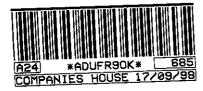


Please complete in typescript, or in bold black capitals.

363a 18/t 255/006475 x17

Annual Return

	•						
Com	pany Number	118065	57				
Company Name in full		Browni	ng Limi	ted			
* F363AD40*		<u> </u>			 	 	
		Day	Month	Year			
Date of this return The information on this retu		24	08	98			
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 24	Month 08	Year 99			
Registered Office (See note 3) Show here the address at the date of this return.		25 Be:	rkeley :	Square			
Any change of registered office must be notified on form 287.	Post town County / Region Postcode	LONDOR	1011				
Principal business (See note 4) Show trade classification for the principal activity	n code number(s)	7 4	8	4			
If the code number cannot give a brief description of p	be determined,						



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

Companies House, Crown Way, Cardiff, CF4 3UZ for companies registered in England and Wales

DX 33050 Cardiff

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

for companies registered in Scotland

DX 235 Edinburgh

Company 1180657

Register of members (See note 5) If the register of members is not kept at the registered office, state here where it is kept.	(the registered office)
Post town	
County / Region	Postcode
De victor of Debanture holders	
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.	NOT APPLICABLE
Post town	
County / Region	Postcode
Company type (See note 7)	
Public limited company	
Private company limited by shares	x
Private company limited by guarantee without share capital	
Private company limited by shares exempt under section 30	Please mark the appropriate box
Private company limited by guarantee exempt under section 30	
Private unlimited company with share capital	
Private unlimited company without share capital	
Company Secretary (see notes 1-5)	Details of a new company secretary must be notified on form 288a.
(Please photocopy this area to provide Name * Style / Title	Miss *Honours etc
details of joint secretaries). Forename(s)	Joy Ann
Surname	Deeley
* Voluntary details. Previous forename(s)	. *
Previous surname(s)	
Address	25 Berkeley Square
Usual residential	
address must be given. In the case of a Post town	LONDON
corporation, give the registered or principal County / Region	Postcode W1X 6HT
office address. Country	Page 2

Directors (see notes 1-5) Please list directors in alphabetical order.		Details of new directors must be notfied on form 288a									
	Name	* Style / Title	Mr			Day	Month	Year			
		* Honours etc		Da	te of birth	25	02	47			
Forename(s)		Peter Anthony									
		Surname	Cartmell								
	Prev	rious forename(s)									
Previous surname(s)											
Address			15 Longcroft Avenue								
Usual residenti	al				'						
address must be given. In the case	e	Post town	HARPENDEN								
corporation, give	e the	County / Region	Herts		Postcode	AL5	2RD				
office address.	·	Country		Nationality			British				
	Busines	ss occupation	Chartered Accountant								
	Other o	directorships	See attached list								
* Voluntary details.											
	Name	* Style / Title	Mr			Day	Month	Year			
		* Honours etc		Da	te of birth	15	08	47			
Forename(s)			Michael Archibald Campbell								
		Surname	Clark								
	Pre	vious forename(s)									
Previous surname(s)											
	Addres	s	20 Redington Road								
<i>Usual resident</i> <i>address</i> must l	be	Post town	LONDON	,							
given. In the case corporation, given registered or prinoffice address.	ve the County / Region				Postcode	NW3	7RG				
	псіраі	Country			Nationality	Ame	rican				
	Busine	ss occupation	Sec'y/Chief Le	egal Officer							
	Other	directorships	See attached list								

•	Other relevant directorships
Company Number	1180657
Company Name	Browning Limited
Directors Name	Peter Anthony Cartmell
† Directors only. † Other directorships	Cadbury Schweppes Pension Trust (Property) Limited
	Cadbury Schweppes Pension Trust Limited
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.	Cadbury Schweppes Supplementary Pension Trust Ltd
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 preceded 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.	
	· I

•	Other relevant directorships
Company Number	1180657
Company Name	Browning Limited
Directors Name	Michael Archibald Campbell Clark
Directors Name	Alemael Alemaell Campbell Clark
† Directors only. † Other directorships	Amalgamated Beverages Great Britain Limited (resigned 11/02/97)
NOTES	Camelot Group plc
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.	ITnet Limited (resigned 12/12/95)
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 preceded 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.	

Issued share capital (see note 9) Enter details of all the shares in issue	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e Number of shares issued multiplied by nominal value per share)				
at the date of this return.	Ordinary £1	2	£2.00				
	Totals	2	£2.00				
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	There were no changes in	n the period					
returns. (see note 10)	on paper in another format A list of changes is enclosed						
	A full list of members is enclosed X						
Elective resolutions (Private companies only) (See note 11)	If at the date of this retur	n an election is in force annual general meeting					
	If at the date of this retur laying acco	n an election is in force punts in general meeting	to dispense with s, mark this box				
Certificate	I certify that the informat knowledge and belief.	ion given in this return	s true to the best of my				
Signed	Juli	Date Date	11 September 1998				
† Please delete as appropriate	† a director/sqcretary						
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	no co	ontinuation sheets.				
Please give the name, address, telephone number, and if available,	JE Hudspith						
a DX number and Exchange, for the person Companies House should	GHŌ						
contact if there is any query.		Tel 0171-409	1313				
	DY number	DX exchange					



Please complete in typescript, or in bold black capitals

List of past and present members Schedule to form 363a, 363b

Company Number 1180657

Company Number	1100037							
Company Name in full	Browning Limited							
	Number of sha or amount of stock held by existing memb at date of th return.	or stock transferred since eturn (or in the case of the incorporation of the still members, and e ceased to be members.						
Name and address	Number or amount currently held		Date of egistration of transfer	Remarks				
Cadbury Schweppes Public Limited Company 25 Berkeley Square,LONDON W1X 6HT	Ordinary £1 2							