

NW
£30 x 2 comp
623360

363a

Annual Return

Company Number 3422701

Company Name in full British American Tobacco (1998) Limited



* F 3 6 3 A C 5 0 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

20 08 99

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

20 08 00

Registered Office (See note 3)

Show here the address at the date of this return.

Globe House

4 Temple Place

Any change of registered office

must be notified on form 287.

Post town

London

County / Region

Postcode

WC2R 2PG

Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

7415

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

Intermediate holding company



A07 *AN53YJ20* 52
COMPANIES HOUSE 21/08/99

When you have completed and signed the form please send it to
Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland **DX 235 Edinburgh**

Register of members (See note 5)

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Register of Debenture holders

(See note 6)

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Company type (See note 7)

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

Please mark the appropriate box

Company Secretary (See notes 1-5)

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

Details of a new company secretary must be notified on form 288a.

* Honours etc

Philip Michael

Cook

25 Townsend Road

Post town Harpenden

County / Region

Hertfordshire

Postcode

AL5 4BG

Country

England

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Directors (See notes 1-5)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a.

| | | | | | | | |
|--------------------------------------------------------------------------------------------------------------------------------|----------------------------|---------------------------|-------------|---------|---------------|-------|-------|
| Name | * Style / Title | Mr | | | Day | Month | Year |
| | * Honours etc | | | | Date of birth | 15 | 04 47 |
| | Forename(s) | Martin Faulkner | | | | | |
| | Surname | Broughton | | | | | |
| Previous forename(s) | | | | | | | |
| Previous surname(s) | | | | | | | |
| Address | Rosemary House | | | | | | |
| | Woodhurst Park | | | | | | |
| | | | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | OXTED | | | | | |
| | County / Region | Surrey | Postcode | RH8 9HA | | | |
| | Country | England | Nationality | British | | | |
| | Business occupation | Chartered Accountant | | | | | |
| Other directorships | | (See continuation sheet). | | | | | |

* Voluntary details.

| | | | | | | | | |
|--------------------------------------------------------------------------------------------------------------------------------|----------------------------|---------------------------|-------------|----------|--|---------------|-------|-------|
| Directors | Name | * Style / Title | Mr | | | Day | Month | Year |
| | | * Honours etc | | | | Date of birth | 16 | 12 47 |
| | Forename(s) | Keith Silvester | | | | | | |
| | Surname | Dunt | | | | | | |
| Previous forename(s) | | | | | | | | |
| Previous surname(s) | | | | | | | | |
| Address | "Mulberries" | | | | | | | |
| | 55a Chilbolton Avenue | | | | | | | |
| | | | | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | Winchester | | | | | | |
| | County / Region | Hampshire | Postcode | SO22 5HJ | | | | |
| | Country | England | Nationality | British | | | | |
| | Business occupation | Tobacco Manufacturer | | | | | | |
| Other directorships | | (See continuation sheet). | | | | | | |

Issued share capital (See notes 9)

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

| Class (e.g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share) |
|-------------------------------------|----------------------------|----------------------------------------------------------------------------------------------------------|
| Ordinary shares of 1 pence each | 1,000,000 | £10,000.000 |
| | | |
| | | |
| | | |
| Totals | 1,000,000 | £10,000.000 |

List of past and present members

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

(see note 10)

There were no changes in the period

☐

on paper

in another format

A list of changes is enclosed

☐
☐

A full list of members is enclosed

☒
☐
Elective resolutions

(Private companies only)

(see note 11)

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

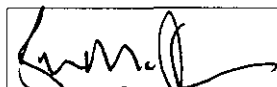
☒

If at the date of this return an election is in force 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.

Signed



Date

20/8/1999

† Please delete as appropriate.

† a ~~director~~ secretary

Assistant

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

This return includes

2

continuation sheets.

(enter number)

Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.

**Secretarial Services
Globe House
4 Temple Place
London WC2R 2PG**

Directors (Continued)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a.

| | | | | | | | | |
|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------|----------------------------------|--|--|----------------------|---------------|-------------|-----------|
| Name | * Style / Title | Mr | | | Day | Month | Year | |
| | * Honours etc | | | | Date of birth | 21 | 01 | 42 |
| | Forename(s) | Ulrich Georg Volker | | | | | | |
| | Surname | Herter | | | | | | |
| | Previous forename(s) | | | | | | | |
| | Previous surname(s) | | | | | | | |
| Address | 97 Abingdon Road | | | | | | | |
| | London | | | | | | | |
| | | | | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | W8 6QU | | | | | | |
| | County / Region | | | | Postcode | | | |
| | Country | England | | | Nationality | German | | |
| | Business occupation | Economist | | | | | | |
| | Other directorships | (See continuation sheet). | | | | | | |

* Voluntary details.

| | | | | | | | | |
|--------------------------------------------------------------------------------------------------------------------------------|----------------------------|-----------------------------|--|--|--------------------|----------------------|--------------|-------------|
| Directors | Name | * Style / Title | | | | Day | Month | Year |
| | | * Honours etc | | | | Date of birth | | |
| | | Forename(s) | | | | | | |
| | | Surname | | | | | | |
| | | Previous forename(s) | | | | | | |
| | | Previous surname(s) | | | | | | |
| | Address | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | | | | | | | |
| | County / Region | | | | Postcode | | | |
| | Country | | | | Nationality | | | |
| | Business occupation | | | | | | | |
| | Other directorships | | | | | | | |

Company Number 3422701

Company Name in full British American Tobacco (1998) Limited

Current directorships for Mr Martin Faulkner Broughton

B.A.T Reconstructions Limited (in Members' Voluntary Liquidation)

Whitbread PLC

Past directorships for Mr Martin Faulkner Broughton

Third Age Challenge Trust (Company limited by guarantee) (24-Jun-1996)

Current directorships for Mr Keith Silvester Dunt

East African Tobacco Company (U.K.) Limited

The Raleigh Investment Company Limited

Past directorships for Mr Keith Silvester Dunt

Canning House Economic Affairs Council Limited (18-Apr-1996)

Indian Leaf Tobacco Development Company Limited (11-Nov-1997)

The Hispanic & Luso Brazilian Council (18-Apr-1996)

Past directorships for Mr Ulrich Georg Volker Herter

B.A.T Reconstructions Limited (in Members' Voluntary Liquidation) (30-Jun-1999)

**List of past and present members
Schedule to form 363a and 363b**

Company Number 3422701

Company Name in full British American Tobacco (1998) Limited

Number of shares
or amount of
stock held by
existing members
at date of this
return.

Particulars of shares or stock 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 or amount currently held | Number or amount Transferred | Date of registration of transfer | Remarks |
|------------------------------------------------------------|---------------------------------------|------------------------------------|----------------------------------------|---------|
| British American Tobacco p.l.c. | | | | |
| Globe House, 4 Temple Place, London, WC2R 2PG, England. | | | | |
| Ordinary Shares of £1.00 each | 0 | | | |
| Ordinary shares of 1 pence each | 1,000,000 | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

(As required under section 231 (6) (b) of the Companies Act 1985)

Notes :

December year end unless otherwise stated

= March year end

+ = September year end

\$ = June year end

Ø = November year end

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|--------------------------------|--------------------------------------------------------------|-------------------|-----------------------------------------------------------------------------|--------------------------|-----------------------------------------------------------------------------------------------|-------|
| | | | | | | |
| ARGENTINA | Nobleza-Piccardo S.A.I.C.Y.F. | Ordinary | | 70 | 70 | |
| AUSTRALIA | B.A.T. Australia Pty. Limited | Ordinary | | 100 | 100 | |
| AUSTRALIA | Carreras Proprietary Limited | Ordinary | | 100 | 67 | |
| AUSTRALIA | John Player & Sons Pty. Limited | Ordinary | | 100 | 67 | |
| AUSTRALIA | T.A. Field Pty. Limited | Ordinary | | 100 | 67 | |
| AUSTRALIA | The Benson & Hedges Company Pty. Limited | Ordinary | | 100 | 67 | |
| AUSTRALIA | W.D. & H.O. Wills (Australia) Limited | Ordinary | | 100 | 67 | |
| AUSTRALIA | W.D. & H.O. Wills Executive Superannuation Plan Pty. Ltd. | Ordinary | | 100 | 67 | |
| AUSTRALIA | W.D. & H.O. Wills Holdings Limited | Ordinary | | 67 | 67 | |
| AUSTRALIA | W.D. & H.O. Wills Superannuation Plan Pty. Ltd. | Ordinary | | 100 | 67 | |
| AUSTRALIA | Wills Employees Superannuation Plan Pty. Ltd. | Ordinary | | 100 | 67 | |
| AUSTRALIA | Wills NSW Accumulation Plan Pty. Ltd. | Ordinary | | 100 | 67 | |
| AUSTRALIA | Wills Sales (Ausl) Pty. Ltd. | Ordinary | | 100 | 67 | |
| AUSTRALIA | WSV Pty. Limited | Ordinary | | 100 | 67 | |
| BANGLADESH | British American Tobacco Bangladesh Company Limited | Ordinary | | 65 | 63 | |
| BARBADOS | B.A.T Export Limited | Ordinary | | 100 | 100 | |
| BARBADOS | British-American Tobacco Company (Barbados) Limited | Ordinary | | 100 | 100 | |
| BELARUS | British-American Tobacco Trading Limited Liability Co. | Ordinary | | 100 | 98 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|----------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| BELGIUM | British American Tobacco Belgium S.A. | Ordinary | | 100 | 100 | |
| BELGIUM | BAT (IDF and Export) N.V. (in voluntary liquidation) | Ordinary | | 100 | 100 | |
| BELGIUM | British American Tobacco Co-ordination Centre N.V. | Ordinary | | 100 | 100 | |
| BELGIUM | Brown & Williamson (Europe) S.A. | Ordinary | | 100 | 100 | |
| BENIN | Britannique Ivoirienne Tabac Conseil - Benin (S.A.R.L) | Ordinary | | 100 | 100 | |
| BRAZIL | CONTAB Participações Ltda. | Common | | 100 | 100 | |
| BRAZIL | Eldocor Corretagens de Seguros S.A. | Common | | 100 | 75 | |
| BRAZIL | Fundação Albino Souza Cruz | N/A | | 100 | 75 | |
| BRAZIL | Souza Cruz Distribuidora de Títulos E Valores Mobiliarios S.A. | Common | | 100 | 75 | |
| BRAZIL | Souza Cruz S.A. | Common | | 75 | 75 | |
| BRAZIL | Souza Cruz Trading S.A. | Common | | 100 | 75 | |
| BRAZIL | Yolanda Participações S.A. | Common | | 100 | 75 | |
| BULGARIA | British American Tobacco Bulgaria EOOD | Ordinary | | 100 | 98 | |
| CAMBODIA | British American Tobacco Cambodia Limited | Ordinary | | 51 | 51 | |
| CAMEROON | BAT Cameroun S.A. | Ordinary | | 99 | 99 | \$ |
| CAMEROON | Compagnie Camerounaise de Représentations Industrielles S.A. | Ordinary | | 100 | 100 | \$ |
| CAMEROON | Societe de Distribution de BAT Cameroun & Cie | Ordinary | | 100 | 99 | \$ |
| CHILE | Comercial Chiletabacos S.A. | Ordinary | | 100 | 70 | |
| CHILE | Compania Chilena de Tabacos S.A. | Ordinary | | 70 | 70 | |
| CHILE | Inversiones Casablanca S.A. | Ordinary | | 100 | 100 | |
| CHILE | Litografía Moderna S.A. | Ordinary | | 100 | 70 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|--------------------------------|------------------------------------------------------|-------------------|-----------------------------------------------------------------------------|--------------------------|-----------------------------------------------------------------------------------------------|-------|
| CONGO | British American Tobacco Congo S.A.R.L. | Ordinary | | 100 | 100 | |
| COSTA RICA | Musica y Espectaculos, R.S.A. | Ordinary | | 100 | 80 | + |
| COSTA RICA | Republic Tobacco Company | Common | | 80 | 80 | |
| COSTA RICA | Viterra Internacional S.A. | Ordinary | | 100 | 80 | + |
| CYPRUS | B.A.T. (Cyprus) Limited | Ordinary | | 100 | 100 | |
| CZECH REPUBLIC | British American Tobacco (Czech Republic), s.r.o. | | | 100 | 98 | |
| ECUADOR | Belmont del Ecuador S.A. | Ordinary | | 100 | 100 | |
| EL SALVADOR | Cigarretería Morazan S.A. de C.V. | Common | | 75 | 75 | |
| FIJI | British American Tobacco (Fiji) Limited | Ordinary | | 100 | 83 | |
| FINLAND | British American Tobacco Nordic Oy | Ordinary | | 100 | 100 | |
| FRANCE | British American Tobacco France S.A.R.L. | Ordinary | | 100 | 100 | |
| GERMANY | B.A.T. Vertriebsgesellschaft mbH | Ordinary | | 100 | 98 | |
| GERMANY | Batberg Cigarettenfabrik GmbH | Ordinary | | 100 | 98 | |
| GERMANY | BATIG Gesellschaft für Beteiligungen m.b.H. | Ordinary | | 100 | 98 | |
| GERMANY | British-American Tobacco (Germany) Export GmbH | Ordinary | | 100 | 98 | |
| GERMANY | British-American Tobacco (Germany) GmbH | Ordinary | | 100 | 98 | |
| GERMANY | Brown & Williamson (Europe) GmbH (in liquidation) | Ordinary | | 100 | 100 | |
| GERMANY | Haus Bergmann Zigarettenfabrik GmbH | Ordinary | | 100 | 98 | |
| GERMANY | HB Verlags- und Vertriebs-Gesellschaft mbH | Ordinary | | 100 | 98 | |
| GERMANY | Kummark Cigaretten-Fabriken GmbH | Ordinary | | 100 | 98 | |
| GERMANY | Kyriazi Freres GmbH | Ordinary | | 100 | 98 | |
| GERMANY | Lucky Strike Originals GmbH | Ordinary | | 100 | 98 | |
| GERMANY | Simon Arzt Cigaretten GmbH | Ordinary | | 100 | 98 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|-------------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| GHANA | British American Tobacco (West Africa) Limited | Ordinary | | 100 | 100 | |
| GHANA | Pioneer Tobacco Company Limited | Ordinary | | 55 | 55 | |
| GREECE | Benson and Hedges Hellas EPE (in liquidation) | Ordinary | | 100 | 100 | |
| GREECE | British American Tobacco Hellas Limited Liability Company | Ordinary | | 100 | 98 | |
| GREECE | Brown & Williamson (Hellas) E.P.E. (in liquidation) | Ordinary | | 100 | 100 | |
| GUAM | B & W Foreign Sales Corporation | Common | | 100 | 100 | |
| GUATEMALA | Tabacalera Nacional S.A. | Ordinary | | 94 | 94 | |
| GUYANA | Demerara Tobacco Company Limited | Ordinary | | 70 | 70 | |
| HONDURAS | Compania Distribuidora King Bee S.A. | Ordinary | | 100 | 80 | |
| HONDURAS | Tabacalera Hondurena S.A. | Ordinary | | 80 | 80 | |
| HONG KONG | A. Lopato Sons Limited | Ordinary | | 100 | 100 | |
| HONG KONG | American Cigarette Company Limited | Ordinary | | 100 | 100 | |
| HONG KONG | British Cigarette Company (1964) Limited | Ordinary | | 100 | 100 | |
| HONG KONG | British-American Tobacco Company (Hong Kong) Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Brown & Williamson (Asia) Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Capital Lithographers Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Chi Tung Tobacco Company Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Kent Leisure Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Tobacco Development Company Limited | Ordinary | | 100 | 100 | |
| HONG KONG | Yee Tsong Tobacco Company Limited | Ordinary | | 100 | 100 | |
| HUNGARY | BAT Pecs Dohanygyar Kft | Ordinary | | 100 | 100 | |
| HUNGARY | British American Tobacco Magyarorszag Dohany Kereskedelmi Kft. | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|--------------------------------|-------------------------------------------------------------------|------------------------------------------------|-----------------------------------------------------------------------------|--------------------------|-----------------------------------------------------------------------------------------------|-------|
| INDONESIA | PT BAT Indonesia Tbk | Ordinary | | 70 | 70 | |
| INDONESIA | PT BAT Kareb | Ordinary | | 70 | 49 | |
| IRELAND | Hamburg Investment & Trading Company | Ordinary | | 100 | 98 | |
| IRELAND | Nordinvest Securities Trading Company Limited (in dissolution) | Ordinary | | 100 | 98 | Ø |
| ISLE OF MAN | Abbey Investment Company Limited | Ordinary | | 100 | 100 | |
| ISLE OF MAN | Indian Leaf Tobacco Development Company Limited | Ordinary | | 100 | 96 | |
| ISLE OF MAN | The Raleigh Investment Company Limited | Ordinary Deferred Ordinary Preference | | 96 100 94 | 96 100 94 | |
| ISLE OF MAN | Tobacco Investments Limited | Ordinary | | 100 | 100 | |
| ISLE OF MAN | Tobacco Manufacturers (India) Limited | Ordinary | | 100 | 100 | |
| ISRAEL | Overseas Tobacco Limited | Ordinary | | 100 | 100 | |
| ITALY | Eurostores S.R.L. (under liquidation) | Quotas | | 100 | 100 | |
| JERSEY | Alsterufer Investments Limited | Ordinary | | 100 | 100 | |
| JERSEY | B.A.T Finance (Jersey) Limited | Ordinary Redeemable | | 100 100 | 99 99 | |
| JERSEY | The Jersey Tobacco Distributors Limited | Ordinary | | 100 | 100 | |
| KENYA | African Cigarette Company (Overseas) Limited | Ordinary | | 100 | 59 | |
| KENYA | B.A.T. Kenya Developments Limited (in voluntary liquidation) | Ordinary | | 60 | 35 | |
| KENYA | BAT Kenya Tobacco Company Limited | Ordinary | | 100 | 59 | |
| KENYA | British American Tobacco Eastern Africa Area | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|--------------------------------|-------------------------------------------------------------------------|------------------------------|-----------------------------------------------------------------------------|--------------------------|-----------------------------------------------------------------------------------------------|-------|
| | Limited | | | | | |
| KENYA | British American Tobacco Kenya Limited | Ordinary | | 60 | 59 | |
| KENYA | East African Tobacco Company (Kenya) Limited | Ordinary | | 100 | 59 | |
| KENYA | Imara Daima Housing Development Limited (in voluntary liquidation) | "A" Ordinary "B" Ordinary | | 100 100 | 59 59 | |
| KENYA | Kenya Poultry Development Company Limited (in voluntary liquidation) | Ordinary | | 100 | 35 | |
| KENYA | Poutex (Mombasa) Limited (in voluntary liquidation) | Ordinary | | 100 | 35 | |
| KOREA | British American Tobacco Korea Limited | Common | | 100 | 100 | |
| LA REUNION | B.A.T La Reunion S.A.R.L. | Ordinary | | 100 | 100 | |
| LIBERIA | The Monrovia Tobacco Corporation | Ordinary | | 95 | 95 | |
| MADEIRA | Souza Cruz Overseas | Ordinary | | 100 | 75 | |
| MALAWI | B.A.T. (Malawi) Limited | Ordinary | | 76 | 76 | |
| MALAYSIA | Benson & Hedges (Malaysia) Sendirian Berhad | Ordinary | | 100 | 100 | |
| MALAYSIA | Benson & Hedges Golden Gallery Sendirian Berhad | Ordinary | | 100 | 54 | |
| MALAYSIA | Contemporary Force Sdn. Bhd. | Ordinary | | 100 | 54 | |
| MALAYSIA | John Player Special Sdn. Bhd. | Ordinary | | 100 | 54 | |
| MALAYSIA | Kent Horizon Tours Sendirian Berhad | Ordinary | | 100 | 54 | |
| | | | | | | |
| MALAYSIA | Lucky Strike Originals Sendirian Berhad | Ordinary | | 100 | 54 | |
| MALAYSIA | Malaysian Tobacco Company Berhad | Ordinary | | 54 | 54 | |
| MALAYSIA | MTC Foundation | Ordinary | | 100 | 54 | |
| MALAYSIA | MTC Marketing Sendirian Berhad | Ordinary | | 100 | 54 | |
| MALTA | M.T.C. Tobacco Company Limited | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|----------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| MEXICO | AgroIndustrias Moderna, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | BAT Mexico SA de CV | Ordinary | | 100 | 100 | |
| MEXICO | Cigarrera La Moderna S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Cigarros El Aguila, S.A. de C.V. | Ordinary | | 99 | 99 | |
| MEXICO | CLM Internacional, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Desarrollo Dinamico de Negocios, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Dita Distribuciones, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Exportacion de Tabacos Mexicanos, S.A. de C.V. | Ordinary | | 100 | 75 | |
| MEXICO | Inversiones Integradas, S.A. de C.V. | Ordinary | | 75 | 75 | |
| MEXICO | Inversionista e Impulsora Industrial, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Inversionista Mexicana, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Procesadora de Tabacos, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Publicidad y Proyectos de Imagen, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Publiexterior, S.A. de C.V. | Ordinary | | 75 | 75 | |
| MEXICO | Sistemas Operativos de Proteccion, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Tabacos Azteca, S.A. | Ordinary | | 60 | 60 | |
| MEXICO | Tabacos y Puros de San Andres, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MEXICO | Ventronic, S.A. de C.V. | Ordinary | | 100 | 100 | |
| MYANMAR | Tobacco Marketing Services Limited | Ordinary | | 100 | 100 | # |
| NETHERLANDS | Ardath Tobacco Company (Nederland) B.V. | Ordinary | | 100 | 100 | |
| NETHERLANDS | B.A.T Finance B.V. | Ordinary | | 100 | 100 | |
| NETHERLANDS | British American Tobacco The Netherlands B.V. | Ordinary | | 100 | 100 | |
| NETHERLANDS | British-American Tobacco Company (Nederland) B.V. | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|---------------------------------------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| NETHERLANDS | J. De Wijs B.V. | Ordinary | | 100 | 100 | |
| NETHERLANDS | Louis Dobbela B.V. | Ordinary | | 100 | 100 | |
| NETHERLANDS | "Victoria" Cigaretten Verkoop Maatschappij (The Victoria Cigarette Selling Company) B.V. | Ordinary | | 100 | 100 | |
| NEW ZEALAND | Benson & Hedges (N.Z.) Limited | Ordinary | | 100 | 86 | |
| NEW ZEALAND | Carreras Limited | Ordinary | | 100 | 86 | |
| NEW ZEALAND | Gallaher Limited | Ordinary | | 100 | 100 | |
| NEW ZEALAND | John Player & Sons (N.Z.) Limited | Ordinary | | 100 | 86 | |
| NEW ZEALAND | New Zealand Holdings Limited | Ordinary | | 86 | 86 | |
| | | Preference | | 92 | 92 | |
| NEW ZEALAND | Nominees (New Zealand) Limited | Ordinary | | 100 | 86 | # |
| NEW ZEALAND | W.D. & H.O. Wills (New Zealand) Limited | Ordinary | | 100 | 86 | |
| NICARAGUA | Tabacalera Nicaraguense S.A. | Ordinary | | 60 | 60 | |
| NIGERIA | Marina Investments Limited | Ordinary | | 100 | 59 | |
| NIGERIA | Nigerian Tobacco Company plc | Ordinary | | 59 | 59 | |
| PAKISTAN | Pakistan Tobacco Company Limited | Ordinary | | 63 | 63 | |
| PAKISTAN | Phoenix (Private) Limited | Ordinary | | 100 | 63 | |
| PANAMA | Tabacalera Istmena S.A. | Common | | 100 | 100 | |
| PAPUA NEW GUINEA | Papua New Guinea Tobacco Company Limited | Ordinary | | 100 | 67 | |
| PAPUA NEW GUINEA | Paradise Tobacco Company Pty. Limited | Ordinary | | 100 | 67 | |
| | | ("A" & "B") | | 100 | 67 | |
| PAPUA NEW GUINEA | Wills (PNG) Limited | Ordinary | | 100 | 67 | |
| POLAND | B.A.T Group Poland Sp.zo.o. | Ordinary | | 100 | 98 | |
| POLAND | British-American Tobacco Poland Sp.zo.o | Ordinary | | 100 | 94 | |
| POLAND | British-American Tobacco Polska S.A. | Ordinary | | 96 | 94 | |
| ROMANIA | British-American Tobacco (Romania) | Ordinary | | 100 | 98 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|---------------------------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| | Investments SRL | | | | | |
| ROMANIA | British-American Tobacco (Romania) SRL | Ordinary | | 100 | 98 | |
| ROMANIA | British-American Tobacco (Romania) Trading SRL | Ordinary | | 100 | 98 | |
| RUSSIA | BAT Trading Company | Common | | 100 | 98 | |
| RUSSIA | British American Tobacco - Yava | Ordinary Preference | | 88 100 | 88 100 | |
| RUSSIA | British American Tobacco -STF | Ordinary | | 99 | 99 | |
| RUSSIA | International Tobacco Marketing Services | Common | | 100 | 99 | |
| SIERRA LEONE | Aureol Pension Trust Company Limited | Ordinary | | 100 | 80 | |
| SIERRA LEONE | Aureol Tobacco Company Limited | Ordinary | | 86 | 86 | |
| SIERRA LEONE | Rokel Leaf Tobacco Development Company Limited (in voluntary liquidation) | Ordinary | | 60 | 52 | |
| SINGAPORE | British-American Tobacco Company (Singapore) Limited | Ordinary | | 80 | 80 | |
| SINGAPORE | British-American Tobacco Marketing (Singapore) Private Limited | Ordinary | | 100 | 100 | |
| SINGAPORE | Singapore Tobacco Company (Private) Limited | Ordinary | | 100 | 80 | |
| SLOVAKIA | British American Tobacco (Slovakia) Spol. s.r.o. | Ordinary | | 100 | 98 | |
| SOLOMON ISLANDS | Solomon Islands Tobacco Company Limited | Ordinary | | 100 | 83 | |
| SOUTH AFRICA | Benson & Hedges (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | British American Tobacco (South Africa) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | British American Tobacco (Southern & West Africa Area) (Proprietary) Limited | Ordinary | | 100 | 100 | |
| SOUTH AFRICA | British American Tobacco Holdings (South Africa) | Ordinary | | 63 | 63 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|--------------------------------------------------------------------------|----------------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| | Africa) Limited | | | | | |
| SOUTH AFRICA | Brown & Williamson Tobacco Corporation (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Carlton Cigarette Company (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Commando (Pty.) Limited | Ordinary Deferred Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Distinctive Marketing (Proprietary) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | International Tobacco Company Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | John Player & Sons (Proprietary) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Lambert & Butler Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Lautrec et Cie S.A. (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Mundel & Herzfeld (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Precision Engineering Company (1946) (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Utico Exports (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Utico Management Services (Proprietary) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Utico Properties Roodepoort (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | W.D. & H.O. Wills (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Westminster Tobacco Company (C.T.& L.) (Pty.) Limited | Ordinary | | 100 | 63 | |
| SOUTH AFRICA | Willards Foods (Proprietary) Limited (in process of being struck off) | "A" Ordinary "B" Ordinary | | 100 100 | 63 63 | |
| SOUTH AFRICA | Willards Management Services (Pty.) Ltd. | Ordinary | | 100 | 63 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|---------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| SOUTH AFRICA | Wilson (Top Mill) (Pty.) Limited | Ordinary | | 100 | 63 | |
| SPAIN | B.A.T. Espana S.A. | Ordinary | | 100 | 100 | |
| SRI LANKA | C.T.C. (Exports) Limited | Ordinary | | 100 | 84 | |
| SRI LANKA | C.T.C. Briquettes Limited | Ordinary | | 100 | 84 | |
| SRI LANKA | C.T.C. Services Limited | Ordinary | | 100 | 84 | |
| SRI LANKA | Ceylon Tobacco Company Limited | Ordinary | | 84 | 84 | |
| SRI LANKA | CTC Eagle Insurance Company Limited | Ordinary | | 63 | 53 | |
| SRI LANKA | CTC Foliage Limited | Ordinary | | 100 | 84 | |
| SRI LANKA | CTC Leaf Exports Limited | Ordinary | | 100 | 84 | |
| SRI LANKA | Eagle NDB Fund Management Company Limited | Ordinary | | 51 | 27 | |
| SURINAME | Tobacco Company of Suriname N.V. | Ordinary | | 100 | 100 | |
| SWITZERLAND | Barclay Look S.A. | Ordinary | | 100 | 100 | |
| SWITZERLAND | BAT (International) S.A.R.L. | Ordinary | | 100 | 100 | |
| SWITZERLAND | British American Tobacco Switzerland S.A. | Ordinary | | 99 | 99 | |
| SWITZERLAND | Parfta S.A. | Ordinary | | 100 | 100 | |
| SWITZERLAND | SAFE AG | Ordinary | | 100 | 98 | |
| TANZANIA | British American Tobacco (Tanzania) Limited | Ordinary | | 100 | 100 | |
| TRINIDAD | The West Indian Tobacco Company Limited | Ordinary | | 50 | 50 | |
| UGANDA | British American Tobacco Uganda Limited | Ordinary | | 70 | 70 | |
| UNITED KINGDOM | Advanced Technologies (Cambridge) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Anton Justman (Amsterdam & London) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Allen & Ginter Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Arcadian Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Ardath Tobacco Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T. Additional Retirement Benefit Scheme | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|-------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| | Trustee Limited | | | | | |
| UNITED KINGDOM | B.A.T Cambodia (Investments) Limited | Common | | 100 | 100 | |
| UNITED KINGDOM | B.A.T China Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Far East Holding Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Far East Leaf Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Guangdong Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Guizhou Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Hubei Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Industries Small Businesses Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Industries p.l.c. | Ordinary | 100 | | 100 | |
| UNITED KINGDOM | B.A.T International Finance p.l.c. | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Industries QUEST Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Pension Trustee Limited | Ordinary | | 99 | 99 | |
| UNITED KINGDOM | B.A.T Portugal Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Russia Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Services Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Stores Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T (U.K. and Export) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T (U.K. Holdings) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Uzbekistan (Investments) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T Vietnam Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | B.A.T (Westminster House) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | BAT Kyrgyzstan (Investments) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | BATMark Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | BATNET Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Benson & Hedges (Overseas) Limited | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|---------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| UNITED KINGDOM | British-American Tobacco Company (Ceylon) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (Brands) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (Dominicana) Limited | Ordinary | | 99 | 99 | |
| UNITED KINGDOM | British-American Tobacco (Holdings) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (Investments) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British-American Tobacco (Mauritius) plc | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (Philippines) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (South America) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | British American Tobacco (Turkey) Investments Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Brown & Williamson Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Brown & Williamson Tobacco Corporation (Export) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Chelwood Trading & Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Companhia Continental de Cigarros Limited | Ordinary Preference | | 100 100 | 100 100 | |
| UNITED KINGDOM | Dean Finance Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | East African Tobacco Company (U.K.) Limited | Ordinary | | 99 | 99 | |
| UNITED KINGDOM | Kent Leisure Holidays Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Louisville Securities Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | M. Melachrine & Co. Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Millbank Nominees Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Moorgate Tobacco Co. Limited | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| UNITED KINGDOM | Myddleton Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Peninsular Tobacco Company Limited | Ordinary | | 100 | 96 | |
| UNITED KINGDOM | Peter Jackson (Overseas) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Powhattan Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Precis (1213) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Rowatt & Lyon Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Senior Service (Overseas) Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | South Western Nominees Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | S.W.N Investments Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | St. James's Tobacco Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | State Express 555 of London Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | The Jewellers Guild Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | The Universal Tobacco Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Thomas Bear & Sons Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Tobacco Insurance Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Tobacco Products Corporation Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Westanley Trading & Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Westminster Nominees Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Westminster Tobacco Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | Weston Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED KINGDOM | World Investment Company Limited | Ordinary | | 100 | 100 | |
| UNITED STATES OF AMERICA | B.A.T Capital Corporation | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Barclay Products, Inc. | Common | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|---------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| UNITED STATES OF AMERICA | BATIC, Inc | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Holdings Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Realty, Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Retail Services, Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Services Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | BATUS Tobacco Services Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | British American Tobacco (Brands), Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Brown & Williamson (Japan) Inc. | Common | | 100 | 100 | |
| | | | | | | |
| UNITED STATES OF AMERICA | Brown & Williamson (Overseas) Limited | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Brown & Williamson Industries Incorporated | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Brown & Williamson Tobacco Corporation | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Cheltenham Realty Corporation (in voluntary | Common | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|--------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| AMERICA | dissolution) | | | | | |
| UNITED STATES OF AMERICA | Diversified International Products, Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Kool Products Inc. | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Liggett & Myers Tobacco Company (China) Limited | Ordinary | | 100 | 100 | |
| UNITED STATES OF AMERICA | Ninth Ward Realty Company (in voluntary dissolution) | Common | | 100 | 100 | |
| UNITED STATES OF AMERICA | Viceroy Products, Inc. | Common | | 100 | 100 | |
| URUGUAY | Otanel Sociedad Anonima | Nominative | | 100 | 100 | |
| UZBEKISTAN | UZBAT A.O. | Ordinary | | 95 | 95 | |
| VENEZUELA | Compania Anonima Cigarrera Bigott Sucesores | Ordinary | | 100 | 100 | |
| VENEZUELA | Distribuidora Bigott, C.A. | Ordinary | | 100 | 100 | |
| VENEZUELA | Fundacion Bigott | Ordinary | | 100 | 100 | |
| VENEZUELA | Fundacion Los Ruices | Ordinary | | 100 | 100 | |
| VENEZUELA | Inversiones Plumarca C.A. | Ordinary | | 100 | 100 | |
| ZAMBIA | B.A.T. Zambia Limited | Ordinary | | 100 | 100 | |
| ZIMBABWE | British American Tobacco Zimbabwe Limited | Ordinary | | 85 | 85 | |
| ZIMBABWE | Brown & Williamson Tobacco Company (Private) Limited | Ordinary | | 100 | 85 | |
| ZIMBABWE | Carlton Cigarette Company Limited (in voluntary liquidation) | Ordinary | | 100 | 63 | |
| ZIMBABWE | Export Leaf Tobacco Co. of Africa (Private) Limited | Ordinary | | 100 | 100 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

SUBSIDIARIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | SUBSIDIARY % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|-----------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|----------------------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| ZIMBABWE | Heemraad (Private) Limited | Ordinary | | 100 | 85 | |
| ZIMBABWE | Tobacco Processors Zimbabwe (Private) Limited | Ordinary | | 70 | 70 | |
| ZIMBABWE | W.D. & H.O. Wills (Private) Limited | Ordinary | | 100 | 85 | |

BRITISH AMERICAN TOBACCO (1998) LIMITED

OTHER VOTING SECURITIES - as at 31st December 1998

| COUNTRY OF INCORPORATION | COMPANY NAME | CLASS OF SHARE | British American Tobacco (1998) Limited Direct % Interest | % Interest | TOTAL % Interest Attributable to British American Tobacco (1998) Limited | Codes |
|-----------------------------------------|-------------------------------------------------------------------|---------------------------|------------------------------------------------------------------------------------------|-------------------|-------------------------------------------------------------------------------------------------------------|--------------|
| ANGOLA | Empresa dos Tabacos de Angola (ETA) SARL | Ordinary | | 50 | 50 | |
| CANADA | Imasco Limited | Common | | 41.5 | 41.5 | |
| CUBA | Brascuba Cigarrillos S.A. | Common | | 50 | 37 | |
| FIJI | Central Manufacturing Co Ltd | Ordinary | | 30 | 25 | |
| GUATEMALA | Procesadora Unitab S.A. | Ordinary | | 50 | 47 | |
| INDIA | ITC Limited | Ordinary | | 31 | 31 | |
| INDIA | VST Industries Limited | Ordinary | | 31 | 31 | |
| MALTA | Central Cigarette Company Ltd. | Ordinary | | 50 | 50 | |
| SWEDEN | Skandinavisk Tobakskompagni A/S | Ordinary | | 26 | 26 | |
| UNITED KINGDOM | B.A.T Reconstructions Limited (In Members' Voluntary liquidation) | Ordinary | 50 | | 50 | |
| UNITED KINGDOM | British American Racing (Holdings) Ltd | Ordinary | | 50 | 50 | |
| ZAMBIA | Central Cigarette Manufacturers Ltd | Ordinary | | 30 | 30 | |