

COMPANIES HOUSE

THE REGISTRAR OF COMPANIES COMPANIES HOUSE CROWN WAY

CARDIFF CF4 3UZ

A18 *AGL3MH0H* 496 COMPANIES HOUSE 08/05/99

This form should be completed in black.

The information printed below is taken from Companies House records as at 30/04/99 If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
1,6	0,5	9,9

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.

Registered Office (See note 3)

This is the address registered by Companies House.

1 CANADA SQUARE
CANARY WHARF
LONDON
E14 5DT

Principal business activities (See note 4)

Trade classification is 2212 PUBLISHING OF NEWSPAPERS

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

ENS (15 3638

Annual Return

of company number 00451593	L
company name TELEGRAPH GROUP LIMITED	
company type PRIVATE COMPANY LIMITED BY SHARES	

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.

Year

Day	Month	Year
Day	Month	Year L

Month

Day

	 -	

If the information shown needs amendment, give 00451593 details below and, for secretary and director particulars, the date of any change. Register of members (See note 5) The register is kept at 1 CANADA SQUARE CANARY WHARF LONDON E14 5DT Register of debenture holders (See note 6) Any register of debenture holders (or duplicate) is kept at Company Secretary (See note 7) Day Month Year Date of any change. Particulars of a new secretary must be notified on form 288. ALAN JOHN DAVIES 5 UPLANDS WAY RIVERHEAD SEVENOAKS KENT TN13 3BN Day Month Year If this person has ceased to be secretary, please Date of resignation. state when. Directors (See note 7)

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

THE HON
ADRIAN MICHAEL
BERRY
11 COTTESMORE GARDENS
LONDON
W8 5PR

Date of Birth:- 15/06/37 Nat:BRITISH Occ:COMPANY DIRECTOR

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

Show any relevant current and previous directorships.

PAGE

2

Day	MOTILIT	- rear	
<u> </u>			Date of any change.

	,,		
.,			
Day	Month	Year	
			Date of resignation.

If the information shown needs amendment, give 00451593 details below and the date of any change. **Directors - continued** Month Year Particulars. Date of any change. CONRAD MOFFAT BLACK 14 COTTESMORE GARDENS LONDON W8 5PR Date of Birth: - 25/08/44 Nat:CANADIAN Occ:BUSINESS EXECUTIVE Month Year Day If this person has ceased to be director, please Date of resignation. state when. HERALD LIMITED Show any relevant current and previous directorships. Day Month Year Particulars. Date of any change. PETER NEVILLE BUCKLEY 6 ALBERT PLACE LONDON W8 5PD Date of Birth: - 23/09/42 Nat: BRITISH OCC: COMPANY DIRECTOR Day If this person has ceased to be director, please Date of resignation. state when. SEE ACCOMPANYING LIST Show any relevant current and previous directorships. Day Month Year Particulars. Date of any change. DANIEL WILLIAM COLSON 19 HANOVER TERRACE LONDON NWl 4RJ

Month

Date of resignation.

ACCOMPANYING LIST

Day

Date of Birth:- 05/04/47

Nat:BRITISH

OCC: DEPUTY CHAIRMAN ANDCHIEF EXEC

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

Show any relevant current and previous directorships.

PAGE

3

Directors - continued	Day Month Year
Particulars.	Day Month Year Date of any change.
THE RT HON THE VISCOUNT CRANBORNE MANOR HOUSE CRANBORNE WIMBORNE DORSET BH21 5PP	
Date of Birth:- 30/09/46 Nat:BRITISH OCC:LANDOWNER If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation. GASCOYNE HOLDINGS LTP
Particulars. THE HON JEREMY WYNDHAM DEEDES HAMILTON HOUSE COMPTON NEWBURY BERKSHIRE RG20 OQJ	Day Month Year
Date of Birth:- 24/11/43 Nat:BRITISH OCC:MANAGING DIRECTOR If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation. SEE ACCOMPANYING LIST
Particulars. SIR EVELYN ROBERT ADRIAN DE ROTHSCHILD ASCOTT HOUSE WING LEIGHTON BUZZARD BEDFORDSHIRE LU7 OPS UK	Day Month Year
Date of Birth:- 29/08/31 Nat:BRITISH OCC:COMPANY DIRECTOR If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	SEE ACCOMPANING LIST
PAGE 4	

Directors - continued	Day Month Year
Particulars.	Day Month Feat
THE HONOURABLE PAUL DESMARAIS	
29 RAMEZAY ROAD WESTMOUNT	
QUEBEC CANADA HY3 3J7	
Date of Birth:- 04/01/27 Nat:CANADIAN	
Occ: EXECUTIVE If this person has ceased to be director, please state when.	Day Month Year
Show any relevant current and previous directorships.	NONE
Particulars.	Day Month Year
RUPERT NICHOLAS HAMBRO 186 EBURY STREET	
LONDON SWIW 8UP	
Date of Birth:- 27/06/43 Nat:BRITISH Occ:COMPANY DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	SEE ACCOMPANYING LIST
Particulars.	Day Month Year
HENRY NEVILLE LINDLEY KESWICK	
6 SMITH SQUARE LONDON SWLP 3HT	
Date of Birth:- 29/09/38 Nat:BRITISH OCC:COMPANY DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	SEE ACCOMPANYING LIST
PAGE 5	

Directors - continued	Day Month Year
Particulars.	Date of any change.
LORD KING OF WARTNABY WARTNABY MAIN STREET WARTNABY MELTON MOWBRAY LEICESTERSHIRE LE14 3HY	
Date of Birth:- 29/08/18 Nat:BRITISH OCC:COMPANY DIRECTOR If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation. SEE MCCOMPANYING LIST Day Month Year
Particulars. NIAMH O'DONNELL-KEENAN 142 HAMPSTEAD WAY HAMPSTEAD GARDEN SUBURB LONDON NW11 7XH	Date of any change.
Date of Birth:- 28/11/56 Nat:IRISH Occ:ACCOUNTANT If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation. SEE ACCOMPANYING LIST
Particulars. FRANKLIN DAVID RADLER 2146 SOUTHWEST MARINE DRIVE VANCOUVER BC V6P 6B5 CANADA	Day Month Year
Date of Birth:- 03/06/42 Nat:CANADIAN OCC:COMPANY PRESIDENT If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation.

Directors - continued	Day Month Year
Particulars.	Date of any change.
THE RIGHT HONOURABLE LORD RAWLINSON OF EWELL WARDOUR CASTLE TISBURY SALISBURY SP3 6RH	
Date of Birth:- 26/06/19 Nat:BRITISH OCC:COMPANY DIRECTOR If this person has ceased to be director, please state when.	Day Month Year
Show any relevant current and previous directorships.	PONE
Particulars. THE RIGHT HONOURABLE LORD CARRINGTON 32A OVINGTON SQUARE LONDON SW3 1LR	Day Month Year Date of any change.
Date of Birth:- 06/06/19 Nat:BRITISH Occ:COMPANY DIRECTOR	Day Month Year
If this person has ceased to be director, please state when.	Date of resignation.
Show any relevant current and previous directorships.	CRISTIES INTERNATIONAL PLC CHIME COMMUNICATIONS LIMITED
Particulars. SIR FRANK JARVIS ROGERS GREENSLEEVES LOUDWATER DRIVE	Day Month Year
LOUDWATER RICKMANSWORTH HERTFORDSHIRE WD3 4HJ	
Date of Birth:- 24/02/20 Nat:BRITISH OCC:COMPANY DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year
Show any relevant current and previous directorships.	HPA NOMINEES LIMITED THE NEWSPAPER PUBLISHERS ASSOCIATION LT
PAGE 7	

00451593	If the information shown needs amendment, give details below and the date of any change.
Directors - continued Particulars.	Day Month Year
LEONARD MILTON SANDERSON BROADACRE STOKESHEATH ROAD FAIROAK LANE OXSHOTT SURREY KT22 OPP	Date of any change.
Date of Birth:- 05/06/53 Nat:BRITISH Occ:DEPUTY MANAGING DIRECTOR	MANAGING DIRECTOR TELEGRAPH SALE
If this person has ceased to be director, please state when.	Day Month Year Date of resignation. BRAND MOVERS LIMITED
Show any relevant current and previous directorships.	THE ADVERTISING STANDARDS AUTHORITY LIMITED
Particulars. THE HONOURABLE RAYMOND GEORGE HARDENBERGH SEITZ	Day Month Year
10 PEMBRIDGE PLACE LONDON W2 4XB	
Date of Birth:- 08/12/40 Nat:AMERICAN OCC:COMPANY DIRECTOR	Day Month Year
If this person has ceased to be director, please state when.	Date of resignation.
Show any relevant current and previous directorships.	SEE ACCOMPANYING LIST
Particulars. JOHN MARTIN	Day Month Year
TAYLOR 3 LEE TERRACE LONDON SE3 9TF	
Date of Birth:- 08/06/52 Nat:BRITISH Occ:BANKER	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	SEE ACCOMPANYING LIST.

PAGE

Directors - continued	Day	Month	Year	
Particulars.		, ,	1	Date of any change.
	<u> </u>	<u> </u>		• •
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.				
ON DIMESTON HOUSE BE HOLLET ON TOWN			***************************************	
If this person has ceased to be director, please	Day	Month	Year	
state when.				Date of resignation.
Show any relevant current and previous directorships.				
,				
Dankiaulara	Day	Month	Year	
Particulars.				Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.				
OR DIRECTORS MUST BE NOTIFIED ON TORM 2000:	***************************************			
	Day	Month	Year	
If this person has ceased to be director, please	l l	1	1	Date of resignation.
state when.		<u> </u>		
Show any relevant current and previous directorships.			••••	
Particulars.	Day	Month	Year	Dota of any ahanga
	I	<u> </u>		Date of any change.
	***************************************	•••••	•••••	
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.				
	Day	Month	Year	
If this person has ceased to be director, please state when.	Day	Month	Year	Date of resignation.
If this person has ceased to be director, please	Day	Month	Year	Date of resignation.

Issued Share Capital (See note 8)	Class (eg Ordinary/ Preference etc.)	Number of shares issued	Aggregate nominal value
Enter details of all shares in issue at the date of this return. 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. The last full members list was at 16/05/97	'A' ORD. 'B' ORD. 'C' ORD. PREFERENCE Totals	88,882,573 43,692,14 14,900,000 5,000,000 152,474,654 changes in the per	4,369,214 1,490,000 5,000,000 19,747,465 Please mark the appropriate box.
Elective resolutions (See note 10)	A list of change		not on paper
(Private companies only) If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box. If an elective resolution is in force at the date of this return 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. I enclose the fee of £ 15. Cheques should be made payable to Companies House.	This return inc	cludes 1 (enter number) sure that you hons on this page	Secretary/Director* *(delete as appropriate) continuation sheets. ave completed
To whom should Companies House direct any enquiries about the information shown in this return?	DX ISL	F 0F D0 Postcode 171 · 538 ·	065 7008 Ext

SCHEDULE TO FORM 363 LIST OF PAST AND PRESENT MEMBERS (continued) Account of Shares Particulars of shares transferred 00451593 Company Number: Number of since the date of the last return, shares or or, in the case of the first return, Company Name: amount of since the incorporation of the TELEGRAPH GROUP LIMITED stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have ceased to be members. Number Date of Number Registration Remarks Currently Name and address Transferred of Transfer Held FIRST DT HOLDINGS LIMITED 81,882, SIJ A ORD 43692,141 'B' ORP I CANADA SQUARE 5000,000 PREFERENCE CANARY WHARF LONDON E14 5DT From TELHOLDCO 7,000,000 'A' ORD 4-11-98/ HOLLINGER INTERNATIONAL 14,900,000 'C' ORD below PUBLISHING INC. 401 NORTH WABASH AVENUE CHICAGO ILLINOIS 60611 USA to HIP Inc. TELHOLDCO INC. 4.11.98 7000000 NIL above 401 NORTH WABASH AVENUE CHICAGO 60611 USA ILLINOIS

SCHEDULE TO FORM 363 LIST OF PAST AND PRESENT MEMBERS Account of Shares
Particulars of shares transferred 00451593 Company Number: Number of since the date of the last return, shares or or, in the case of the first return, Company Name: amount of since the incorporation of the TELEGRAPH GROUP LIMITED stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Registration Remarks Name and address Currently Transferred of Transfer Held

Other directorships of Peter Neville Buckley

98
8
8
8
95
8
95
96
8
98 98 98 98 98

Other directorships of Daniel William Colson

Group Directorships	Resigned
Argsub Limited DT Holdings Limited First DT Holdings Limited Telegraph Australian Holdings Limited	23.2.98
Other Directorships	
Carlton Television Limited Carlton Television Holdings Limited Interactive Investor International Limited Newsprint Management & Supply Services Limited	06.10.94 06.10.94

Other directorships of The Hon Jeremy Wyndham Deedes

Group Directorships

Trafford Park Printers Limited West Ferry Printers Limited

Other Directorships

Millbourn Products Limited Newsprint Management & Supply Services Limited

Other directorships of Sir Evelyn de Rothschild

	Appointed	Resigned
Ascott Farms Ltd	17.07.92	
Ascott Properties Ltd	28.03.95	
Chemical Investment Bank Limited	12.12.68	18.01.95
Continuation Investments Limited	27.06.73	
Eranda Herd Ltd	15.03.92	
Eranda Property Company Limited	28.11.86	
Henry Sotheran Limited	02.05.72	
IBM United Kingdom Holdings Limited	14.09.72	18.05.95
IBM United Kingdom Limited	14.09.72	18.05.95
London School of Economics & Political Science	19.12.91	
National Aids Trust	25.04.92	27.02.96
Nearlead Limited	12.06.97	
New Court Securities Limited	14.11.97	
New Court Property Services Limited	29.03.94	06.06.96
N M Rothschild & Sons Limited	01.01.68	
Rothschild Nominees Limited	03.07.59	
Rothschild Continuation Limited	26.05.59	28.05.99
Rothschild Holdings Limited	29.03.94	
Second Continuation Limited	12.04.62	10.11.97
Shield Trust Limited	02.08.61	
The South African Business Initiative	14.11.92	
The Shakespeare Globe Trust	31.12.92	
Visual Programme Systems Limited (in liquidation)	28.02.73	

Other directorships of Rupert Nicholas Hambro

	Appointed	Resigned
Anglo American Corporation of South Africa Limited	02.06.81	14.08.97
BMB-H Limited		30.03.95
Central Transport Rental Group Plc	15.05.90	01.10.97
Chatsworth House Trust Limited	15.12.82	
The Fairground Heritage Trust	30.09.97	
Fenchurch plc		27.02.97
J O Hambro & Company Limited	23.06.86	
J O Hambro Financial Brands Limited	12.09.97	
J O Hambro Holdings Limited	18.09.86	
J O Hambro Investments Limited	19.06.86	
J O Hambro Magan Irby Holdings Limited		31.10.96
J O Hambro Nominees Limited	08.03.87	
Hamley's Plc		17.01.96
HMI Services Ltd	04.04.90	
HMI Services Ltd		31.10.96
J O H (Securities) Limited	12.05.86	
Longshot Limited	05.12.96	
Matchidea Limited		31.10.96
The Mayflower Corporation plc	04.11.88	
NACF Services Limited	15.09.91	
Pegagus Assurance Group Limited		28.10.94
Pioneer Concrete Holdings Plc	08.04.89	
The Walbrook Club Ltd		27.05.99
Waverton Limited	31.05.65	
Wilton's (St. James's) Limited	06.10.87	

Other directorships of Henry Neville Lindley Keswick

	Appointed	Resigned
Dairy Farm International Holdings Limited	15.06.88	
Hong Kong Association	01.01.88	
Hong Kong Land Holdings Limited	28.03.89	
Jardine Matheson Holdings Limited	27.06.84	
Jardine Strategic Holdings Limited	15.06.88	
Keswick Nominees Limited	01.01.78	06.05.97
Mandarin Oriental International Limited	15.06.88	
Matheson & Co Limited	01.06.75	
Matheson Investments Limited	19.02.88	
Robert Fleming Holdings Limited	14.07.75	
Royal Sun Alliance Insurance Group Plc	01.03.89	
Sun Alliance & London Insurance Plc	06.08.75	

Other directorships of The Lord King of Wartnaby

	Appointed	Resigned
Aerostructures Hamble Ltd	1992	
Babcock International Group		1994
British Airways Plc		1994
British Show Jumping Association		1996
Gartland Whalley & Barker Plc	1997	
Norman Broadbent International Ltd	1990	
Short Brothers plc	1989	
Wide Range Engineering Services Ltd	1992	

Company number 451593

Other directorships of Niamh O'Donnell-Keenan

	Resigned
3A & 3B Mexfield Road Limited	12.09.97
Argsub Limited	
Papachristidis Limited	17.04.96
Papachristidis Properties Limited	.95
Papachristidis Ship Management Services Limited	17.04.96
Seatramp (UK) Limited	17.04.96
Victoria Oilfield Development Limited	17.04.96

TELEGRAPH GROUP LIMITED

Company number 451593

Other directorships of The Hon Raymond George Hardenbergh Seitz

Resigned

British Airways plc Cable & Wireless plc The General Electric Company p.l.c. The Rio Tinto Corporation Limited Shardwick plc

10.98

TELEGRAPH GROUP LIMITED

Company number 451593

Other directorships of John Martin Taylor

Barclays PLC 11.98 Barclays Bank PLC 11.98 W H Smith Group plc 03.98 W H Smith Ltd 03.98