

363^x

Annual Return

Company Number

CN 2591431

Company Name

3i Holdings plc

Date of this return

The information in this return is made up to

DA 0 8 0 3 9 6

Date of next return

I wish to make the next return to

DB

Registered Office

This is the address at the date of this return

RO 91 Waterloo Road

Any change of registered office must be notified on form 287

Post Town London

County/Region

Postcode SE1 8XP

Principal business activities

The trade classification code number(s) for principal activity or activities is (are)

PA 8 6 2 9

Register of members

The register of members is kept at

RM	91 Waterloo Road
Post Town	London
County/Region	
Postcode	SE1 8XP

Register of Debenture holders

A register of debenture holders is kept at

RD	
Post Town	
County/Region	
Postcode	

Company Type

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.....

T1	☒
T2	☐
T3	☐
T4	☐
T5	☐
T6	☐
T7	☐

Company Secretary

*Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Usual residential address

CS		
ANTHONY WILLIAM WALLACE		
BRIERLEY		
AD	42 BATTERSEA BRIDGE ROAD	
Post Town	LONDON	
County/Region		
Postcode	SW11 3AG	Country

Directors

*Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname
Usual residential address

CD	Dr		
Neil Earl			
Cross			
AD	Sycamore House		
Post Town	Bluntisham		
County/Region	Cambridgeshire		
Postcode	PE17 3LA	Country	
DO	1 7 0 3 4 5	Nationality	NA British
OC	Investment Banker		
OD	See attached list		

Directors

*Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname
Usual residential address

CD	Mr		
Brian Paul			
Larcombe			
AD	32 Fife Road		
East Sheen			
Post Town	London		
County/Region			
Postcode	SW14 7EL	Country	
DO	2 7 0 8 5 3	Nationality	NA British
OC	Investment Banker		
OD	See attached list		

Directors

*Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname
Usual residential address

CD	Mr
Ewen Cameron Stewart	
Macpherson	
AD	61 Holland Park Mews
Post Town	London
County/Region	
Postcode	W11 3SS
Country	
DO	1 9 0 1 4 2
Nationality	NA British
OC	Investment Banker
OD	See attached list

Directors

*Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname
Usual residential address

CD	Dr
Richard Douglas Michael John	
Summers	
AD	Drybridge House
Pyle Hill	
Post Town	Woking
County/Region	Surrey
Postcode	GU22 0SR
Country	
DO	2 5 1 2 4 4
Nationality	NA British
OC	Investment Banker
OD	See attached list

Issued share capital

The shares in issue at the date of this return are

Class	Number	Aggregate Nominal Value
£1 Shares	50000000	£50000000
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
Totals	50000000	£50000000

A full list of members is enclosed on paper

List of past and present members

Elective resolutions

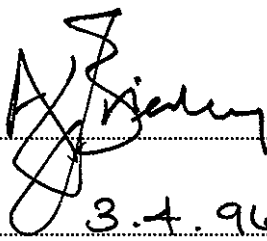
Certificate

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

I enclose the fee of **£18**.

Make cheques payable to
Companies House.

Signed



Secretary/Director*

Date

3.4.96

(*delete as appropriate)

This return includes * 12 continuation sheets.

Contact point address

3i plc

91 Waterloo Road

London

Postcode SE1 8XP

Telephone 0171 928 3131

Reference CB/3IHPLC/96

List of Past

Folio in register ledger containing particulars	Names and addresses
	Name: 3i Group plc Address: 91 Waterloo Road London Postcode SE1 8XP
	Name: Gardens Nominees Limited Address: 91 Waterloo Road London Postcode SE1 8XP

1

2

and Present Members

and Present Member

Account of Shares				
Number of shares or amount of stock held by existing members at date of return	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.			Remarks
	Number	Date of Registration of transfer (a) (b)		
£1 Shares 49999999				
£1 Shares 1				

1

2

	ORDINARY SHARE CAPITAL		PREFERENCE SHARE CAPITAL		COUNTRY OF INCORPORATION & OPERATION	LOCATION OF HEAD OFFICE	PRINCIPAL ACTIVITY	INVESTMENT CLASS
	NO OF SHARES ISSUED	PAR VALUE	NO OF SHARES ISSUED	PAR VALUE				
3i HOLDINGS PLC	50,000,000	£1	0		England	London	Holding & Investment Company	S
3i ASSET FINANCE LTD	2	£1	0		England	London	Construction services	S
3i ASSET MANAGEMENT LTD	50,000	£1	0		England	London	Investment managers	S
3i COMMERCIAL PROPERTIES LTD	2,500,000	£1	0		England	London	Property development	S
3i CONSULTANTS LTD	1,100,000	£0.10	0		England	London	Management consultants	S
MANAGEMENT STUDIES CENTRE LTD	100	£1	0		England	London	Dormant	S
S & R BUSINESS MODELLING LTD	10,000	£1	0		England	London	Computer modelling	S
3i CORPORATE FINANCE LTD	250,000	£1	0		England	London	Corporate advice	S
3i CORPORATION	15,000	US\$1	0		USA	Boston	Investment Company	S
3i SECURITIES CORPORATION	100	US\$1	0		USA	Boston	Long Term Investments	S
3i DEVELOPMENTS LTD	100	£1	0		England	London	Property development	S
3i EUROPE GENERAL PARTNER LIMITED	350,001	£1	0		England	London	General Partner	S
3i EUROPE PLC	500,000	£1	0		England	London	Advisory Company	S
3i FINANCE LTD	2	£1	0		England	London	Finance Company	S
3i GENERAL PARTNER LTD	1,000	£1	0		England	London	General partner	S
3i INTERNATIONAL HOLDINGS	2,714,757	£10	0		England	London	Investment holding	S
3i AUSTRALIA LTD	13,625,000	A\$1	0		Australia	Melbourne	Investment company	S
INVESTORS IN INDUSTRY PTY LTD	2	A\$1	0		Australia	Melbourne	Dormant	S
3i BJ LTD	9,600	YEN50,000	0	40.00	Japan	Tokyo	Investment management	A
3i CAPITAL GUERNSEY LTD	1,096,800	£1	0	100	Guernsey	Guernsey	Investment holding	S
3i GUERNSEY LTD	3,250,000	£1	0	100	Guernsey	Guernsey	Finance company	S
INTERISLAND CITY FINANCE CORP LTD	10,000	£1	0	100	Guernsey	Guernsey	Property holding	S

3i Holdings plc (Continued)	ORDINARY SHARE CAPITAL		PREFERENCE SHARE CAPITAL		COUNTRY OF INCORPORATION & OPERATION	LOCATION OF HEAD OFFICE	PRINCIPAL ACTIVITY	INVESTMENT CLASS
	NO OF SHARES ISSUED	PAR VALUE	NO OF SHARES ISSUED	PAR VALUE				
KINVALE PROPERTIES LTD	20,000	£1	100	0	Guernsey	Guernsey	Investment holding	S
ROSSMEAD LTD	7	£1	100	0	Guernsey	Guernsey	Property investment	S
VALLEY HOUSE PROPERTIES LTD	8	£1	100	0	Guernsey	Guernsey	Property investment	S
3i CAPITAL JERSEY LTD	1,167,500	£1	100	0	Jersey	Jersey	Investment holding	S
3i JERSEY LTD	4,800,000	£1	100	0	Jersey	Jersey	Finance company	S
3i DEUTSCHLAND GESELLSCHAFT FÜR INDUSTRIEBETEILIGUNGEN mbH	50,000,000	DM1	100	0	Germany	Frankfurt	Investment company	S
3i IBERICA DE INVERSIONES INDUSTRIALES SA	100,000	Ptas1,000	100	0	Spain	Madrid	Investment management	S
3i INTERNATIONAL B.V.	40	NLG1,000	100	0	Netherlands	Amsterdam	Finance company	S
3i INVESTORS IN INDUSTRY SpA	1,000	L1,000,000	100	0	Italy	Milan	Investment management	S
3i ISLE OF MAN LTD	1,002,000	£1	100	0	Isle of Man	Douglas	Investment and Finance	S
3i PROPERTY IRELAND LTD	100	IRE1	100	0	Eire	Dublin	Property Holding	S
FINANCE FOR INDUSTRY IRELAND LTD	2	IRE1	100	0	Eire	Dublin	Non-trading	S
INVESTORS IN INDUSTRY IRELAND LTD	2	IRE1	100	0	Eire	Dublin	Non-trading	S
MEDENTA SERVICES LTD	100	IRE1	100	0	Eire	Dublin	Non-trading	S
TOSCOPE LTD	2	IRE1	100	0	Eire	Dublin	Non-trading	S
3i S.A.	15,000,000	FF50	100	0	France	Paris	Investment Company	S
DIRECTINVEST S.A.	10,000	FF100	99.94	0	France	Paris	Employee participation	S
TROISINVEST S.A.	10,000	FF100	99.93	0	France	Paris	Employee participation	S
VALINVEST SA	10,000	FF100	49.98	0	France	Paris	Employee participation	A
ANZ GRINDLAYS 3i INVESTMENT SERVICES LTD	100,000	£1	50.00	0	Guernsey	Guernsey	Venture capital fund	A
INVESTORS IN INDUSTRY (BELGIUM) S.A.	1,250	BEF1,000	100	0	Belgium	Brussels	Non-trading	S
INVESTORS IN INDUSTRY (CANADA) LTD ⁽¹⁾	500	NPV	100	0	Canada	Ottawa	Non-trading	S

(1) One vote per share - no par value

3i Holdings plc (Continued)

	ORDINARY SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE	%	PREFERENCE SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE	%	COUNTRY OF INCORPORATION & OPERATION	LOCATION OF HEAD OFFICE	PRINCIPAL ACTIVITY	SINVEST- MENT CLASS
INVESTORS IN INDUSTRY (FINLAND) OY	15	FIN1,000	100	0		0	Finland	Helsinki	In Voluntary Liquidation	S
INVESTORS IN INDUSTRY (HELLAS) LTD	20	DRS10,000	100	0		0	Greece	Athens	Non-trading	S
INVESTORS IN INDUSTRY ANGLO-DANISH ApS	80	DKR1,000	100	0		0	Denmark	Copenhagen	Non trading	S
INVESTORS IN INDUSTRY FINANZIERUNGSGESELLSCHAFT m.b.H	250,000	NPV	100	0		0	Austria	Vienna	Non-trading in Voluntary Liquidation	S
THREE I INVESTORS IN INDUSTRY GmbH	20,000	SFR1	100	0		0	Switzerland	Zug	Non-trading	S
WATERLOO VENTURES INC	100	US\$1	100	0		0	USA	Boston	Holding company	S
CORPORATE FINANCE INTERNATIONAL (1) INC	1,000	US\$0.01	100	0		0	USA	Delaware	Non-trading	S
3i INVESTMENT PARTNER LIMITED	405,100	£1	100	0		0	England	London	Investment Company	S
3i INVESTMENTS PLC	98,167,058	£0.01	100	49,083,529	£0.50	100	England	London	Investment company	S
C.T.I. INVESTMENTS LTD	65,130	£1	100	0		0	England	London	Investment company	S
3i MANAGERS LIMITED	500	£1	100	0		0	Jersey	Jersey	Fund Management	S
3i NETHERLANDS HOLDINGS B.V.	400	NLG100	100	0		0	Netherlands	Rotterdam	Dormant	S
3i NEW SECURITIES CORPORATION (2) (JERSEY) LTD	1,000	US\$1	100	0		0	Jersey	Jersey	Investment company	S
3i NOMINEES LTD	1	£1	100	0		0	England	London	Nominee company	S
3i PARTNERSHIP INVESTMENTS LTD	2	£1	100	0		0	England	London	Hotel partnerships	S
3i plc	10,000,000	£1	100	0		0	England	London	Investment company	S
3i (NZ) LTD	2	£1	100	0		0	England	London	Non-trading	S
FFI INDUSTRIAL LEASING LTD (3)	500	£1	100	330,000	£1	100	England	London	Dormant	S
FINANCE FOR INDUSTRY LTD	2	£1	100	0		0	England	London	Dormant	S

(1) 1,000 shares of common stock, 500 shares designated as Class A, 500 shares designated as Class B

(2) Also issued: 4000 redeemable shares of US\$1 each (100% owned).

(3) Also issued: 25,000 4% non cumulative 2nd preference shares (100% owned).

3iHoldings plc (Continued)

HUDSWELL BADGER LTD	520,923	£1	79.00	0	England	London	Dormant	S
HUDSWELL YATES DEVELOPMENTS LTD	45,000	£1	100	0	England	London	Dormant	S
TOTAL MECHANICAL HANDLING LTD	755,226	£1	100	0	England	London	In Voluntary Liquidation	S
HUDSWELL HOLDINGS LTD	5,434,720	£0.05	100	20,000	England	London	In Voluntary Liquidation	S
INVESTORS IN INDUSTRY (NZ) LTD	2	£1	100	0	England	London	Dormant	S
INVESTORS IN INDUSTRY LTD	282,287	£1	100	0	England	London	Dormant	S
TRIANGLE INTERNATIONAL LTD	2,141,332	£1	100	0	England	London	Non-trading	S
TRIND LTD	1,957,372	£1	100	991,332	England	London	Non-trading	S
WATERLOO INVESTMENTS	582	£1	100	0	England	London	In voluntary liquidation	S
3i RESEARCH EXPLOITATION LTD	100,002	£1	100	0	England	London	Patents and licensing	S
3i RESEARCH TRUST (THE) ⁽¹⁾		N/A	100	0	England	London	Trust company	S
3i SECURITIES LTD	4,401,000	£1	100	0	England	London	Share dealing	S
3i SERVICES (JERSEY) LTD	10	£1	100	0	Jersey	Jersey	Investment company	S
3i TRUSTEE COMPANY LTD	250,000	£1	100	0	England	London	Trustee company	S
3i UK HOLDINGS	522	£1	100	0	England	London	Investment holding	S
3i UNIT TRUST MANAGERS LTD ⁽²⁾	75,000	£1	100	0	England	London	Unit trust managers	S
ANGLIA COMMERCIAL PROPERTIES (INVESTMENTS) LTD	100	£1	100	0	England	London	Trading	S
INTERNATIONAL ECONOMIC DEVELOPMENT ⁽³⁾ GROUP LTD	60,731	£1	100	0	England	London	In Voluntary Liquidation	S
YATES BADGER (PIPELINES) LTD	1,612,212	£1	100	0	England	London	Dormant	S
BRIGSTOWE FINANCE LTD	100	£1	100	0	England	London	Dormant	S
CARDEN PLACE WHISKY TRADING COMPANY LTD	2,000	£1	100	27,500	Scotland	Aberdeen	Whisky dealers	S

(1) Company limited by guarantee and not having a share capital.

(2) Ordinary share capital issued : B 25,000 shares of £1 (100% owned)

(3) Ordinary share capital issued : A 18,000 shares of £1 (100% owned)

3i Holdings plc (Continued)

	ORDINARY SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE	%	PREFERENCE SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE	%	COUNTRY OF INCORPORATION & OPERATION	LOCATION OF HEAD OFFICE	PRINCIPAL ACTIVITY	INVEST- MENT CLASS
—DRAPERS NOMINEES LTD	1	£1	100			0	England	London	Nominees company	S
—GARDENS NOMINEES LTD	3	£1	100			0	England	London	Nominee company	S
—GARDENS PENSION TRUSTEES LTD	100	£1	100			0	England	London	Pension trustees	S
—ICFC CONSULTANTS LTD	131,000	£1	100			0	England	London	Dormant	S
—ICFC LEASING LTD	2	£1	100			0	England	London	Dormant	S
—ICFC LTD ⁽¹⁾	50	£1	100			0	England	London	Dormant	S
—ICFC PROPERTIES LTD	100	£1	100			0	England	London	Dormant	S
—ICFC TRAINING LTD	10,000	£1	100			0	England	London	Dormant	S
—INDUSTRIAL AND COMMERCIAL FINANCE CORPORATION LTD	200,000	£1	100			0	England	London	Dormant	S
—INDUSTRIAL AND COMMERCIAL FINANCE CORPORATION OF IRELAND LTD	2	IR£1	100			0	Eire	Dublin	Non-trading	S
—JUMPSHIP LTD	2	£1	100			0	England	London	Dormant	S
—MANCLAR INVESTMENTS LTD	200,000	£1	100			0	England	London	Dormant	S
—POOLSHIP LTD	2	£1	100			0	England	London	Dormant	S
—RUNSHIP LTD	2	£1	100			0	England	London	Dormant	S
—SCOTTISH INDUSTRIAL FINANCE LTD	250,000	£1	100			0	Scotland	Glasgow	Dormant	S
—INDUSTRIAL MERGERS LTD	1,000	£1	100	29,000	£1	100	England	London	In voluntary liquidation	S
—SHIP MORTGAGE FINANCE COMPANY PLC	4,000,000	£1	100			0	England	London	Government agents	S
—SOLESHIP LTD	2	£1	100			0	England	London	Dormant	S
—SOUTHBANK SECURITIES LTD	2	£1	100			0	England	London	Share dealing	S
—TECHNICAL DEVELOPMENT CAPITAL LTD	2,000,000	£1	100			0	England	London	Dormant	S
—TDC DEVELOPMENT CAPITAL LTD	1,000	£1	100			0	England	London	Dormant	S
—TRIND (INVESTMENTS) LTD	100	£1	100			0	England	London	Dormant	S
—WARDFERRY LTD	2	£1	100			0	England	London	Non-trading	S

(1) 50 deferred shares of £1 fully paid

ORDINARY SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE %	PREFERENCE SHARE CAPITAL NO OF SHARES ISSUED	PAR VALUE %	COUNTRY OF INCORPORATION & OPERATION	LOCATION OF HEAD OFFICE	PRINCIPAL ACTIVITY	INVEST- MENT CLASS
2	£1 100	0	0	England	London	Trustee company	S

3iHolding plc (Continued)

WATERLOO TRUSTEE COMPANY LTD

Dr Richard Douglas Michael
John Summers
Drybridge House
Pyle Hill
Woking
Surrey
GU22 0SR

Previous Names:

None

Business Occupation:

Investment
Banker

Nationality:

British

Date of Birth:

25th Dec 1944

Current Directorships

Appointed

Gardens Nominees Limited	28.11.90
Imperial Exploitation Limited	30.09.92
The 3i Research Trust	05.03.91
3i Asset Finance Limited	01.01.96
3i Europe General Partner Limited	24.05.93
3i Group plc	28.03.91
3i Holdings plc	27.03.91
3i Investment Partner Limited	01.12.92
3i plc	15.06.87
3i Research Exploitation Limited (Chairman - apptd 03.08.92)	11.12.91
3i Unit Trust Managers Limited	22.04.91

Former Five Years' Directorships

Resigned

3i Enterprise Support Limited (Co. sold 01.04.92)	01.04.92
ICFC Leasing Limited	18.05.92
Trind Pension Trust Limited (dissolved 12.01.93)	

• Ewen Cameron Stewart Macpherson
61 Holland Park Mews
London
W11 3SS

Previous name(s):

None

Business Occupation:

Investment
Banker

Nationality:

British

Date of Birth:

19th Jan 1942

Current Directorships

Appointed

(Companies incorporated in Great Britain)

Gardens Pension Trustees Limited	13.04.92
Nile Steamship Company Limited (in Voluntary Liquidation)	27.03.85
3i Europe General Partner Limited	01.01.96
3i Group plc	09.08.89
3i Holdings plc	08.03.91
3i International Holdings	13.04.87
3i Investment Partner Limited	01.01.96
3i plc	01.04.85
3i Trustee Company Limited	03.12.90
3i UK Holdings	27.11.90
3i Unit Trust Managers Limited	13.11.90
Waterloo Trustee Company Limited	03.12.90

Former Five Years' Directorships

Appointed

Resigned

(Companies incorporated in Great Britain)

Gardens Nominees Limited	-	18.05.92
Jumpship Limited	26.03.85	31.12.95
Poolship Limited	08.05.85	31.12.95
Runship Limited	26.03.85	31.12.95
Ship Mortgage Finance Company plc	-	13.05.92
Soleship Limited	11.06.85	31.12.95
Southbank Securities Limited	-	12.05.92
3i Corporate Finance Limited	-	13.05.92
3i Finance Limited	-	12.05.92
3i Portfolio Management Limited	-	12.05.92
3i Securities Limited	-	11.05.92
3i UK Holdings	-	12.05.92
Wardferry Limited	02.12.85	31.12.95



Brian Paul Larcombe
32 Fife Road
East Sheen
London
SW14 7EL

Previous name(s):

None

Business Occupation:

Investment
Banker

Nationality:

British

Date of Birth:

27th Aug 1953

Current Directorships

Appointed

British Venture Capital Association
Ship Mortgage Finance Company plc (Chairman)
Southbank Investments
3i Asset Management Limited
3i Group plc
3i Corporate Finance Limited
(Chairman - appointed 13.10.92)
3i Finance Limited
3i Holdings plc
3i plc

14.06.89
21.12.89
01.01.96
01.01.96
07.03.92
13.05.92

12.05.92
11.05.92
17.06.86

Former Five Years' Directorships

Resigned

3i Partnership Investments Limited
3i Securities Limited

11.05.92
11.05.92



Dr Neil Earl Cross FCIS
Sycamore House
Bluntisham
Cambridgeshire
PE17 3LA

Previous name(s):

None

Business Occupation:

Investment
Banker

Nationality:

British

Date of Birth:

17th March 1945

Current Directorships

Appointed

(Companies incorporated in Great Britain)

Foundation for Science and Technology (Council Member)	14.05.90
Imperial Exploitation Limited	13.12.86
3i Group plc	09.08.89
3i International Holdings	01.04.88
3i plc	01.04.85
Waterloo Trustee Company Limited	03.12.90
3i Holdings plc	27.03.91
The 3i Research Trust	21.01.92
3i Trustee Company Limited	12.05.92
3i Research Exploitation Limited	10.11.92
3i Investment Partner Limited	01.12.92
3i Europe General Partner Limited	24.05.93
Business in the Environment	22.02.94
The Babraham Institute	01.04.95

Former Five Years' Directorships

Resigned

(Companies incorporated in Great Britain)

3i Investments Public Limited Company	28.11.90
3i Partnership Investments Limited	27.11.90
Waterloo Investments	27.11.90
The 3i Research Trust	05.03.91
3i Research Exploitation Limited	08.03.91
3i Corporate Finance Limited	22.04.91
3i Portfolio Management Limited	07.05.91
Centre for Exploitation of Science and Technology	20.11.92
Thomas Green and Son, Limited (dissolved 01.11.94)	