

A

COMPANIES FORM No. 363

Annual return of a company

363

Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this formPlease complete
legibly, preferably
in black type, or
bold block letteringPlease complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of company† if the company has a
share capital, this
date must be the
14th day after the
annual general
meetingTo the Registrar of Companies
(Address overleaf - Note 13)

For official use

Company number

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2141256

Annual return of (note 1)

* CYGNET HEALTH CARE PLC

The information in this return is as at

21ST MARCH

1990

† (The date of this return (note 1))

Address of registered office of the company

ESSEX LODGE, 16 HIGH STREET, BARNES,
LONDON

Postcode SW13 9LB

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

£ 4,250,000

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

AS ABOVE

Register of debenture holders

N/A

Particulars of the secretary

Name (notes 3 and 4)

SYLVIA PAULINE HATTON

Previous name(s) (note 3)

Address (notes 4 and 5)

54, RIVENHALL END, WELWYN GARDEN CITY,
HERTFORDSHIRE

Postcode AL7 2PH

‡ only pages 1 and 2
need be completed
in the case of a
company without
share capital§ enter number of
continuation sheets
attached

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

Signed

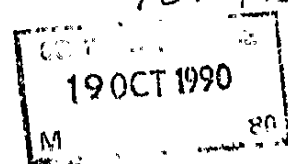
Director, and

S Hatton

Secretary

Presentor's name address and
reference (if any):For official Use
General Section

Post room



Particulars of the director(s) of the company (notes 6 and 7)

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold blocklettering* delete if
inappropriate.
Enter particulars
of other director-
ships held or
previously held.
If this space is
insufficient use a
continuation sheet

Name (note 3) JOHN L. RILEY HOLLIES		Business Occupation COMPANY DIRECTOR
Previous name(s) (note 3)		Nationality U.S.A. CITIZEN
Address (note 4) 65 LANSDOWNE ROAD		Date of birth (note 9) 17-11-46
LONDON	Postcode W11 2LG	
Other relevant past or present directorships* (note 8)		

Name (note 3) JOHN DAVID MARSH		Business Occupation BUSINESS CONSULTANT
Previous name(s) (note 3)		Nationality BRITISH
Address (note 5) LAWNSWOOD HOUSE,		Date of birth (note 9) 16-05-31
WORDSLEY, NR. STOURBRIDGE,	Postcode DY7 6QJ	
WEST MIDLANDS		
Other relevant past or present directorships* (note 8)		
DULATT HEATING CO. LTD. EAST PLATT FACTORS LTD.		
ALBRIGHTON WOODLAND HUNT KENNELS LTD.		

Name (note 3) JOHN BARRIE RANDLE		Business Occupation CONSULTANT
Previous name(s) (note 3)		Nationality BRITISH
Address (note 5) 40, ASHLEY COURT		Date of birth (note 9) 28-06-38
MURPETH TERRACE,	Postcode SW16	
LONDON		
Other relevant past or present directorships* (note 8)		

Name (note 3) RODERICK L. RICHARDS		Business Occupation INVESTMENT MANAGER
Previous name(s) (note 3)		Nationality BRITISH
Address (note 5) 34, FINLAY STREET,		Date of birth (note 9) 2-9-55
FULHAM,	Postcode SW6	
LONDON		
Other relevant past or present directorships* (note 8)		
SEE CONTINUATION SHEET		

Summary of share capital and debentures

Please do not write in this margin

Nominal share capital

£ 21,781,250

divided into:

Number of shares	Class	Nominal value of each share
1 13,000,000	ORDINARY	£1
2 2,000,000	FOUNDERS'	£1
3 1,250,000	'A' PREFERENCE	£1
3 1,500,000	'B' PREFERENCE	£1

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 1,672,020	ORDINARY
2 980,505	FOUNDERS'
3 1,250,000	'A' PREFERENCE
3 1,500,000	'B' PREFERENCE

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

1 1,592,020	ORDINARY
2 960,505	FOUNDERS'
3 1,250,000	'A' PREFERENCE
3 1,500,000	'B' PREFERENCE

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

1 80,000	ORDINARY
2 20,000	FOUNDERS'
3 -	-

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 £ -	NIL	-	-
3 £ -	NIL	-	-

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

1 NIL	-
2 NIL	-
3 NIL	-

continued on page 4

LIST OF PAST

Folio in register ledger containing particulars	Names and Addresses
	<u>ORDINARY SHARES</u>
3	ALAN H. BADNITZ, 114, FRANKLYN AVE, EDGWARE, MIDDX
23	PAUL J. RAMSAY, 21, SIR JOHN YOUNG CRESC, WOOLLEOMOOLLOO, NSW 2011, AUS.
28	DESIGN MANAGEMENT GROUP LTD, 33, GEORGE ST, WAKEFIELD, W. YORKS
30	FOUNTAIN TRUST LTD, A/c no. 1623012, 18, GRENVILLE ST, ST. HELIER, JERSEY, C.I.
29	MRS. A. JOHN, MANGALAM, ST. GEORGE'S RD, BICKLEY, KENT
33	BRIAN B. HUGHES, 55, LANEDOWN RD, LONDON W11 2LG
31	F+C NOMINEES, 6, LAURENCE POUNTNEY HILL, LONDON EC4R 0BC
6	S. MCKEOWN, THE WHITE HOUSE, CARRWOOD RD, WILMSLOW, CHESHIRE
32	MALLARD CORPORATION, P.O. BOX 1092, GRAND CAYMAN, B.W.I.
22	NIGEL K. WARDER, THE COTTAGE, DUNGATE MANOR, REIGATE
24	PAUL B. DUNIG, 5, KINGSMEAD RD, BROADBRIDGE HEATH, HORSHAM, SUSSEX. RH12 3LL

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

Summary of share capital and debentures continued

Amount

Number

Class

- 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

£	NIL		
£	1	1,672,020	ORDINARY
£	1	980,505	FOUNDERS'
£	1	1,250,000	'A' PREFERENCE
£	1	1,500,000	'B' PREFERENCE
£	5,402,525		
£	1	80,000	ORDINARY
£	1	20,000	FOUNDERS'
£	-	-	-
£	NIL	NIL	NIL
£	NIL	NIL	NIL
£	NIL	NIL	NIL
£	NIL		
£	NIL		
£	NIL		
		NIL	NIL
		NIL	NIL
		NIL	NIL
£	NIL		
£	NIL		
£	NIL		
£	NIL	-	-
		NIL	NIL

- 8 Total amount of calls received (note 10)
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
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
11 Total amount of calls unpaid
12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures
13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return
14 Total number of shares of each class forfeited
15 Total amount paid (if any) on shares forfeited
16 Total amount of shares for which share warrants to bearer are outstanding
17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return
18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

AND PRESENT MEMBERS (notes 11 and 12)

AND PRESENT MEMBERS (NOTES 11 AND 12)

Account of Shares				
Number of shares or amount of stock held by existing members at date of return (note 11) ORDINARY	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)		
NIL	40,000		7-12-89	
NIL	767,920		7-12-89	
108,000	100,000	2-5-89		
	8,000	7-12-89		
101,200	80,000	1-10-89		
	21,200	7-12-89		
8,000	8,000	20-12-89		
80	80	7-12-89		
775,040	775,040	7-12-89		
24,320	4,400	7-12-89		
7,200	7,200	7-12-89		
-	80,000		1-10-89	
-	8,000		7-12-89	

LIST OF PAST

Folio in register ledger containing Particulars	Names and addresses	
	<u>FOUNDERS' SHARES</u>	
1A	ALAN H. BODNITZ, 114, FRANKLYN AVE, EDGWARE, MIDDX	16
21A	PAUL J. RAMSAY, 21, SIR JOHN YOUNG CRES, WOOLLOOMOOLOO, NSW 2011, AUS	17
27A	DESIGN MANAGEMENT GROUP LTD, 33, GEORGE ST, WAKEFIELD, W. YORKS	18
29A	FOUNTAIN TRUST LTD, A/c no 16250/2, 18, GRENVILLE ST, ST. HELIER, JERSEY, C.I.	19
28A	MRS. A. JOHN, MANGALAM, ST. GEORGES RD, BICKLEY, KENT	20
24	PAUL B. DUHIG, 5, KINGSMEAD RD, BROADBRIDGE HEATH, HORSHAM, SUSSEX. RH12 3LL	21
32A	BRIAN B. HUGHES, 55, LANSDOWNE RD, LONDON W11 2LG	22
30A	F&C NOMINEES, 6, LAURENCE POUNTNEY HILL, LONDON EC4R 0BC	23
4A	S. MCKEOWN, THE WHITE HOUSE, CARRWOOD RD, WILMSLOW, CHESHIRE	24
31A	MALLORD CORPORATION, P.O. BOX 1042, GRAND CAYMAN, BWI	25
21A	NIGEL K. WARDER, THE COTTAGE, DUNGATE MANOR, FRANCHFORD RD, REIGATE, SURREY	26
		27
		28
		29
		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 preceding 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)		
FOUNDERS				
NIL	10,000		7.12.89	
NIL	191,980		7.12.89	
2,000	2,000	7.12.89		
25,300	20,000	1.10.89		
	5,300	7.12.89		
2,000	2,000	20.12.89		
NIL	2,000		7.12.89	
20	20	7.12.89		
193,760	193,760	7.12.89		
6,080	1,100	7.12.89		
1,800	1,800	7.12.89		
NIL	20,000	1.10.89		

(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 annex 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.

13. The address for companies registered in England and Wales or Wales is:—

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

or, for companies registered in Scotland:—

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

Please do not
write in
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

2141256

* insert full name
of company

Name of company

*** CY4NET HEALTH CARE PLC**

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

Please do not
write in
this marginPlease complete
legibly, preferably
in black type, or
bold block lettering

Folio in register ledger containing Particulars	Names and addresses	
	<u>1B' PREFERENCE</u>	
1BP	31 PLC, 91, WATERLOO RD., LONDON SE1 8XP	1
2BP	MIDLAND MONTAGU EQUITY LTD, 27/32 POULTRY,	2
	LONDON EC2P 2BX	3
3BP	DESIGN MANAGEMENT GROUP LTD, 33, GEORGE ST.,	4
	WAKEFIELD, W. YORKS.	5
4BP	MALLORD CORPORATION, P.O. Box 1092, GRAND CAYMAN, B.W.I.	6
5BP	FOUNTAIN TRUST LTD, ALDO 16259/2 18, GREENVILLE ST.,	7
	ST. HELIER, JERSEY, C.I.	8
6BP	JOHN + CAROLINE BLATTNER, 722 19th STREET,	9
	SANTA MONICA, CALIFORNIA 90402 USA	10
7BP	F + M. BAILLARD, 1254 EL HITO CIRCLE,	11
	PACIFIC PALISADES, CALIFORNIA 90272 USA	12
8BP	A. BROOKS HUGHES + CAROLINE HUGHES,	13
	1615 CHALMERS DRIVE, ANN ARBOR, MICHIGAN, USA	14
9BP	K. OKEL, 20106 GREETSWOOD ST, WESTLAKE VILLAGE,	15
	CALIFORNIA, 91361, USA	16
10BP	ZULKERMANN + HARTMANN PROFIT-SHARING TRUST,	17
	FELDMAN, WALDEN + KLINE, 146 WEBBER AVE, STOCKTON,	18
	CALIFORNIA 95202 USA	19
11BP	RICHARD + JEAN RAE EAGLESTON TRUST, 3280 ALPINE RD,	20
	PARTOLA VALLEY, CALIFORNIA 95025 USA	21
12BP	L. B. HUGHES, BROOKS APPLIANCE CO, BROOKS BUILDING,	22
	MARSHALL, MICHIGAN 49068 USA	23
13BP	S. P. HATTON, 54, RIVENHALL END, WENWYN GARDEN CITY,	24
	HERTFORDSHIRE AL7 2PH	25
14BP	JOHN + SYLVIA HUGHES, 55, LANSDOWNE RD,	26
	LONDON W11 2LG	27
15BP	BRIAN B. HUGHES, 55, LANSDOWNE RD,	28
	LONDON W11 2LG	29
16BP	KRISTEN E. HUGHES, 55, LANSDOWNE RD,	30
	LONDON W11 2LG	31
17BP	CRAIG R. HUGHES, 55, LANSDOWNE RD,	32
	LONDON W11 2LG	33
18BP	H + M RUNGALDIER, TRUSTEES OF RUNGALDIER	34
	FAMILY TRUST, 5621 SCOTWOOD DRIVE,	35
	RANCHO PALOS VERDES, CALIFORNIA 90402 USA	36
		37

AND PRESENT MEMBERS Continued (notes 11 and 12)

Please do not
write in
this margin

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

Number of shares or amount of stock held by existing members at date of return (note 11)	Account of Shares		Remarks
	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)		
	Number	Date of Registration of transfer (a) (b)	
181 REFERENCE			
393,200	393,200	1.8.89	
786,500	786,500	1.8.89	
120,000	120,000	1.8.89	
40,000	40,000	1.8.89	
16,000	16,000	1.8.89	
15,000	15,000	1.8.89	
6,400	6,400	1.8.89	
6,200	6,200	1.8.89	
5,000	5,000	1.8.89	
5,000	5,000	1.8.89	
5,000	5,000	1.8.89	
1,200	1,200	1.8.89	
1,200	1,200	1.8.89	
65,000	65,000	1.8.89	
5,000	5,000	1.8.89	
5,000	5,000	1.8.89	
5,000	5,000	1.8.89	
19,300	19,300	1.8.89	

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this margin

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

RUDERICK L. RICHARDS

OTHER DIRECTORSHIPS:

PRESENT:

FOREIGN + COLONIAL VENTURES LTD

FOREIGN + COLONIAL VENTURES GENERAL PARTNER LTD.

FOREIGN + COLONIAL VENTURES GENERAL PARTNER II LTD

FCS LTD

SPECIALITY SHOPS PLC

FOREIGN AND COLONIAL MANAGEMENT LTD.

THE ART GROUP LTD

DAMSONWOOD LTD

PAST:

PERSONAL ROBOTS LTD

SYSTEMATIC DRILL HEAD HOLDINGS

SYSTEMATIC DRILL HEAD COMPANY LTD

THE GILLROYD GROUP LTD