

APPOINTMENT of director or secretary

(NOT for resignation (use Form 288b) or
change of particulars (use Form 288c))Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

778398

Company Name in full

Guinness Overseas Limited

Appointment
formNotes on completion
appear on next page.

Appointment as director

NAME * Style / Title

Mr.

* Honours etc

Forename(s)

Michael Christopher

Surname

Flynn

Previous
forename(s)Previous
surname(s)Usual residential
address

22 The Fairway, Cox Green

Post town

Maidenhead

Postcode

SL6 3AR

County / Region

Berkshire

Country

England

† Nationality

British

† Business
occupation

Accountant

† Other directorships
(additional space next page)

See attached schedule

I consent to act as ** director / secretary of the above named company

Consent signature

M. Flynn

Date

05.09.05

* Voluntary details.

† Directors only.

** Please delete as appropriate

A director, secretary etc must sign the form below.

Signed

J. Nicholls

Date

06.09.05

(**a director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address, telephone
number and, if available, a DX number and
Exchange of the person Companies House
should contact if there is any query.

Company Secretarial, Diageo plc, 8 Henrietta Place,

London, W1G 0NB

Tel

DX number

DX exchange

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

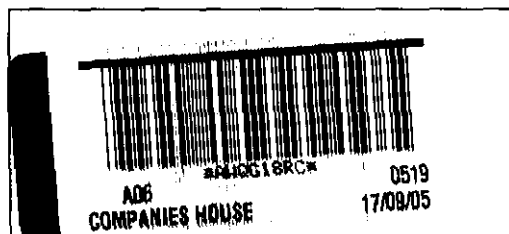
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



Company Number

778398

† Directors only.

† Other directorships

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years.

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

List of other directorships

Schedule to form 288a

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

778398

Company Name in full

Guinness Overseas Limited

Name

Michael Christopher Flynn

Company Name	Resignation
A.G.S. Employee Shares Nominees Limited	
Bodiam House Investments Limited	
Buckhurst & Co	
Bullard & Sons, Limited	
Carillon U.K. Limited	
Cellarers (Wines) Limited	
Charles Tanqueray & Company Limited	
Diageo (Head Office) 1996 Profit Sharing Scheme Limited	
Diageo (IH) Limited	
Diageo Balkans Limited	
Diageo Corporate Officer A Limited	
Diageo Corporate Officer B Limited	
Diageo Distilling Limited	
Diageo Eire Finance & Co	
Diageo Eire Finance Investments Limited	
Diageo Employee Shares Nominees Limited	
Diageo Great Britain Limited	
Diageo Share Ownership Trustees Limited	
Diageo Sub 3 Limited	
Diageo Sub 4 Limited	
Diageo Sub 5 Limited	
Diageo United Kingdom Limited	
Diageo US Limited	
Diageo Venture Holdings Limited	
Diageo Venture Limited	
Film Finance Distributors (U.K.) Limited	
Gilbeys Limited	
Grand Hotels (Mayfair) Limited	
Grand Metropolitan Estates (Developments) Limited	
Grand Metropolitan Estates Limited	

List of other directorships Schedule to form 288a

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

778398

Company Name in full

Guinness Overseas Limited

Name

Michael Christopher Flynn

Company Name	Resignation
Grand Metropolitan Training Limited	
GrandMet Limited	
Guinness Brewing (UK) 1996 Profit Sharing Scheme Limited	
Guinness Enterprises Limited	
Guinness Limited	
Guinness Morison International Limited	
International Distillers & Vintners UK Limited	
International Distillers Africa Limited	
International Distillers and Vintners Export Limited	
James Buchanan & Company Limited	
Justerini & Brooks (U.K.) Limited	
Justerini & Brooks, Limited	
Kork-N-Seal Limited	
Montrue Limited	
Nightfly Limited	
Otford Estates Limited	
Park Royal Development Company Limited	
Pet (UK) Limited	
Precis (1057) Limited	
Precis (3333)	
R. G. Abercrombie & Company Limited	
Rigrun Limited	
Scotia Exports Limited	
Tanqueray Gordon & Company Limited	
The Guinness Group Limited	
The Interesting Drinks Co. Limited	
Trafalgar Metropolitan Homes Limited	
Treat (UK) Venture Limited	
Troubleshooters Limited	
United Distillers (Overseas) Limited	

**List of other directorships
Schedule to form 288a**

*Please complete in typescript,
or in bold black capitals.*

CHFP010

Company Number

778398

Company Name in full

Guinness Overseas Limited

Name

Michael Christopher Flynn

Company Name	Resignation
United Distillers Finance Limited	
United Distillers International Limited	
United Distillers Investments Limited	
United Distillers Property Company Limited	
United Distillers UK PLC	
United Glass Holdings Limited	
White Child & Beney Limited	
Winchester House Property Company Limited	