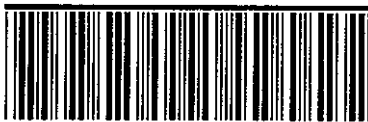




C O M P A N I E S H O U S E

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



A26 *AK3YENKG* 458
COMPANIES HOUSE 26/07/96

This form should be completed in black.

The information printed below is taken from Companies House records as at 10/07/96

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
31	07	96

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
19	07	96

Day	Month	Year

Registered Office *(See note 3)*

This is the address registered by Companies House.

ELGIN HOUSE
ST GEORGE'S AVENUE
WEYBRIDGE
SURREY KT13 OBX

Principal business activities *(See note 4)*

Please enter trade classification(s)

9	5	0	0
---	---	---	---

--	--	--	--

--	--	--	--

--	--	--	--

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

363s

Annual Return

of company number 03085862

V

company name
FRAMLEYDOVE LIMITED

company type
PRIVATE COMPANY LIMITED BY SHARES

Handwritten notes: 00888888, 18, 363s

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.

GREGORY ANTHONY
SMITH
BSC ACA
12 LEVIGNEN CLOSE
CHURCH CROOKHAM
HAMPSHIRE GU13 0TW

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.

FRED
ISEMAN
129 EAST SIXTY NINTH STREET APT 4B
NEW YORK
NEW YORK
10021
USA

Day Month Year

--	--	--

Date of any change.

Date of Birth:- 07/09/52

Nat:USA

Occ:COMPANY 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.

GRAHAM WILLIAM
LEE
22 IVY DRIVE
LIGHTWATER
SURREY GU18 5YZ

Date of Birth:- 08/08/53
Nat:BRITISH
Occ:BANKER

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.

ERIK WILLIAM
LINNES
70 ABINGDON ROAD
LONDON
W8 6AP

Date of Birth:- 07/01/54
Nat:BRITISH
Occ:MERCHANT BANKING

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.

NATIONALITY - USA

Particulars.

SIR
JAMES
MCKINNON
CA FCMA FIMGT
HUXLEY HOUSE 28 COPSEM LANE
ESHER
SURREY KT10 9HE

Date of Birth:- 07/07/29
Nat:BRITISH
Occ:COMPANY DIRECTOR

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.

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

Directors - continued

Particulars.

MALCOLM ROBIN
OLIPHANT
45 ALWYN AVENUE
LONDON
W4 4PA

Date of Birth:- 28/11/45
Nat:BRITISH
Occ:COMPANY DIRECTOR

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.

GREGORY ANTHONY
SMITH
BSC ACA
12 LEVIGNEN CLOSE
CHURCH CROOKHAM
HAMPSHIRE GU13 0TW

Date of Birth:- 22/08/61
Nat:BRITISH
Occ:CHARTERED ACCOUNTANT

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.

JEAN
THOMPSON
LYNTONMORE RIDGWAY
PYRFORD
SURREY GU22 8PN

Date of Birth:- 27/09/57
Nat:BRITISH
Occ:PROJECT DIRECTOR

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.

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.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

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.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

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.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

03085862

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

any other

Class (eg Ordinary/ Preference etc)	Number of shares issued	Aggregate nominal value (ie Number of shares issued multiplied by nominal value per share)
"A" ordinary	200 000	2 000
"B" preferred ordinary	466 667	4 667
"B" deferred	66 666	667
Redeemable cumulative preference	9 032 666	6 774 500
Totals	9 765 999	6 781 834

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

Please mark the
appropriate box.on paper not on
paper

A full list is required.

A full list of members is enclosed

☒☐**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 £ 18.

Cheques should be made payable
to **Companies House**.Signed G. A. Smith

Secretary/Director *

*(delete as appropriate)

Date 22.7.96

and

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?

M. G. A. SMITH
ST MARTINIS COURT, 37 QUEENS
ROAD, WEYBRIDGE
SURREY Postcode KT13 9TU

01932
 Telephone 823811 Ext —

FRAMLEYDOVE LIMITED
COMPANY NUMBER 03085862

MEMBER		NUMBER OF SHARES CURRENTLY HELD					SHARES TRANSFERRED SINCE INCORPORATION				
Name	Address	A ordinary	B preferred ordinary	B deferred	Redeemable cumulative preference	A ordinary	B preferred ordinary	B deferred	Redeemable cumulative preference	Date of registration of transfer	
Legibus Secretaries Limited	200 Aldersgate Street, London EC1A 4JJ					(1)				14-Sep-95	
Legibus Nominees Limited	200 Aldersgate Street, London EC1A 4JJ					(1)				14-Sep-95	
Malcolm Robin Oliphant	45 Alwyn Avenue, London W4 4PA	60,000				1				14-Sep-95	
Gregory Anthony Smith	12 Levisnen Close, Church Crookham Hampshire GU13 0TW	25,000				1				14-Sep-95	
Jean Thompson	Lynnmere, Ridgway, Pyrford, Surrey GU22 8PN	30,000									
Glenn Harvey	14 Longland Avenue, Storrington, West Sussex RH20 4HY	10,000									
Hannah Joyce	9 Brantwood Drive, West Byfleet, Surrey KT14 6BY	10,000									
Tony Wallers	6 Collingwood Close, East Grinstead, West Sussex R19 4BQ	10,000									
William Carter	3 Cricket Lea, Lindford, Bordon, Hampshire GU35 0PY	3,334									
Graham Elmer	The Stable, Mill House, Great Chesterford, Essex CB10 1NS	3,334									
Arnie Fenn	Badgers, Nyeimber Copse, West Chillington, W Sussex RH20 2NE	3,334									
Jane Goodman	The Lodge, Wey Manor Road, New Haw, Surrey, KT15 3JJ	3,334									
David Littleford	12 Borelli Mews, Farnham, Surrey GU9 7YZ	3,334									
Malcolm Neale	62 Nightingale Crescent, West Horsley, Surrey KT24 6PD	3,334									
Sarah Pullen	46 Bruce Avenue, Shepperton, Middlesex TW17 9DW	3,334									
Nigel Walter	115 High Street, Horsell, Woking, Surrey GU21 4SY					(3,334)				09-Jul-96	
David Wilde	35 Shackleford Road, Old Woking, Surrey GU22 8DE	3,334									
Shelfco (No 1071) Limited	Elgin House, St George's Avenue, Weybridge, Surrey KT13 0BW	21,660				(3,334)					
Hambro European Ventures II (Central Pool) Limited Partnership	41 Tower Hill, London EC3N 4HA		159,628	22,804	3,089,695		(30,702) (1,004)	(4,386) (144)	(594,254) (19,443)	29-Nov-95 09-Jul-96	
Hambros Unquoted Growth Fund Limited Partnerships	41 Tower Hill, London EC3N 4HA		6,352	907	122,956		(34)	(5)	(649)	09-Jul-96	
Caxton-Iseman (Glass) Limited Partnership	667 Madison Avenue, New York, NY 10021, USA		194,238	27,748	3,759,616		(1,025)	(146)	(19,842)	09-Jul-96	
Kleinwort Benson European Mezzanine Fund II Limited Partnership	20 Fenchurch Street, London EC3P 3DB		73,297	10,471	1,418,723		(387)	(55)	(7,488)	09-Jul-96	
The Malta Development Fund	41 Tower Hill, London EC3N 4HA		30,702	4,386	594,254		30,702	4,386	594,254	29-Nov-95	
Sir James McKinnon	Huxley House, 28 Copsem Lane, Esher, Surrey KT10 9HE	3,334	2,450	350	47,422	3,334	2,450	350	47,422	09-Jul-96	
Christopher Parkinson	51 Drummond Road, Guildford, Surrey GU1 4NX	3,334				3,334				09-Jul-96	
		200,000	466,667	66,666	9,032,666	0	0	0	0		