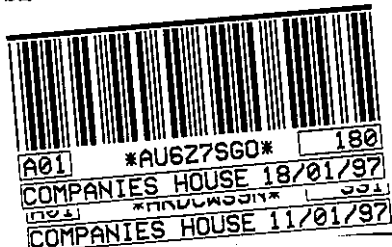




COMPANIES HOUSE

NCJ 001940215

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



This form should be completed in black.

The information printed below is taken from Companies House records as at 27/11/96

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
14	12	96

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

Day	Month	Year

Registered Office (See note 3)

This is the address registered by Companies House.

RINGWOOD HOUSE
WALTON STREET
AYLESBURY
BUCKS. HP21 7QP

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

Principal business activities (See note 4)

Please enter trade classification(s).

8	5	1	4
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If the code cannot be determined from the notes, give a brief description of principal activity.

363s

Annual Return

of company number 03003291

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company name
HIGHCARE GROUP PLC

company type
PUBLIC LIMITED COMPANY

03003291

Register of members (See note 5)

The register is kept at

2 HUNTERS CLOSE
CHARTERIDGE LANE
CHESHAM
BUCKINGHAMSHIRE HP5 2RJ

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

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.

BARRY STEPHEN
GIDDINGS
2 HUNTERS CLOSE
CHARTRIDGE LANE
CHESHAM
BUCKINGHAMSHIRE HP5 2RJ

Day	Month	Year

 Date of any change.

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

Day	Month	Year

 Date of resignation.

Directors (See note 7)

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

BARRY STEPHEN
GIDDINGS
2 HUNTERS CLOSE
CHARTRIDGE LANE
CHESHAM
BUCKINGHAMSHIRE HP5 2RJ

Day	Month	Year

 Date of any change.

Date of Birth:- 11/02/48

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.

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

Directors - continued

Particulars.

DR
ALAN MORTON
MUIR
HUNTERS RIDE
THE MALTINGS WEST ILSLEY
NEWBURY
BERKSHIRE RG16 OAX

Date of Birth:- 24/05/54

Nat:BRITISH

Occ:DOCTOR

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.

Particulars.

RONALD JAMES
WHITEHEAD
8 THE GRAZINGS
HEMEL HEMPSTEAD
HERTFORDSHIRE HP2 5JN

Date of Birth:- 16/03/51

Nat:BRITISH

Occ:CONSULTANT

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.

Particulars.

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

Day Month Year

Day	Month	Year

Date of any change.

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.

Aggregate
nominal value
(ie Number of Shares
issued multiplied by
nominal value per share)

10 PENCE	<u>ORDINARY</u>	<u>3,486,830</u>	<u>348,683</u>
£1.0	<u>PREFERENCE</u>	<u>2</u>	<u>2</u>
£1.0	<u>ORDINARY</u>	<u>150,000</u>	<u>150,000</u>
Totals		<u>3636832</u>	<u>498,685</u>

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HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr N A Andrews 10A Pottery Lane Wrecclesham Farnham Surrey GU10 4QG	2,000	30 Sept 96
Mr J Axon 20 Hambledon Drive Wallingford Oxon OX10 0PQ	5,000	30 Nov 95
Mrs B Badley Down House, Pyleigh Lydead St Lawrence Somerset	1,000	1 Dec 95
Mr M Badley Down House, Pyleigh Lydead St Lawrence Somerset	99,000	1 Dec 95
Mr T E Beston 34 Langbrook Road Kidbrooke London SE3 8RD	25,000	24 Jan 95
Mr J W Bodey 30 Chaucer Road Bath BA2 4SL	14,000	30 Sept 95
Mrs S Bond 10 Long Row Chaddleworth Berkshire RG16 OEW	7,500	9 July 96
Mr M D B Campbell Regan Beauchamps Wyddial Buntingford Herts SG9 OEP	10,000 40,000	17 July 96 13 Aug 96

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr E D Coleman 14 Wood Close Forest Town Mansfield Notts NG19 0EH	2,000	21 Aug 95
Mr A S Collins Laytons 50 Victoria Embankment London EC4Y 0LS	1,000	30 Sept 96
Mr D L Courtier Dutton Markham Oak Bucks Horn Oak Farnham Surrey GU10 4LP	10 72,490 20,000	14 Dec 94 24 Jan 95 27 Sep 96
Mrs S B Church Roundwood Micheldever Hampshire SO21 3BA	150,000 18,327	29 Aug 96 29 Aug 96
Mr S C N Day 41 Marsham Court Marsham Street London SW1P 4JZ	4,000	30 Sept 96
Mr East 12 Cedar Drive Sunningdale Berks SL5 0UA	25,000 10,000	24 Jan 95 24 July 95
Mr M Evans The Paddock Hogshill Lane Cobham Surrey	12,500	24 Jan 95
Mr B S Giddings 2 Hunters Close Chartridge Lane Chesham Bucks HP5 2RJ	10 699,990 40,000	14 Dec 94 24 Jan 95 23 Aug 96

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr J Giddings 47 Oakmount Road Chandlers Ford Eastleigh Hants SO53 2LJ	25,000	24 Jan 95
Mrs P A Giddings 2 Hunters Close Chartridge Lane Chesham Bucks HP5 2RJ	10,000	23 Aug 96
Mr J E Godwin 14 Lower Sloane Street London SW1W 8BJ	2,000	27 Sep 96
Mrs P A Godwin 14 Lower Sloane Street London SW1W 8BJ	2,000	27 Sep 96
Dr R Hardman Holly Leigh, Holt Road Bradford-On-Avon Wiltshire BA15 1TR	5,000	30 Sept 95
Mrs S E Harvey 20 Stone House Close Combe Down Bath Avon	50,000	24 July 95
Mr D M Hillyer Westdown, Westdown Lane Burwash Common East Sussex TN19 7JT	5,000	27 Sep 96
Mr C F Jeanes 1 Park Lane, Hale Altringham Cheshire WA15 9JS	2,000	30 Sept 95

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr M Johns 35 Charlwood Drive Oxshott Surrey KT22 0HB	5,000	30 Nov 95
Mr P S Keslake The Old Mill The Street, North Stoke Oxfordshire OX10 6BL	22,500 22,500	24 July 95 20 June 96
Mrs C A Kirwin Old Church Cottage Birches Road Penallt, Monmouth Gwent	50,000	24 July 95
Mr D Knowles 55 Roundwood Lane Harpenden Herts AL5 3BP	3,000	27 Sep 96
Mr A J Lloyd Willow Cottage Darr's Lane Berkhamsted Herts HP4 3TT	20,000	3 Jul 96
Mr C Loynes Abbots Court Earleydene Ascot Berks SL5 9JY	25,000	24 Jan 95
Mr E Marper 20 Farm Close Ickenham Uxbridge Middlesex UB10 8JB	10,000	19 July 96

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mrs M Marper 20 Farm Close Ickenham Uxbridge Middlesex UB10 5JB	2,000	22 July 96
Mr R R B Mecredy 11 Butlers Court Road Beaconsfield Bucks	15,000	24 July 95
Dr A M Muir Hunters Ride The Maltings West Ilsley Berks RG16 0AY	10 699,990	14 Dec 94 24 Jan 95
Colonel I G Nason Mount Sorrel Farm Broad Chalke Salisbury SP5 5HQ	2,000	30 Nov 95
Mr T V Neill 7 Kelvedon Avenue Walton on Thames Surrey KT12 5EB	20,000	30 Nov 95
Mr D C Pollock 149 Fair fax Road Teddington Middlesex TW11 9BU	15,000	27 Sep 96
Mrs G Pollock Hill Cottage, 62 Peppard Road Emmer Green, Reading Berks RG4 8TL	7,500	27 Sep 96
Mrs J Pollock The Haven, King Street Mortimer Berks RG7 3RS	2,000	27 Sep 96

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr J L Pollock Hill Cottage, 62 Peppard Road Emmer Green, Reading Berks RG4 8TL	7,500	27 Sep 96
Mrs J M Pollock 149 Fair fax Road Teddington Middlesex TW11 9BU	15,000	27 Sep 96
Ms T Raeburn The Old Mill The Street, North Stoke Oxfordshire OX10 6BL	22,500 22,500	24 July 95 20 June 96
Dr I Sellers 10 Wells Close Woolston Warrington WA1 4LH	1,000	21 Aug 95
Mr A S Shookhye 11 Old Wickham Lane Haywards Heath West Sussex RH16 1UP	137,500	30 Sept 96
Mrs M B Shookhye 11 Old Wickham Lane Haywards Heath West Sussex RH16 1UP	137,500	30 Sept 96
Mr P J Smith Brackenhill Belper Road Ashboune Derbyshire	10,000	24 July 95
Mr R Swann Stonard, Stoney Cross Minstead Hants SO43 7GP	50,000	30 Nov 95

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mr R A Tennent Sandy Lodge 181 Mount Pleasant Lane Bricket Wood St Albans AL2 3XW	4,000	30 Sept 95
Mrs J Vincent 20 Ellerby Street London SW6 6EY	10,000	5 July 96
M.r R G Vincent 20 Ellerby Street London SW6 6EY	15,000	5 July 96
Mr M C Walker Clearwater Cottage Lone Lane Penallt, Monmouth Gwent	50,000	24 July 95
Mr S W Walker Lorette Bath Road Tunley Avon BA3 1DY	50,000	24 July 95
Mrs B K Watson Crossways Little Heath, Potten End Herts HP4 2RY	20,000	27 Sep 96
Mr D T U Watson Crossways Little Heath Potten End Herts HP4 2RY	50,000	24 Jan 95
Mr B W Whitehead 2B Hobbs Hill Road Hemel Hampstead Herts HP3 9QA	3,000	30 Sept 96

HIGHCARE GROUP PLC
LIST OF ORDINARY SHAREHOLDERS

NAME AND ADDRESS	NUMBER OF SHARES	DATE
Mrs J A Whitehead 8 The Grazings Hemel Hempstead Herts HP2 SJW	10,000	23 Aug 96
Mr R J Whitehead 8 The Grazings Hemel Hempstead Herts HP2 5JW	10 699,990 40,000	14 Dec 94 24 Jan 95 23 Aug 96