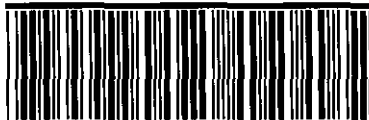




COMPANIES HOUSE

THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
CROWN WAY  
CARDIFF  
CF4 3UZ



A31 \*AXLD3JF6\* 125  
COMPANIES HOUSE 03/09/99

This form should be completed in black.

The information printed below is taken from Companies House records as at 14/08/99  
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 |
|-----|-------|------|
| 01  | 09    | 99   |

**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.  
2 GRESHAM STREET  
LONDON  
EC2V 7QN

**Principal business activities** (See note 4)

Trade classification is  
6523 OTHER FINANCIAL INTERMEDIATION

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

NW  
007457  
£165  
X11  
**363s**  
**Annual Return**

of company number 02392609

L

**company name**

INVESTEC GUINNESS FLIGHT FUND MANAGERS  
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.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

## Register of members *(See note 5)*

The register is kept at

REGISTERED OFFICE

## Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

## Company Secretary *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

MARTIN KEITH  
SLADE  
THE DALES 38 GLEBE ROAD  
SOUTH CHEAM  
SURREY SM2 7NT

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of any change.

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

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of resignation.

## Directors *(See note 7)*

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

PAUL ROBERT  
BRAIN  
4 CHALDON CLOSE  
REDHILL  
SURREY RH1 6SX

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of any change.

Date of Birth:- 12/05/61  
Nat: BRITISH  
Occ: 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.

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

### Particulars.

ANDREW DAVID  
COUCH  
17 GUILDFORD GROVE  
GREENWICH  
LONDON  
SE10 8JY

Date of Birth:- 24/09/65  
Nat:BRITISH  
Occ:INVESTMENT MANAGER

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

Show any relevant current and previous directorships.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of any change.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of resignation.

### Particulars.

SONYA YVETTE  
FOSTER-SLATER  
70 MAY AVENUE  
CANVEY ISLAND  
ESSEX SS8 7EX

Date of Birth:- 09/03/65  
Nat:BRITISH  
Occ:MANAGER

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

Show any relevant current and previous directorships.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of any change.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of resignation.

### Particulars.

ANNE  
GALLAGHER  
18 WATERLOW COURT  
HEATH CLOSE  
LONDON  
NW11 7DT

Date of Birth:- 25/02/61  
Nat:BRITISH  
Occ:MANAGER

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

Show any relevant current and previous directorships.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of any change.

| Day | Month | Year |
|-----|-------|------|
|     |       |      |

Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

### Particulars.

TIMOTHY WHITMORE NEWTON  
GUINNESS  
WIDMOOR FARM  
ELLISFIELD  
BASINGSTOKE  
HAMPSHIRE RG25 2QE

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of any change.

Date of Birth:- 20/06/47  
Nat:BRITISH  
Occ:MANAGING 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 attached list*

### Particulars.

MICHAEL STANLEY  
LANGDON  
64 RAVENS COURT GROVE  
HORNCHURCH  
ESSEX RM12 6HH

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of any change.

Date of Birth:- 15/03/56  
Nat:BRITISH  
Occ: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.

Day Month Year

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

Date of any change.

### Particulars.

DAVID LYON  
LIDDELL  
ORCHARD HOUSE  
CHURCH ROAD BARCOMBE  
LEWES  
EAST SUSSEX BN8 5TW

Date of Birth:- 28/12/59  
Nat:BRITISH  
Occ:ACCOUNTANT

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 attached list*

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

Particulars.

PHILIP GORDON STRODE  
SAUNDERS  
18 BASKERVILLE ROAD  
LONDON  
SW18 3RW

Date of Birth:- 24/01/58  
Nat:BRITISH  
Occ:INVESTMENT MANAGER

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

Show any relevant current and previous directorships.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of any change.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of resignation.

Particulars.

NICHOLAS CHARLES MARK  
SMITH  
12 SOVEREIGN CRESCENT  
LONDON  
SE16 1XH

Date of Birth:- 29/01/61  
Nat:BRITISH  
Occ:MARKETING

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

Show any relevant current and previous directorships.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of any change.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of resignation.

Particulars.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

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

Show any relevant current and previous directorships.

Day Month Year

|     |       |      |
|-----|-------|------|
| Day | Month | Year |
|     |       |      |

Date of resignation.

**Issued Share Capital** (See note 8)

02392609

Enter details of all shares in issue at the date of this return.

Class  
(eg Ordinary/  
Preference etc.)

Number of  
shares issued

Aggregate  
nominal value

(ie Number of shares  
issued multiplied by  
nominal value per share)

|        |         |          |
|--------|---------|----------|
| Ord    | 475,000 | £475,000 |
|        |         |          |
|        |         |          |
| Totals | 475,000 | £475,000 |

**List of past and present members**

(See note 9)

(Use attached schedule where appropriate)

Please mark the  
appropriate box.

A full list is required if one was not included with either of the last two returns.

There were no changes in the period



The last full members list was at 01/09/98

|                                    | on paper                 | not on paper             |
|------------------------------------|--------------------------|--------------------------|
| A list of changes is enclosed      | <input type="checkbox"/> | <input type="checkbox"/> |
| A full list of members is enclosed | <input type="checkbox"/> | <input type="checkbox"/> |

**Elective resolutions** (See note 10)

(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**.

Signed

Secretary/Director \*

\*(delete as appropriate)

Date

1-9-99

This return includes 1 continuation sheets.

(enter number)

Please ensure that you have completed  
all sections on this page.

To whom should Companies House direct any enquiries  
about the information shown in this return?

Postcode

Telephone

Ext

**TIMOTHY WHITMORE NEWTON GUINNESS****CURRENT DIRECTORSHIPS**

|  | <b>DATE</b> |
|--|-------------|
| Investec Guinness Flight Limited                           | 20/02/87    |
| Investec Guinness Flight Management Limited                | 28/11/91    |
| Investec Guinness Flight Global Asset Management Ltd       | 27/04/92    |
| Investec Guinness Flight Investment Management Ltd         | 22/07/97    |
| Investec Guinness Flight Investment Trust Managers Limited | 27/04/92    |
| Investec Guinness Flight Fund Managers Limited             | 29/03/90    |
| Guinness Flight Global Advisers Limited                    | 02/09/97    |
| Guinness Mahon International Investment Management Limited | 27/04/92    |
| Guinness Mahon Unit Trust Managers Limited                 | 27/04/92    |
| Guinness Flight Hambro Global Fund Managers Ltd.           | 18/07/97    |
| Temple Bar Properties Limited                              | 05/04/94    |
| Temple Bar Securities Limited                              | 05/04/94    |
| Guinness Flight Extra Income Trust PLC                     | 19/09/95    |
| GFEIT Securities Limited                                   | 30/10/95    |
| The Grocers' Trust Company Limited                         | 11/10/94    |
| Grocers' Hall Limited                                      | 01/10/96    |
| The Grocers' Investment Company Limited                    | 01/10/96    |
| Finistere Life Assurance Company Limited (Guernsey)        | 26/11/90    |
| Guinness Flight Trustees S.a.r.l. (Guernsey)               | 30/06/87    |
| Investec Guinness Flight Asia Limited (Cayman Islands)     | 18/04/94    |

**TIMOTHY WHITMORE NEWTON GUINNESS****CURRENT DIRECTORSHIPS****DATE**

|  |          |
|--|----------|
| Investec Guinness Flight Pacific Fund Management Limited (Hong Kong) | 18/07/97 |
| Investec Guinness Flight Fund Managers (Guernsey) Limited (Guernsey) | 11/05/87 |
| Investec Guinness Flight Overseas Holdings Limited (Guernsey)        | 09/11/94 |
| Investec Guinness Flight Fund Managers (Ireland) Limited (Ireland)   | 29/06/95 |
| Investec Guinness Flight (Botswana) Limited (South Africa)           | 01/03/99 |
| Investec Assurance Limited (South Africa)                            | 01/03/99 |
| Investec Guinness Flight (Pty) Limited (South Africa)                | 01/03/99 |
| Investec Guinness Flight (Ireland) Limited (Ireland)                 | 01/03/99 |
| Investec Guinness Flight (Namibia) Limited (South Africa)            | 01/03/99 |
| Guinness Flight Global Strategy Fund Limited (Guernsey)              | 26/11/84 |
| Guinness Flight International Accumulation Fund Limited (Guernsey)   | 26/11/84 |
| Guinness Flight Select Funds plc (Ireland)                           | 28/06/95 |
| Guinness Flight Worldwide Umbrella Fund Limited (Guernsey)           | 27/01/95 |



**TIMOTHY WHITMORE NEWTON GUINNESS****PAST DIRECTORSHIPS (LAST TEN YEARS)****DATE**  
**Appointed/Resigned**

|  |          |          |
|--|----------|----------|
| Investec Guinness Flight Portfolio Management Limited                          | 05/08/87 | 18/07/97 |
| Calder and Company S.a.r.l. (Alderney)   | 16.10.90 | 20.06.96 |
| Guinness Flight Paterson Limited   | 08.04.94 | 29.06.94 |
| Fitpass Limited (dissolved)  | 15.09.89 | 24.03.92 |
| Guinness Flight Madras Indian Equity Fund Limited (Mauritius)                  | 29.06.95 | 06.12.96 |
| Guinness Flight Personal Portfolio Management (Guernsey) Limited<br>(Guernsey) | 09.09.87 | 04.12.90 |
| Rotina International Investment Fund Limited (Guernsey) (Liquidated)           | 12.04.89 | 18.04.94 |
| Zainy Guinness Investment Management Limited (Guernsey) (Liquidated)           | 12.04.89 | 18.04.95 |
| London and South American Investment Trust Ltd (dissolved)                     | 30.10.95 | 12.1.99  |

J/wp/MS/ D'ships  
12.7.99

**DAVID LIDDELL**  
**CURRENT UK DIRECTORSHIPS**

|  | Date Appointed |
|--|----------------|
| Guinness Flight Venture Capital Trust PLC                  | 12.2.96        |
| Temple Bar Properties Limited                              | 5.4.94.        |
| Temple Bar Securities Limited                              | 5.4.94.        |
| Investec Guinness Flight Management Limited                | 28.11.91.      |
| Investec Guinness Flight Limited                           | 1.1.92.        |
| Guinness Flight Investment Management Limited              | 27.4.92.       |
| Investec Guinness Flight Investment Trust Managers Limited | 27.4.92.       |
| Guinness Flight PEP Nominees Limited                       | 30.6.94.       |
| Investec Guinness Flight Fund Managers Limited             | 29.11.91.      |
| Guinness Mahon International Investment Management Limited | 27.4.92.       |
| Guinness Mahon Unit Trust Managers Limited                 | 18.6.92.       |
| Guinness Mahon Properties Limited                          | 1.7.96.        |
| Investec Guinness Flight Investment Management Limited     | 22.7.97.       |
| Guinness Flight Hambro Global Fund Managers Limited        | 18.7.97.       |
| Investec Guinness Flight Portfolio Management Limited      | 18.7.97.       |
| Guinness Flight Global Advisers Limited                    | 2.9.97.        |
| Investec Guinness Flight Fund Managers (Guernsey) Ltd      | 22.8.91        |

**PAST DIRECTORSHIPS (LAST FIVE YEARS) DATE**

|                                  | Appointed/Resigned |         |
|----------------------------------|--------------------|---------|
| Guinness Flight Paterson Limited | 25.3.94.           | 29.6.94 |

2.3.99