value (ie Number of shares issued multiplied by nominal value per share)
Ordinary	100	£100.00
Preference	6,000,000	£6,000,000.00
Totals	6,000,100	£6,000,100.00

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

Please mark the
appropriate box.

A full list is required.

A full list of members is enclosed

on paper

☒not on
paper☐**Elective resolutions** (See note 10)

(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

☐

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

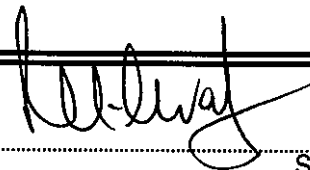
☐**Certificate**

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

I enclose the fee of £ 15.

Cheques should be made payable
to **Companies House**.

Signed



Secretary/Director*

(delete as appropriate)

Date

10/11/97

This return includes

3

(enter number)

continuation sheets.

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?

BMO Entertainment Int

U.K. & Ireland Ltd

Bedford House

69-79 Fulham High Street

London SW6 3JW

Tel: 0171 884 7500

Fax No. 0171 973 0344

Postcode

Telephone

Ext

LIST OF PAST AND PRESENT MEMBERS

SCHEDULE TO FORM 363

Company Number: 02426030		Account of Shares		
Company Name: DEDICATED LIMITED 27/2/97		Number of shares or amount of stock held by existing members at date of this return.	Particulars of shares 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 Currently Held	Number Transferred	Date of Registration of Transfer	Remarks
<u>Present Members (Old Shareholders)</u>				
BIG ENTERTAINMENT INTERNATIONAL UK + IRELAND LTD				
Bedford House 69/79 Fulham Hill St LONDON SW6 3SW	75		26/3/90	OLD SHARES EICA.
Douglas D'Almy				
23 ST MARKS CRESCENT LONDON NW1 7TU	25		26/3/90	-do-
<u>Past Members (Old Shareholders)</u>				
DH+B NOMINEES LTD				
5 CHANCERY LANE LONDON WC2A 1LF		1	26/3/90	-do-
GRAYS INN NOMINEES LTD				
5 CHANCERY LANE LONDON WC2A 1LF		1	26/3/90	-do-
<u>Present Members (Preference Shareholders)</u>				
BIG ENTERTAINMENT INTERNATIONAL UK + IRELAND LTD				
Bedford House 69/79 Fulham Hill St LONDON SW 6 3SW	6,000,000		27/2/97	PREFERENCE SHARES EICA

SCHEDULE TO FORM 363[illegible]

JOHN PRESTON

DIRECTORSHIPS
INCL. PREVIOUS DIRECTORSHIPS
HELD WITHIN LAST FIVE YEARS

BMG GROUP:

BMG ENTERTAINMENT INTERNATIONAL UK & IRELAND LTD

BMG EURODISC LTD

BMG MUSIC PUBLISHING LTD

HANSA PRODUCTION LTD

ARIOLA MUSIC LTD

BMG ARIOLA RECORDS LTD

BMG ARISTA RECORDS LTD

UFA VIDEO & MEDIA UK LTD

DEDICATED LTD

MULTITONE RECORDS LTD

RES

HABANA PRODUCTIONS L (RESIGNED 11/5/95)

ATMOSPHERE MUSIC LTD

TRIBUTE MANAGEMENT LTD

GLOBAL TELEVISION LTD

RES

SUGAR RECORDS LTD (RESIGNED 30/10/96)

DECONSTRUCTION LTD

FINAL VINYL LTD

CONIFER RECORDS LTD

VOGELCOURT LTD

M & G RECORDS LTD

OTHERS:

BRITISH PHONOGRAPHIC INDUSTRY LTD

BRITISH RECORD INDUSTRY TRUST LTD

PHONOGRAPHIC PERFORMANCE LTD

VIDEO PERFORMANCE LTD

ROCK THE VOTE LTD

ROCK THE VOTE TRADING LTD

EAGLE ROCK ENTERTAINMENT PLC

*DIRECTORSHIPS

MARK STANTON

COMPANY NAME	APPOINTED	CEASED
HEINEMANN PUBLISHERS INTERNATIONAL LTD	13/5/91	31/12/92
GINN & COMPANY LTD	31/7/92	31/12/92
HEINEMANN EDUCATIONAL BOTSWANA (PUBLISHERS PROPRIETARY) LTD	16/5/91	25/11/94
HEINEMANN ITALIAN LTD	13/5/91	31/12/92
REED BOOK SERVICES LTD	13/5/91	31/12/92
REED EDUCATIONAL PUBLISHING LTD	1/4/90	31/12/92
BMG GROUP DIRECTORSHIPS:		
BMG ENTERTAINMENT INTERNATIONAL UK & IRELAND LTD		
ATMOSPHERE MUSIC LTD	1/2/95	
ARIOLA MUSIC LTD	1/2/95	
BLOCK & GILBERT MUSIC LTD	1/2/95	
BMG ARIOLA RECORDS LTD	1/2/95	
BMG ARISTA RECORDS LTD	1/2/95	
BMG EURODISC LTD	1/2/95	
BMG MUSIC PUBLISHING LTD	1/2/95	
BMG MUSIC PUBLISHING INTERNATIONAL LTD	1/2/95	
DEDICATED LTD	1/2/95	
BMG SONGS LTD	1/2/95	
GOOD MUSIC LTD	1/2/95	
HANSA PRODUCTION LTD	1/2/95	
GRAVITY RECORDS LTD	1/2/95	
MULTITONE RECORDS LTD	1/3/95	
POINT MUSIC LTD	1/2/95	
UFA VIDEO & MEDIA UK LTD	1/2/95	
SUGAR RECORDS LTD	4/1/95	30/10/96
GLOBAL TELEVISION LTD	5/1/95	
INDOLENT RECORDS LTD	24/5/95	
LOGIC RECORDS LTD	10/4/95	
CONIFER RECORDS LTD	7/11/95	
VOGELCOURT LTD	10/4/97	