

A

COMPANIES FORM No. 363

**Annual return
of a company****363**

Pursuant to sections 363 and 364 of the Companies Act 1985

Please do not
write in
this margin**Note** The appropriate fee should accompany this form

To the Registrar of Companies

For official use

Company number

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9656

Please complete
legibly, preferably
in black type, or
bold block lettering

Annual return of (note 1)

*Insert full name
of company

J & J DENHOLM LTD

The information in this return is as at

If the company has
a share capital, this
date must be the
14th day after the
annual general
meeting

19 th OCTOBER	19 87	† (The date of this return note 1)
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Address of registered office of the company

INTER-CITY HOUSE	80 OSWALD ST
GLASGOW	Postcode G1 4PX

Total amount of indebtedness of the company
in respect of mortgages and charges
(note 2)

£ NIL

If different from the
registered office, state
address where the register
of members or any register
of debenture holders or
any duplicate or part of any
register of debentures is
kept or may be inspected.

Register of members

--

Register of debenture holders

--

Particulars of the secretary

Name (notes 3 and 4)	MARSHALL NOEL FERGUSON
Previous name(s) (note 3)	
Address (notes 4 and 5)	3 ARDWEIL AVENUE WEST KILBRIDE Ayrshire
Postcode	KA 23 9LL

†Only pages 1 and 2
need be completed
in the case of a
company without
share capital

We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]† [plus 5 continuation sheets]

‡Enter number of
continuation sheets
attached

Signed

Director, and

M. N. Denholm

Secretary

Presenter's name, address and
reference (if any):**J. & J. DENHOLM LIMITED****INTER-CITY HOUSE
80 OSWALD STREET
GLASGOW G1 4PX**For official use
General Section

Post room

21001

GREAT BRITAIN
6 RE-22139
POSTAGE PAID

Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3)	JOHN PETERSON DENHOLM	Business Occupation	SHIP OWNER
Previous name(s) (note 3)		Nationality	BRITISH
Address (note 5)	NEWTON OF DELL TREES LOCHWIN VOLEN RENFREWSHIRE	Date of birth (note 9)	
	Postcode		
Other relevant past or present directorships* (note 6)			
SEE LIST ATTACHED			

Please do not write in this margin

Please complete legibly, preferably in black type, or bold black lettering

* Delete if inappropriate. Enter particulars of other directorships held or previously held. If this space is insufficient use a continuation sheet

Name (note 3)	JAMES DAVID DENHOLM BROWN	Business Occupation	SHIP BROKER
Previous name(s) (note 3)		Nationality	BRITISH
Address (note 5)	SWAINS BONFIRE HILL SOUTHWATER MA HORSHAM SUSSEX	Date of birth (note 9)	
	Postcode		
Other relevant past or present directorships* (note 6)			
SEE LIST ATTACHED			

Name (note 3)	JOHN MICHAEL BROWN	Business Occupation	TECHNICAL DIRECTOR
Previous name(s) (note 3)		Nationality	BRITISH
Address (note 5)	PENRYN CLEVANS RD BRIDGE OF WEIR RENFREWSHIRE	Date of birth (note 9)	
	Postcode		
Other relevant past or present directorships* (note 6)			
SEE LIST ATTACHED			

Name (note 3)	JOHN STEPHEN DENHOLM	Business Occupation	CHARTERED ACCOUNTANT
Previous name(s) (note 3)		Nationality	BRITISH
Address (note 5)	CAMPBELL DUNGLAS BALFARN GLASGOW	Date of birth (note 9)	
	Postcode		
Other relevant past or present directorships* (note 6)			
SEE LIST ATTACHED			

Summary of share capital and debentures

Nominal share capital

£	829,700
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Please do not write in this margin

divided into:-

Number of shares	Class	Nominal value of each share
1	800,000	ORDINARY £ ONE
2	29,700	PREF ORD £ ONE
3		£

Please complete legibly, preferably in black type, or bold block lettering

Issued share capital and debentures

1. Number of shares of each class taken up to the date of this return

Number	Class
1	752,720 ORDINARY
2	
3	
1	9,409 ORDINARY
2	
3	
1	743,311 ORDINARY
2	
3	

2. Number of shares of each class issued subject to payment wholly in cash

3. Number of shares of each class issued as fully paid up for a consideration other than cash

4. Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up

Amount per share

1	£ NIL
2	£
3	£

5. Number of shares (if any) of each class issued at a discount

1	NIL
2	
3	

Continued on page 4

LIST OF PAST

Folio in register ledger containing particulars	Names and addresses	
1	J F DENHOLM NEWTON OF BELLTREES LOCHWINNOCH	1
1	MRS D. F. ARBUTHNOTT ARDMY RHU DUNBARTONSHIRE	2
2	MRS N. L. DRUMMOND 109 OCTAVIA TERR. GREENOCK	3
2	MRS J C WILLIS NERVELSTONE LOCHWINNOCH	4
3	MRS J DRUMMOND 105 OCTAVIA TERR GREENOCK	5
3	MRS E. M. DENHOLM & OTHERS AS TRUSTEES OF AN	6
	INTER-VIVOS TRUST BY MR & MRS J F DENHOLM	7
4	J M BROWN PENRYN CLEVANS RD. BRIDGE OF WEIR	8
4	J D O BROWN SWAINS BONFIRE HILL SOUTHWATER HORSHAM	9
5	EXECUTORS OF THE LATE MISS J M DENHOLM	10
5	DENHOLM BROWN BROTHERS & COMPANY LTD 26 GREAT TOWER ST LONDON	11
6	J S DENHOLM CAMDENHILL DOUGLAS DALFRON GLASGOW	12
6	D. W. M. DENHOLM NEWTON OF BELLTREES LOCHWINNOCH	13
7	J N W DENHOLM BOGHALL THORNHILL STIRLING	14
7	R K DENHOLM 1/11 BOAT GREEN EDINBURGH	15

Please complete legibly, preferably in black type, or bold block lettering

6. Amount of discount on the issue of shares which has not been written off at the date of this return

7. Amount per share called up on number of shares of each class

Number

Class

6. Amount of discount on the issue of shares which has not been written off at the date of this return	£	NIL			
7. Amount per share called up on number of shares of each class	£	ONE	9409	ORDINARY	1
	£				2
	£				3
8. Total amount of calls received (note 10)	£	9,409			
9. Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	£	ONE	743,311	ORDINARY	1
	£				2
	£				3
10. Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	£	NIL			1
	£				2
	£				3
11. Total amount of calls unpaid	£	NIL			
12. Total amount of sums (if any) paid by way of commission in respect of any shares or debentures	£	NIL			
13. Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return	£	NIL			
14. Total number of shares of each class forfeited			NIL		1
					2
					3
15. Total amount paid (if any) on shares forfeited	£	NIL			
16. Total amount of shares for which share warrants to bearer are outstanding	£	NIL			
17. Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	£	NIL			
	£	NIL			
18. Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind			NIL		

Account of Shares

Account of Shares				
Number of shares or amount of stock held by existing members at date of return (note 11)	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 (note 12)		Arising from Reserves Capitalised 28/11/86	Remarks Shares Purchased by Co. 25/11/86
	Number	Date of Registration of transfer (a) (b)		
1600			1.580	
39.920			39.421	
	(47.200)	27/2/87	46.610	
18587	(1333)	10/2/87	19671	
80	(47.200)	27/2/87	46.689	
			25.596	
31.200			30.810	
42960			42.423	
24.000			23.700	
288.400			284.795	
15520			15.326	
15520			15.326	
12800			12.640	
12720			12.561	

LIST OF PAST

Folio in register ledger containing Particulars	Names and addresses	
8	DENSHIP LTD 26 GREAT TOWER ST LONDON	16
8	AL BROWN TORWOOD KILMACOLM	17
9	MISS C C WILLIS NERVELSTONE LOCHWINNOCH	18
9	MRS F J EVERETT DITTO	19
10	C H L WILLIS DITTO	20
10	WE FATH & OTHERS AS TRUSTEES OF MRS A. M. DENHOLM'S TRUST FOR HER CHILDREN AND OTHERS	21
11	MRS S M COLVILLE ISLADAN COYBAR ABERDEEN	23
12	MRS A. G. BUCHANAN 77 BARNORLEY RD LONDON	24
12	MRS J. M. NICHOLSON CLARINSEAL ABERDEEN	25
13	MRS K. F. BRADFORD NEWTON OF GELTRES LOCHWINNOCH	26
13	MISS J S BROWN PENNYHILL CLEVERLY RD BRIDGE OF WEIR	27
14	MRS C. A. NORMAND GARDEN LODGING GRODCH LINDROSS	28
14	MRS S. J. MACLEHOSE WESTERGATE ST WESTERGATE SUSSEX	29
15	MISS K. E. ARBUTHNOTT ARBOTHNOTT RH4 DUNBARTON SHIRE	30

Notes

1. An annual return is required for every calendar year. If the company has a share capital the date of this return must be the 14th day after the date of the annual general meeting. If it does not have a share capital the date of this return must be a date not more than 42 days after the annual general meeting.

2. This section should include only indebtedness in respect of charges (whenever created) of any description set out in section 396(1) of the Companies Act 1985 (in the case of English and Welsh companies) or section 410(4) of that Act (in the case of Scottish companies).

3. For an individual, his present christian name(s) and surname must be given, together with any previous christian name(s) or surname(s).

"Christian name" includes a forename. In the case of a peer or person usually known by a title different from his surname, "surname" means that title. In the case of a corporation, its corporate name must be given.

A previous christian name or surname need not be given if:—

(a) in the case of a married woman, it was a name by which she was known before her marriage; or

(b) it was changed or ceased to be used at least 20 years ago, or before the person who previously used it reached the age of 18; or

(c) in the case of a peer or a person usually known by a British title different from his surname, it was a name by which he was known before he adopted the title or succeeded to it.

4. Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.

Where the secretary or one of the joint secretaries is a Scottish firm, give only the firm name and its principal office.

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

6. Director includes any person who occupies the position of a director, by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

7. If the space provided for listing directors is inadequate, a prescribed continuation sheet must be used.

8. The names must be given of all bodies corporate incorporated in Great Britain of which the director is also a director, or has been a director at any time during the preceeding five years.

However, a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:—

(a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such);

(b) a body corporate of which the company making the return was a wholly-owned subsidiary;

AND PRESENT MEMBERS Continued (notes 11 and 12)

Account of Shares					
Number of shares or amount of stock held by existing members at date of return (note 11)	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 (note 12)			Remarks	
	Number	Date of Registration of transfer (a) (b)			
4.000				3950	16
46080				45504	17
4.000				3950	18
5253	1333	10/2/87		3871	19
3920				3871	20
-				-	21
27360				27013	22
5600				5530	23
5600				5530 2748	24
2800				2765	25
2800				2765 18000	26
11840				11692	27
2480				2449	28
2480				2449	29
2400				2370	30

(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly-owned subsidiary.

9. Dates of birth need only be given if the company making the return is:—

- (a) a public company;
- (b) the subsidiary of a public company; or
- (c) the subsidiary of a public company registered in Northern Ireland.

10. Include payments on application and allotment, and any sums received or shares forfeited.

11. Show all the persons currently holding shares or stock in the company at the date of the return, giving their names and addresses, the number of shares or amount of stock held, and details of all transfers since the last return or, if this is the first annual return of the company, all transfers since the company was incorporated. If more than one class of share is held please add more columns as appropriate.

Additionally, show all persons and their relevant details if they have ceased to be members since the last return was made, or if this is the first return, since the company was incorporated.

If the list of members is not in alphabetical order, an index which will enable any member to be readily located within the list must be attached to this return. If the space provided for listing members is inadequate, a prescribed continuation sheet is available.

If full details have been given on the return for either of the last two years, a company may, if it so wishes, only include in this section details relating to persons who since the date of the last return:—

- (a) have become members;
- (b) have ceased to be members; or
- (c) are existing members whose holdings of stock or shares have changed.

If full details have been given on the return for either of the last two years and there have been no changes please state "No Change".

12. For consistency, it is suggested that particulars should be placed opposite the name of the transferor and not opposite that of the transferee, but the name of the transferee may be inserted in the remarks column opposite the particulars of each transfer.

Please do not
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this margin

COMPANIES FORM No. 363 (Cont.)

Annual return of a
company (continuation)

Please complete
legibly, preferably
in black type, or
bold block lettering

Continuation sheet No. 1
to Form No. 363

Company number

9656

Name of company

* Insert full name
of company

J V J DEWHILL LTD

Particulars of the directors of the company continued (notes 6 and 7)

* Delete if
inappropriate.
Enter particulars
of other director-
ships held or
previously held.
If this space is
insufficient continue
on back page

Name (note 3)	Business Occupation
Previous name(s) (note 3)	Nationality
Address (note 5)	Date of birth (note 9)
Postcode	
Other relevant past or present directorships* (note 8)	

Name (note 3)	Business Occupation
Previous name(s) (note 3)	Nationality
Address (note 5)	Date of birth (note 9)
Postcode	
Other relevant past or present directorships* (note 8)	

Name (note 3)	Business Occupation
Previous name(s) (note 3)	Nationality
Address (note 5)	Date of birth (note 9)
Postcode	
Other relevant past or present directorships* (note 8)	

LIST OF PAST

Folio in register lodger containing Particulars	Names and addresses	
15	MRS S M CLEGG NEWTONARDS CO DOWN	1
16	MRS M W FRASER 109 DETAVIN TERR GREGNACK	2
16	D H DRUMMOND 38a HAMILTON AVENUE GLASGOW	3
11	MRS J MC CARTHY 11 FOXON CLOSE LATERHAM SURREY	4
17	N DRUMMOND 1/6 LORETTO SCHOOL MUSSELBACH	5
18	J DRUMMOND 34 DUNCAN RD STEWARTSDALE BEDS	6
	EXECUTORS OF THE LATE MRS M. D. LAW.	7
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		37

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Particulars of other directorships held or previously held specifying the director in question *was by*

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Please complete
legibly, preferably in
black type, or bold
black lettering



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5010537

Companies 363 (Continuation)

Page

NAME OF DIRECTOR:

John Ferguson Denholm CBE DL JP

NATIONALITY:

British

PRIVATE ADDRESS:

Newton of Belltree,
Lochmnoch,
Renfrewshire.

OCCUPATION:

Shipowner

DIRECTORSHIPS:

J. & J. Denholm Ltd.,
The Denholm Line Steamers Ltd.
Atlantic Bulkera Ltd.
Denholm Agency Holdings Ltd.,
Denholm Brown Bros. & Co. Ltd.
Denholm Chartering Ltd.
Denholm Coates & Co. Ltd.
Denholm Finance Ltd.
Denholm Group Ltd.
Denholm Ship Management (Holdings) Ltd.
Norbury Travel Service Ltd.
J. & J. Denholm (Investments) Ltd.
Denship Ltd.
Melbury Shipping Co. Ltd.
Milton Shipping Co. Ltd.
Norpark Shipping Co. Ltd.
Denholm Shipping Co. Ltd.
Twopark Shipping Co. Ltd.
Watts Watts Management Ltd.
The Astral Property Co. Ltd.
Atchley Investment Co. Ltd.
Castlehill Securities Ltd.
Fleming Mercantile Trust PLC
General Council of British Shipping
Loretto School Ltd.
Murray Income Trust Plc.
Murray International Trust Plc.
Murray Smaller Markets Trust Plc.
Murray Ventures Plc.
Murray Johnstone Finance Ltd.
Murray Johnstone Holdings (1984) Ltd.
Murray Johnstone Ltd.
Murray Johnstone Unit Trust Mgt. Ltd.
Murraystone Investments Ltd.
Murray Management Ltd.
Rankinston Coal Co. Ltd.
Strathendrick Investment Co. Ltd.
Denholm Computing Services Ltd.
Balgownie Investment Co. Ltd.
The Balgownie Land Trust Ltd.
Chowbent Ltd.
Gowland Steamship Co. Ltd.
J. & C. Harrison Ltd.
Mark Lane Property Co. Ltd.
National Steamship Co. Ltd.
The New Atherton Investment Corpn. Ltd.
New Harrison Trust Ltd.
Raeden Investment Co. Ltd.
Denholm Seafoods Ltd.
The British Shipping Federation Ltd.

DATE OF BIRTH:

8.5.27.

NATIONAL INSURANCE NO:
June, 1987.

TW 06 08 76C

J.F. DENHOLM

REGISTER OF PAST DIRECTORSHIPS

Triport Ferries (Management) Ltd.
Broom Marine Ltd.
Sea & Air Transport Services Ltd.
Lochlea (Public Relations) Ltd.
Denmac Ltd.
Renfield Shipping Services Ltd.
Denholm Shipping Services Ltd.
Canpark Shipping Co. Ltd.
Scotsraig Shipping Co. Ltd.
(and 4 subsidiaries)
Advanport Ltd.
Denholm Cast Shipping Ltd.
Scottish Transport Group Ltd.
Cuthbert Service & Jackson Ltd.
Gallie Management Co. Ltd.
Gallie Shipping Ltd.
Gallie Investment Co. Ltd.
Denholm Leasing Ltd.
Denholm Manpower Services Ltd.
Denholm Ship Agency Ltd.
Denholm Ship Management Ltd.
Denmac Offshore Ltd.
John Denholm & Co. Ltd.
Transport Research Ltd.
Turner & Hickman Ltd.
Norbury Travel Service Ltd.
Murray Johnstone Holdings Ltd.
P & O Incentive Trustees Ltd.
P & O Steam Navigation Co.
P & O Pension Fund Investments Ltd.
Denholm Exploration Ltd.
Onepark Shipping Company Ltd.
Murray Growth Ltd.

May, 1986.

NAME OF DIRECTOR:

John Stephen Denholm

NATIONALITY:

British

PRIVATE ADDRESS:

Camoquhill Douglas,
Balfour,
Glasgow G63 0QP.

OCCUPATION:

Chartered Accountant

DIRECTORSHIPS:

J. & J. Denholm Ltd.
Denship Ltd.
Denholm Ship Management (Holdings) Ltd
Denholm Agency Holdings Ltd.
The Denholm Line Steamers Ltd.
Norpark Shipping Co. Ltd.
Denholm Group Ltd.
Denholm Finance Ltd.
Denholm Leasing Ltd.
Denholm Shipping Co. Ltd.
Norbury Travel Service Ltd.
Denholm Brown Brothers & Co. Ltd.
Denholm Computing Services Ltd.
Denholm Seafoods Ltd.
Denholm Fishselling Ltd.
R. Croan & Sons Ltd.
Cawoods (Fishcurers) Ltd.
Walker (FR 62) Ltd.
Walker OB 19 Ltd.
Brown (BF 100) Ltd.

PREVIOUS DIRECTORSHIPS:

	Resigned -----
Transport Research Ltd.	01.10.84
Norbury Travel Service Ltd.	20.12.84
Sea & Air Transport Services Ltd.	18.02.86
Maimeri Artist Materials Ltd.	22.12.86
Denholm Consultancy Ltd.	26.01.87
Denholm Container Agencies Ltd.	16.06.87

DATE OF BIRTH:

15.6.56.

NATIONAL INSURANCE NO:

WE 92 98 09D

March, 1987.

JUNE,

NAME OF DIRECTOR:

James David Denholm Brown

NATIONALITY:

British

PRIVATE ADDRESS:

Swains,
Bonfire Hill,
Southwater,
Nr. Horsham,
Sussex.

OCCUPATION:

Shipbroker

DIRECTORSHIPS:

Denholm Coates & Co. Ltd.
Denholm Brown Bros. & Co. Ltd.
The Denholm Line Steamers Ltd.
J. & J. Denholm Ltd.
J. & J. Denholm (Investments) Ltd.
Denship Ltd.
Denholm Ship Management (Holdings) Ltd.
Denholm Agency Holdings Ltd.
Norbury Travel Service Ltd.
Atlantic Bulkiers Ltd.
Gallic Management Co. Ltd.
Hadley Shipping Co. Ltd.
Melbury Shipping Co. Ltd.
Milton Shipping Co. Ltd.
Norpark Shipping Co. Ltd.
Southwater Security Ltd.
Twopark Shipping Co. Ltd.
Denholm Chartering Ltd.
Watts Watts Management Ltd.
Denholm Finance Ltd.
Gallic Shipping Ltd.
Blackland Exploration Ltd.
Bugsier Line (UK) Ltd.
S.C. Chambers Co. Ltd.
Blackland Park Exploration Ltd.
Timber Supplies Ltd.
Sandell Brothers Ltd.
Hobbs Chartering & Shipping Co. Ltd.
Denholm Shipping Co. Ltd.

PAST DIRECTORSHIPS:

	Resigned -----
Canpark Shipping Co. Ltd.	30.09.82.
Denmac Ltd.	19.03.82.
Triport Ferries (Mgt) Ltd.	19.03.82.
Denholm Ship Management Ltd.	13.10.86.
Denholm Offshore Ltd.	13.10.86.
Maimeri Artist Materials Ltd.	22.12.86.
Denholm Exploration Ltd.	10.06.87

DATE OF BIRTH:

9.10.32.

NATIONAL INSURANCE NO:

ZM 22 58 35A

March, 1987.
JUNE,

NAME OF DIRECTOR:

John Michael Brown

NATIONALITY:

British

PRIVATE ADDRESS:

Penrhyn,
Clevans Road,
Bridge of Weir,
Renfrewshire.

OCCUPATION:

Technical Director

DIRECTORSHIPS:

Denholm Brown Bros. & Co. Ltd.
Denholm Coates & Co. Ltd.
The Denholm Line Steamers Ltd.
Denholm Ship Management (Holdings) Ltd.
Denholm Shipping Services Ltd.
J. & J. Denholm Ltd.
Denmac Ltd.
Milton Shipping Co. Ltd.
Triport Ferries (Management) Ltd.
Twopark Shipping Co. Ltd.
Denholm Agency Holdings Ltd.
Atlantic Denholm Ltd.
Denship Ltd.
Denholm Marine Ltd.
Transport Research Ltd.
Hallcalm Ltd.
Bion Ltd.
Timber Supplies Ltd.
Denholm Shipping Co. Ltd.
Denholm Offshore Ltd.
Denholm Seafoods Ltd.

PREVIOUS DIRECTORSHIPS:

	<u>Resigned</u>
Renfield Shipping Services Ltd.	11.08.86.
Denholm Computing Services Ltd.	05.11.86.
Denholm Ship Management (UK) Ltd.	02.07.87.

DATE OF BIRTH:

24.2.36.

NATIONAL INSURANCE NO:
July, 1987.

ZP 19 03 29C