

COMPANIES FORM No. 363

Annual return of a company

Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this form

Please do not this margin

Please complete legibly, preferably in black type, or bold block lettering

- ' insert full name of company
- † if the company has a share capital, this date must be the 14th day after the annual general meeting

| To the Registrar of Companies | For official use | Company number |
|-------------------------------|------------------|----------------|
| (Address overleaf - Note 13) | | 111246 |

Annual return of (note 1)

HAMILTON BROTHERS (U.K.) LIMITED

The information in this return is as at

†.(The date of this return note 1) 31 DECEMBER 19 89

Address of registered office of the company

34 COMMERCIAL ROAD, BUCKIE Postcode AB5 1UP

Total amount of indebtedness of the company in respect of mortgages and charges (note 2).

618773

If different from the registered office, state address where the register of members or any register of debenture holders or any duplicate or part of any register of debentures is kept or may be inspected.

Register of members Register of debenture holders

Particulars of the secretary

Name (notes 3 and 4) MISS NINETTE SMITH-SWANSON Previous name(s)(note 3) Address (notes 4 and 5) KEDRON, MARCHMONT CRESCENT, BUCKIE

‡ only pages 1 and 2 need be completed in the case of a company without

share capital

§ enter number of continuation sheets We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus§ __1

Postcode continuation shee 2 \Box

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Secretary Director, and

Presentor's name address and reference (if any):





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Page 1

| Particulars of the director(s) of the company (notes 6 and 7) | |
|---|--------------------------------------|
| Name (note 3) WILLIAM HAMILTON | Business Occupation COMPANY DIRECTOR |
| Previous name(s)(note 3) | Nationality |
| Address(note 5) BRAEMORAY, CLIFF TERRACE, | BRITISH |
| BUCKIE. | Date of birth(note 9) |
| Postcode | |

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Please complete legibly, prefevably in black type, or bold blocklettering

 delete if inappropriate.
 Enter particulars of other directorships held or previously held.
 If this space is insufficient use a continuation sheet

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Other relevant past or present directorships* (note 8)

Name(note 3) STEWART HAMILTON COMPANY DIRECTOR

Previous name(s)(note 3) Nationality

Address(note 5) CRAIGARD, EAST CHURCH STREET, BRITISH

BUCKIE Po: 3

Other relevant past or present directorsh 8)

| Name(note 3) JOHN MCKENZIE HA | AMILTON | r isiness Occupation | |
|---------------------------------------|---------------------|-----------------------|--|
| | | COMPANY DIRECTOR | |
| Previous name(s)(note 3) | | Nationality BRITISH | |
| Address(note 5) LENNOX BRAE, ORI | DIQUISH, FOCHABERS, | | |
| MORAY. | | Date of birth(note 9) | |
| | Postcode | | |
| Other relevant past or present direct | torships* (note 8) | | |

| Name(note 3) NEIL STEWART HAMILTON | Business Occupation COMPANY DIRECTOR |
|--|--------------------------------------|
| Previous name(s)(note 3) | Nationality BRITISH |
| Address(note 5) CRAIGMHOR, HIGHFIELD ROAD, | |
| BUCKIE | Date of birth(note 9) |
| Postcode | |
| Other relevant past or present directorships* (note 8) | |

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| Summary of share capital and debentures | | | | | | | Please do not write in this margin |
|---|-----|------------------|----------|--------------------|--------------|--|---------------------------------------|
| Nominal share capita | 1 | £ 750,000 | | | | | uns margin |
| | | Number of shares | Class | Ŋ | lomir eac | nal value of th share | _ |
| divided into:- | 1 | 300,000 | OR | DINARY | £ | 1 | Please complete |
| | 2 | 450,000 | | DEEMABLE FERRED | £ | 1 | legibly, preferably in black type, or |
| | 3 | | استنادان | | £ | ere de la companya d | bold block lettering |
| Issued share capital and debentu | res | | | Number | (| Class | =0 |
| 1.Number of shares of each class taken up to the date of this return. | | | 1 | 100,000 | | ORDINARY | 4 |
| | | | 2 | 398,624 | | RED. DEF. | |
| | | | 3 | | _ | | - |
| 2.Number of shares of each class issued subject to payment wholly in cash | | | 1 | | _ | | 1 |
| • | | | 2 | | | · | Ì |
| 2 Nimber of shares of each slave in the first transfer | | | 3 | | | | _1 |
| Number of shares of each class issued as fully paid up for aconsideration other than cash | | | 1 | 100,000 | _ | ORDINARY | 1 |
| | | | 2 | 398,624 | | RED. DEF. | j |
| | | | 3 | | _ | | j |
| | | Amount per share | | | | | |
| 4.Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up | 1 | £ | | | | | ļ |
| is so paid up | 2 | £ | | | - | | - |
| 5.Number of shares (if any) of each class issued at a discount | 3 | £ | - | | _ | · | 4 |
| 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2 | | | 1 | <u> </u> | - | | - |
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| Continued on page 4 | | | 3 | | | | j |
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| Folio in register ledger containing particulars | Names and Addresses | |
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| | WILLIAM HAMILTON, BRAEMORAY, CLIFF TERRACE, BUCKIE | |
| | STEWART HAMILTON, GRAIGARD, EAST CHURCH STREET, BUCKIE | _ |
| | JOHN MCKENZIE HAMILTON, LENNOX BRAE, ORDIQUISH, FOCHABERS, MORAY | |
| | NEIL STEWART HAMILTON, CRAIGMHOR, HIGHFIELD ROAD, BUCKIE | |
| | GORDON ALEXANDER EDGAR, KINKELL, HIGHFIELD ROAD, BUCKIE | |
| | WILLIAM HAMILTON, BRAEMORAY, CLIFF TERRACE, BUCKIE | |
| | STEWART HAMILTON, CRAIGARD, EAST CHURCH STREET, BUCKIE | |
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Summary of share capital and debentures continued Number Class Amount 6 Amount of discount on the issue of shares which has not been written off at the date of this return 7 Amount per share called up on number of shares of each class £ £ 8 Total amount of calls received (note 10) £ black type, or bold block lettering 9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash £ £ 10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash £ £ £ 11 Total amount of calls unpaid £ 12 Total amount of sums (if any) paid by way of commission in respect of any £ shares or debentures
13 Total amount of the sums (if any) allowed by way of discount for any £ debentures since the date of the last return 14 Total number of shares of each class forfeited 15 Total amount paid (if any) on shares forfeited

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AND PRESENT MEMBERS (notes 11 and 12)

16 Total amount of shares for which share warrants to bearer are outstanding

18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

17 Total amount of share warrants to bearer issued and

surrendered respectively since the date of the last return

| | | Account of Shares | · | |
|---|--|----------------------|---------------------------|---|
| Number of shares or amount of stock held by existing members at date of return | Particulars of shares return,or,in the case of the company,by (a (b) persons who have |) persons who are st | Remarks | |
| (note 11) | Number | Date of Regist | ration of transfer (b) | |
| 37,125 | 37885 | 1/7/88 | | Transferred to J.M. Hamilton & G. Edgar Transferred to N.S. |
| 14,750 | 10250 | 1/7/88 | | Transferred to N.S. Hamilton & G. Edgar |
| 37,125 | | 1/7/88 | | Transfer from W. Hamilton |
| 10,000 | | 1/7/88 | | Transfer from S. Hamilton |
| 1,000 | | 1/7/88 | | Transfer from W & S Hamilto |
| 335,616 | | | | |
| 63,008 | | | | |
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| Folio in register ledger containing Particulars | Names and addresses | |
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Notes

- 1. An annual return is required for every calendar year. If the company has a share capital the date of this return must be the 14th day after the date of the annual general meeting. If it does not have a share capital the date of this return must be a date not more than 42 days after the annual general meeting
- This section should include only indebtedness in respect of charges (whenever created) of any description set out in section 396(1) of the Companies Act 1985 (in the case of English and Weish companies) or section 410(4) of that Act (in the case of Scottish companies).
- For an individual, his present christian name(s) and surname must be given, together with any previous christian name(s) or surname(s).

"Christian name" includes a forename. In the case of a peer or person usually known by a title different from his surname, "surname" means that title. In the case of a corporation, its corporate name must be given.

A previous christian name or surname need not be given if:—

- (a) in the case of a married woman, it was a name by which she was known before her marriage; or
- (b) it was changed or ceased to be used at least 20 years ago, or before the person who previously used it reached the age of 18; or
- (c) in the case of a peer or a person usually known by a British title different from his surname, it was a name by which he was known before he adopted the title or succeeded to it

4. Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.

Where the secretary or one of the joint secretaries is a Scottish firm, give only the firm name and its principal office.

- Usual residential address must be given. In the case of a corporation, give the registered or principal office.
- Director includes any person who occupies the position of a director, by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.
- If the space provided for listing directors is inadequate, a prescribed continuation sheet must be used.
- The names must be given of all bodies corporate incorporated in Great Britain of which the director is also a director, or has been a director at any time during the preceding five years.

However a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:—

- (a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such).
- (b) a body corporate of which the company making the return was a wholly-owned subsidiary;

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AND PRESENT MEMBERS Continued (notes 11 and 12)

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|--|---|--|---------------------------|--|----------|
| amount of stock held by existing members at date of return | Particulars of shares tra return, or, in the case o of the company, by (a) (b) persons who have of | f the first return, of persons who are st | Remarks | | |
| (note 11) | Number | Date of Registr (a) | ration of transfer (b) | | |
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(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly owned subsidiary.

- 9. Dates of birth need only be given if the company making the return is:-

 - (a) a public company;(b) the subsidiary of a public company; or(c) the subsidiary of a public company registered
 - in Northern Ireland
- 10. Include payments on application and allotment, and any sums received or shares forfeited.
- 11. Show all the persons currently holding shares or stock in the company at the date of the return, giving their names and addresses, the number of shares or amount of stock held, and details of all transfers since the last return or, if this is the first annual return of the company, all transfers since the company was incorporated. If more than one class of share is held please add more columns as appropriate.

Additionally, show all persons and their relevant details if they have ceased to be members since the last return was made, or if this is the first return, since the company was incorporated.

If the list of members is not in alphabetical order, an index which will enable any member to be readily located within the list must be attached to this return. If the space provided for listing members is inadequate, a prescribed continuation sheet is available.

If full details have been given on the return for either of the last two years, a company may, if it so wishes, only include in this section details relating to persons who since the date of the last return:

(a) have become members;
(b) have ceased to be members; or
(c) are existing members whose holdings of stock or shares have charged.

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or shares have changed.

If full details have been given on the return for either of the last two years and there have been no changes please state "No Change".

- 12. For consistency, it is suggested that particulars should be placed opposite the name of the transferor and not opposite that of the transferee, but the name of the transferee may be inserted in the remarks column opposite the particulars of each transfer.
- The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies Companies House Crown Way Maindy Cardiff CF4 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies Companies Registration Office 102 George Street Edinburgh EH2 3DJ

Please do not write in this margin **COMPANIES FORM No. 363 (Cont.)**

Annual return of a company (continuation)

Please complete legibly, preferably in black type, or bold block lettering Continuation sheet No 1 to Form No. 363

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Company number

111246

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| - | Insert | tull | name |
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| Name of company |
|------------------------------------|
| * HAMILTON BROTHERS (U.K.) LIMITED |
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Particulars of the directors of the company continued (notes 6 and 7)

| Name (note 3) GORDON ALEXANDER EDGAR | | Business Occupation |
|--------------------------------------|----------------------------|------------------------|
| | | SURVEYOR |
| Previous name(s) (note 3) | | Nationality |
| Address (note 5) KINKELL, | HIGHFIELD ROAD, | |
| BUCKIE | | Date of birth (note 9) |
| | Postcode | |
| Other relevant past or prese | nt directorships* (note 8) | |

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 Enter particulors of other directorships held or previously held.
 If this space is insufficient continue on back page

| Name (note 3) | | Business Occupation |
|------------------------------|----------------------------|------------------------|
| Previous name(s) (note 3) | | Nationality |
| Address (note 5) | | |
| | | Date of birth (note 9) |
| | Postcode | |
| Other relevant past or prese | nt directorships* (note 8) | |

| Name (note 3) | Business Occupation |
|--|------------------------|
| Previous name(s) (note 3) | Nationality |
| Address (note 5) | |
| | Date of birth (note 9) |
| Postcode | |
| Other relevant past or present directorships* (note 8) | |

Page 1

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AND PRESENT MEMBERS Continued (notes 11 and 12)

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| | Δ | ccount of Share | S | | |
|--|---|-----------------|---------|---|------|
| Number of shares or amount of stock held by existing members at date of return Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (5) persons who have ceased to be members (note 12) | | | Remarks | | |
| (note 11) | Number Date of Registration of transfer (a) (b) | | - | | |
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| Particulars of other director | rships held or previously held specifying the director in question | Please do not write in |
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