



COMPANIES HOUSE

COMPANIES HOUSE
FEE PAID £18
EDINBURGH

363s

Annual Return

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
37 CASTLE TERRACE
EDINBURGH
EH1 2EB

of company number SC026184

9

company name
UNITED BISCUITS (HOLDINGS) PUBLIC
LIMITED COMPANY

company type
PUBLIC LIMITED COMPANY

This form should be completed in black.

The information printed below is taken from Companies House records as at 30/04/96
If this information requires amendment use the spaces opposite.



SCT *SK6ZTMC8* 574
COMPANIES HOUSE 12/06/96

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
20	05	96

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

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

Registered Office (See note 3)

This is the address registered by Companies House.

12 HOPE STREET
EDINBURGH
EH2 4DB

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Principal business activities (See note 4)

Trade classification is
9500 HOLDING COMPANY

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

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

Register of members *(See note 5)*

The address must be in Scotland.
The register is kept at

ROYAL BANK OF SCOTLAND PLC
8 BANKHEAD CROSSWAY NORTH
EDINBURGH

Register of debenture holders *(See note 6)*

The address must be in Scotland.
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.

ALAN DALZIEL
FREW
THE WHITE HOUSE
CHINNOR ROAD
BLEDLOW RIDGE
BUCKINGHAMSHIRE HP14 4AA

Day Month Year

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Date of any change.

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

Day Month Year

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Date of resignation.

Directors *(See note 7)*

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

GORDON MINTO
HOURSTON
7 FIRS ROAD
EDWALTON
NOTTINGHAM
NOTTINGHAMSHIRE NG12 4BY

Day Month Year

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Date of any change.

Date of Birth:- 24/07/34
Nat:BRITISH
Occ:DIRECTOR

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

Day Month Year

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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.

MALCOLM JOHN
LITTLE
25 CROFT COURT
BISHOPTHORPE
YORK
NORTH YORKSHIRE YO2 1RU

Day Month Year

Day	Month	Year
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Date of any change.

Date of Birth:- 21/03/40
Nat:BRITISH
Occ:DIRECTOR

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

Day Month Year

Day	Month	Year
-----	-------	------

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

ROBERT STEWART
NAPIER
MA
BAYNARDS MANOR
RUDGWICK
WEST SUSSEX RH12 3AD

Day Month Year

Day	Month	Year
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Date of any change.

Date of Birth:- 21/07/47
Nat:BRITISH
Occ:CHIEF EXECUTIVE

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

Day Month Year

Day	Month	Year
-----	-------	------

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

ERIC LUCIANO
NICOLI
24 AMERSHAM ROAD
HIGH WYCOMBE
BUCKINGHAMSHIRE HP13 6QU

Day Month Year

Day	Month	Year
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Date of any change.

Date of Birth:- 05/08/50
Nat:BRITISH
Occ:MANAGING DIRECTOR

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

Day Month Year

Day	Month	Year
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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.

GERARD VAN
SCHAIK
DUINVOETLAAN 7
2243 GK WASSENAAR
THE NETHERLANDS

Date of Birth:- 29/03/30
Nat:DUTCH
Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

NEIL MCGOWAN
SHAW
52 CADOGAN SQUARE
LONDON
SW1X 0AJ

Date of Birth:- 31/05/29
Nat:BRITISH
Occ:CANADIAN

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.

COLIN MAXWELL
SHORT
THE OLD BARNS
CHILSON
OXFORDSHIRE OX7 3HU

Date of Birth:- 17/09/34
Nat:BRITISH
Occ:FINANCE DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

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

Directors - continued

Particulars.

THORLEF
SPICKSCHEN
TRAUBENWEG 25
6104 SEENHEIM-JUGENHEIM
GERMANY

Date of Birth:- 01/03/41
Nat:BRITISH
Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

Particulars.

JOHN ANTHONY
WARREN
45 WALDEGRAVE PARK
TWICKENHAM
TW1 4TJ

Date of Birth:- 11/06/53
Nat:BRITISH
Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

Particulars.

THOMAS HUNT
WYMAN
250 STURGES HIGHWAY
PO BOX 741
SOUTHPORT
CONNECTICUT CT 06490
USA

Date of Birth:- 30/11/29
Nat:AMERICAN
Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year
06	03	96

Date of resignation.

Issued Share Capital *(See note 8)*

SC026184

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

Class (eg Ordinary/ Preference etc.)	Number of shares issued	Aggregate nominal value <small>(ie Number of shares issued multiplied by nominal value per share)</small>
<u>ORDINARY</u> <u>25p</u>	<u>528,865,066</u>	<u>£132,216,267</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
Totals	<u>528,865,066</u>	<u>£132,216,267</u>

List of past and present members*(See note 9)**(Use attached schedule where appropriate)*

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

*Please mark the
appropriate box.*

The last full members list was at 20/05/95

There were no changes in the period

☐

on paper not on
paper paper

A list of changes is enclosed

☐☐

A full list of members is enclosed

☐☒**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.

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

Signed

Secretary/Director*
**(delete as appropriate)*

Date

3/6/96

This return includes

(enter number)

continuation sheets.

Please ensure that you have completed
all sections on this page.

To whom should Companies House direct any enquiries
about the information shown in this return?

United Biscuits (Holdings) plc
Church Road
West Drayton
Middlesex UB7 7PR
Tel: 0895 432100

Postcode

SCHEDULE TO FORM 363[illegible]

Continued overleaf

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363[illegible]

COLIN MAXWELL SHORT

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
United Biscuits (Holdings) plc	Chairman	Current
PowerGen plc	Director	Current
Imperial Chemical Industries PLC	Director	30.04.95
Ergon Investments UK Limited	Director	24.01.94
Ergon Investments International Limited	Director	24.01.94
ICI Finance PLC	Director	10.01.94
ICI Finance (Leasing) Limited	Director	10.01.94
IC Insurance Holdings Limited	Director	14.10.94
ICHEM Insurance Comany Limited	Director	01.04.95
ICI Australia Limited	Director	22.03.95
Duperial Holdings Limited	Director	24.01.94

SIR NEIL SHAW

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
Tate & Lyle plc	Director	Current
Scottish & Newcastle Breweries plc	Director	19.10.92
World Sugar Research Organisation	Director	Current
M&G Income Investment Trust PLC	Director	6.6.95
Capoco Limited	Director	Current
Smiths Industries Limited	Director	31.12.90
Association of Lloyds Members	Director	7.7.94
Tunnel Refineries Limited	Director	Current
The Atkins Restaurant Co. Limited	Director	Current

ALASTAIR GEORGE CLARK

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
D.S. Crawford Limited	Director	Current
Capital Foods Retail Limited	Director	Current
Capital Foods Investments Limited	Director	Current

ALAN DALZIEL FREW

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
Anglo-American Plastics Limited	Director	31/10/93
Blue Bag Fertilisers Limited	Director	10/8/93
Britag Industries Limited	Director	31/10/93
Bri-Nylon Limited	Director	31/10/93
Chemicals & Polymers Limited	Director	31/10/93
C&P Services (North West) Limited	Director	31/10/93
Crimplene Limited	Director	31/10/93
Heath Co.4 Limited	Director	31/10/93
Heath Co.5 Limited	Director	31/10/93
Heath Co. 6 Limited	Director	31/10/93
Heath Co. 7 Limited	Director	31/10/93
ICI Chemicals & Polymers Limited	Secretary	31/10/93
ICI Resources Limited	Director & Secretary	31/10/93
I.D. Datamation Limited	Director	31/10/93
Industrial Efficiency Systems Limited	Director	31/10/93
Industrial Software Products Limited	Director	31/10/93
Innovative Chemical Applicators Limited	Director	31/10/93
Intex Yarns (Manufacturing) Limited	Director	31/10/93
Katalco Limited	Director	31/10/93
Long Ing Fibre Company Limited	Director	31/10/93
Melinar Limited	Director	31/10/93
Mitrelle Limited	Director	31/10/93
Oakworth Chemical Company Limited	Director	31/10/93
Parafil Limited	Director	31/10/93
Perspex Limited	Director	31/10/93
Phillips-Imperial Petroleum Limited	Secretary	31/10/93
SAI Merchants Limited	Director	31/10/93
SAI No.1 Limited	Director	31/10/93
SAI No.2 Limited	Director	31/10/93
SAI (South) Limited	Director	31/10/93
Scottish Agricultural Industries Limited	Director	31/10/93
Scottish Agricultural Merchants Limited	Director	31/10/93

ALAN DALZIEL FREW (contd....)

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
Teesside Farms Limited	Director	31/10/93
Terinda Limited	Director	31/10/93
Terylene Limited	Director	31/10/93
The Benhar Moss Litter Company Limited	Director	31/10/93
The Boothby Peat Company Limited	Director	31/10/93
The Neptune Mills Limited	Director	31/10/93
Tracerco Limited	Director	31/10/93
Trimpell Limited	Director	31/10/93
William Tatton & Co Limited	Director	31/10/93

ERIC LUCIANO NICOLI

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
Business in the Community	Director	Current
Caldicott Trust Limited	Director	Current
Thorn EMI Plc	Director	Current
THORN EMI Senior Executive Pension Scheme	Director	Current

GERARD VAN SCHAIK

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
Whitbread plc	Director	1.4.93

GORDON MINTO HOURSTON

OTHER DIRECTORSHIPS WITHIN THE MEANING OF S.288 CA 1985

<u>Name of Company</u>	<u>Position</u>	<u>Date of resignation</u>
The Boots Co PLC	Director	31.07.95
The Company Chemists Assoc Limited	Director	31.07.95

DETAILS OF SUBSIDIARY AND ASSOCIATE COMPANIES OF
UNITED BISCUITS (HOLDINGS) PLC
AS AT 20 MAY 1996

UK Trading Companies

United Biscuits (UK) Limited - trading in the UK as KP Foods, McVitie's, Derwent Valley, McVitie's Prepared Foods, Young's and Ross Vegetable Products

UB Frozen & Chilled Foods Limited

UK Non-Trading Companies

UB Investments plc
UB Snack Foods Limited
UB Group Limited
The Derwent Valley Food Group Limited
Derwent Valley Foods Limited
UB Overseas Limited
UB Foods US Limited
UB Limited

Overseas Trading Companies

Australia

The Smith's Snackfood Company Limited
Farm Produce Pty Limited
The Original Pretzel Company Pty Limited

Belgium

N.V. Westimex (Belgium) S.A.
Agrowest N.V.
KP Foods (Continental) N.V.

Brazil

Agua (45%)

China

United Biscuits (China)
United Biscuits Snacks (Shenzhen)
United Biscuits (East China)

Denmark

Oxford Biscuits A/S

Eire

KP Ireland Limited

Finland

Fazer Keksit OY (70%)

Jyvas-Hyva OY (90%)

France

Ross Young's SARL

United Biscuits France S.A.

Verkade Patisserie S.A.

UB Finance France SARL

KP Foods France S.A.

Germany

KP Snack Foods GmbH

Hong Kong

United Biscuits Asia Pacific

Hungary

Gyori Keksz Kft (99.56%)

Co Nexus Kft (15%)

Indonesia

P.T. Ubindo Aneka Biskuit (50%)

Italy

Industria Confezioni Alimentari S.p.A. (60%)

BEAA S.r.l. (51%)

ICA Foods S.p.A.

KP Snack Foods S.p.A.

Japan

Meiji McVitie (50%)

Malaysia

Keebler Company (Malaysia) Sdn Bhd

Norway

Oxford Biscuits A/S

Philippines

CFC Keebler Inc (40%)

Portugal

Sociedade Industrial De Aperitivos Limitada (80%)

Poland

ZPC San SA (94.8%)

Singapore

Keebler Company (Singapore) Pte Ltd

Sweden

Oxford Biscuits AB

Taiwan

United Biscuits Taiwan

Turkey

Kargida Sanayi Ve Ticaret A.S. (30%)

The Netherlands

Koninklijke Verkade N.V.

Westimex Fritura B.V.

Croky Chips B.V.

Non-Trading Overseas Companies

Nibb-It Snacks B.V. - The Netherlands
UB Finance B.V. - The Netherlands
Verhagen Van Oorschot B.V. - The Netherlands
UB Holdings Netherlands B.V. - The Netherlands
UB Investments (Netherlands) B.V. - The Netherlands
U.B.H.C. Inc - USA
U.B.F.C. Inc - USA
Emerald Industries II Inc - USA
Bluffton Assets Inc - USA
Haltom Assets Inc - USA
Keebler (Frozen) Assets - In liquidation - USA
UB Do Brazil - Brazil
Cembory Sdn Bhd Malaysia - Malaysia
DON Snack Foods GmbH - Germany
UB Snackfood Europe B.V. - The Netherlands

Dormant Companies - Overseas

UB Nahrungsmittel GmbH - Austria
Verkade Weert B.V. - The Netherlands
Turkstra B.V. - The Netherlands
Verkade Belgilux N.V. - The Netherlands
Verkade Banketbakkerji B.V.
Aberdare Developments - British Virgin Isles
Evercrisp Trading Sdn Bhd - Malaysia
Tastes of Adventure Pty Ltd - Australia

UK Dormants

English Companies - All with registered office at Church Road West Drayton

Alveston Kitchens Limited	911709
Anglo-Oriental Foods Limited	1803312
Barrington Caterers Limited	388061
Bonn & Company Limited	1401039
UB Bridgend One Limited	
(formerly Callard & Bowser Group Limited)	2165049
UB Bridgend Two Limited	
(formerly Callard & Bowser Limited)	1275143
UB Bridgend Four Limited	
(formerly Callard & Bowser Nuttall Limited)	220656
Carrs of Carlisle Limited	832711
City Foods Limited	666500
Cookie Kitchens Limited	1494211
Derwent Valley (Sales) Limited	2098135
B. Fox Limited	534922
Griffiths Confectioners (Chester) Limited	749043
Healthy Life Products Limited	225594
Heathgate House Limited	255846
Humber Bridge Motors Limited	176024
Jeabourn Properties Limited	953847
Kemps Biscuits Limited	81698
Kenyon Son & Craven Limited	34675
King Frost Limited	281952
King Harry Foods Limited	439548
KP Foods Limited	826503
M.B.T. Frozen Foods Limited	506577
Maries (UK) Limited	732109
(formerly UB Foods Europe Limited)	
McVitie Cakes (Isleworth) Limited	259937
Meredith & Drew Limited	34512
The Monico In Piccadilly Limited	529880
Moo-Cow Bakeries Limited	380547
Northray Foods Limited	570404
Perchpark Limited	815317
Phileas Fogg Limited	2122742
Pleasure Foods Limited	583358
Probesingle Limited	1986487
Progress Bars Limited	327320
Quality of Life Limited	2274515
Quality of Life (NE) Limited	2312369
Ross Frozen Foods Limited	944755
Ross Young's Limited	1399875
Ross Young's International Limited	1295487
Ross Young's Holdings Limited	254763
UB Snack Foods Limited	

(Formerly Shiplake Farm Limited)	1162709
Sisterson Foods Limited	1834954
The Ultimate Snack Food Company Ltd	1977220
UB Bridgend Three Limited	
(formerly Smith Kendon Limited)	457958
Stowe Frozen Foods Limited	1399879
UB York Limited	
(formerly Joseph Terry & Sons Limited)	43614
TFC Foods Limited	450841
TFC Foods Services Limited	1090651
UB (Biscuits) Limited	225827
United Biscuits (Agriculture) Limited	826501
UB Distribution Services Limited	1392247
UB Finance PLC	1536618
UB Frozen Foods Limited	1067361
United Biscuits International Limited	344439
UB Isleworth Limited	1255073
UBRY (Pension Trustees) Ltd	995407
UBSS Pensions Limited	1494210
UB Securities (UK) Limited	1400401
UB Trustees Limited	503807
Vincent Sorge (Cricklade) Limited	853595
Watts Countrymade Foods Limited	397963
White House Foods Limited	1005549
Wright's Biscuits Limited	441816
Young's Seafoods Limited	337044
Young's Chilled Foods Limited	999812

Scottish Companies - All with registered office at 12 Hope Street, Edinburgh

A.A. Laing (Dundee) Limited	SC 25195
Bernard Master-Freeze Limited	SC 48292
The Bernard Master-Group Of Companies Ltd	SC 48290
John Campbell Limited	SC 6979
Alex Crawford (Bakers)	SC 23775
William Crawford & Sons Limited	SC 13243
Douglas House Limited	SC 48867
Forbes Simmers Limited	SC 16168
Grant House Limited	SC 53701
Learn As You Earn Limited	SC 45301
William Macdonald & Sons (Biscuits) Ltd	SC 23812
Macfarlane, Lang & Company Limited	SC 5676
UB Six Limited	
(formerly Mackay's of Carnoustie Limited)	SC 42117
Master-Freeze Foods (Retail) Limited	SC 48548
McVitie & Price Limited	SC 7907
Montgomerie & Company Limited	SC 4229
Moray Freezing and Cold Storage Company Limited	SC 18103

Nairn's Oatcakes Bakery Limited	SC 64355
Niven House Limited	SC 57913
Romano House Limited	SC 25734
Ross Restaurants Limited	SC 48403
Denny's (UK) Limited	
(formerly UB Limited)	SC 18543
United Biscuits (Lands) Limited	SC 50030
United Biscuits (Leasing) Limited	SC 49995
United Biscuits (Properties) Limited	SC 2948
UB Foods Limited	SC 64299
UB Foods (UK) Limited	SC 27759
United Biscuits Group Limited	SC 57880
UB Holdings Limited	SC 28167
UB (UK) Limited	SC 32051
UB Pension Investments Ltd	SC 54479
United Biscuits (Pension Trustees) Limited	SC44489

FORM ML13/1



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BULK LIST OF SHAREHOLDERS OR MEMBERS

A bulk list (over 10 pages) of Shareholders or Members for the company named below has been lodged but does not appear on this annual return microfiche.

If you wish to search the list, please enquire at the Public Counter.

Company Number

Sc 26184.

Company Name

United Biscuits (Holdings) plc.

Annual Return Date

20/5/84