

Please complete in typescript,
or in bold black capitals.

CHFP055

Annual Return

Company Number 9211

Company Name in full UDV (Distilling) Limited

Date of this return (See note 1)

The information in this return is made up to

Day	Month	Year
1	6	0 4 2 0 0 0

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
1	6	0 4 2 0 0 1

Registered Office (See note 3)

Show here the address **at the date of
this return.**

Any change of
registered office
must be notified
on form 287.

Post town

County / Region

Postcode

Edinburgh Park

5 Lochside Way

Edinburgh

EH12 9DT

Principal business activities

(See note 4)

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

1591

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

DISTILLERS OF SCOTCH WHISKY



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 8)

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

Name

* Style / Title

* Honours etc

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

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

Mark David

Peters

16 GABLES MEADOW

HOLMER GREEN

BUCKS

Postcode

HP15 6RT

England

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

Post town
County / Region
Country

Directors (See notes 8)

Please list directors in alphabetical order.

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

Name	* Style / Title	Mrs										
		Day	Month	Year								
* Honours etc		Date of birth			1	9	0	7	1	9	5	9
Forename(s)	Susanne Margaret											
Surname	Bunn											
Previous forename(s)	Susanne Margaret											
Previous surname(s)	Adams											
Address	Azalea											
	167 High Street											
	Northchurch											
	Post town	BERKHAMSTED										
	County / Region	Herts					Postcode	HP4 3QT				
	Country	England					Nationality	British				
Business occupation	Company Secretary											
Other directorships	(See continuation sheet).											

* Voluntary details.

Name	* Style / Title	Mr										
		Day	Month	Year								
* Honours etc		Date of birth			0	5	0	5	1	9	5	9
Forename(s)	Brian											
Surname	Higgs											
Previous forename(s)												
Previous surname(s)												
Address	Blakeney											
	Kirkside											
	Rafford											
	Post town	Moray										
	County / Region						Postcode	IV36 2WH				
	Country						Nationality	British				
Business occupation	Director											
Other directorships	(See continuation sheet).											

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

Issued share capital (See note 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	217,215,530	STG£217,215,530.00
Totals	217,215,530	STG£217,215,530.00

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

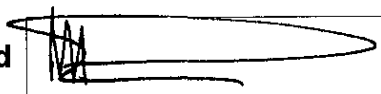


If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

17-04-00

† Please delete as appropriate.

† a director /secretary

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

4

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.

Christian Murphy
Company Secretarial Assistant
Diageo plc
8 Henrietta Place
London W1M 9AG
0171 927 5503

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title			
		Day	Month	Year
* Honours etc		Date of birth	1 9	0 6 1 9 4 6
Forename(s)	Turnbull			
Surname	Hutton			
Previous forename(s)				
Previous surname(s)				
Address	17a CLERWOOD PARK			
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town			
	County / Region	EDINBURGH	Postcode	EH12 8PW
	Country		Nationality	BRITISH
Business occupation	COMPANY DIRECTOR			
Other directorships	(See continuation sheet).			

* Voluntary details.

Name	* Style / Title	Dr		
		Day	Month	Year
* Honours etc		Date of birth	3 0	0 9 1 9 5 3
Forename(s)	Robert			
Surname	McElroy			
Previous forename(s)				
Previous surname(s)				
Address	Flat 4			
	7 Clydeview Court			
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	Bowling		
	County / Region		Postcode	G60 5BL
	Country		Nationality	British
Business occupation	Director			
Other directorships	None			

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title	Mr							
	* Honours etc			Date of birth		Day	Month	Year	
						3	1	0	8
						1	9	4	2
	Forename(s)	Roger Hugh							
	Surname	Myddelton							
	Previous forename(s)								
	Previous surname(s)								
Address	21 Lawford Road								
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	LONDON							
	County / Region					Postcode	NW5 2LH		
	Country	England				Nationality	British		
	Business occupation	Solicitor							
	Other directorships	(See continuation sheet).							

* Voluntary details.

Name	* Style / Title	Mr							
	* Honours etc			Date of birth		Day	Month	Year	
						1	8	0	3
						1	9	4	6
	Forename(s)	James							
	Surname	Turnbull							
	Previous forename(s)								
	Previous surname(s)								
Address	17 McInnes Road								
	Markinch								
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Glenrothes								
	Post town	Fife							
	County / Region					Postcode	FK7 6BA		
	Country					Nationality	British		
	Business occupation	Director							
Other directorships	None								

Company Number 9211

Company Name in full UDV (Distilling) Limited

Current directorships for Mrs Susanne Margaret Bunn

Bodiam Pension Trustees Limited

Past directorships for Mrs Susanne Margaret Bunn

John Dewar & Sons Limited (30-Jun-1998)

Current directorships for Mr Brian Higgs

DEFCO 2000 Limited

Past directorships for Turnbull Hutton

G.U.D. Pension Trustee Limited (01-Apr-2000)

Current directorships for Mr Roger Hugh Myddelton

Bodiam Pension Trustees Limited

European Dispute Resolution Limited

Proshare (Uk) Limited

Spring Inns Management Limited

Past directorships for Mr Roger Hugh Myddelton

Buckingham Restaurants Limited (Dissolved 27/12/96) (27-Dec-1996)

FW Leisure Limited (Liquidated 30/12/96) (30-Dec-1996)

GMIF Plc (Liquidated 24/9/96) (24-Sep-1996)

Grand Metropolitan Nominee Company (No. 9) Limited (Dissolved 27/12/96) (27-Dec-1996)

Grand Metropolitan Nominee Company (No.10) Limited (Liquidated 24/9/96) (24-Sep-1996)

Grand Metropolitan Nominee Company Limited (Liquidated 20/10/96) (20-Oct-1996)

John Dewar & Sons Limited (30-Jun-1998)

John Pykes Limited (Liquidated 24/9/96) (24-Sep-1996)

Marian Electronics Limited (Dissolved 30/12/96) (30-Dec-1996)

Precis (11000) Limited (Liquidated 24/9/96) (24-Sep-1996)

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Regive Limited (Liquidated 24/9/96) (24-Sep-1996)