



BANK OF AMERICA
£735K49
001160
363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP055

Company Number | 291848

Company Name in full | Grand Metropolitan Public Limited Company

Date of this return

The information in this return is made up to

Day Month Year
| 0 | 2 | | 0 | 3 | | 2 | 0 | 0 | 2 |

Date of next return

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
| | | | | | | | | |

Registered Office

Show here the address at the date of this return.

| 8 Henrietta Place

Any change of registered office must be notified on form 287.

Post town |
County / Region | London
UK Postcode | W1G ONB

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

| 7415 |

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

| Holding company |



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**

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

Details of a new company secretary must be notified on form 288a.

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Mr _____

Forename(s)

Roger Hugh _____

* Voluntary details.

Surname

Myddelton _____

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Address

21 Lawford Road _____

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town

LONDON _____

County / Region

UK Postcode

NW5 2LH _____

Country

England _____

Directors

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title | Mr

Day Month Year
Date of birth | 2 | 2 | 0 | 5 | 1 | 9 | 6 | 0

Forename(s) | Paviter Singh

Surname | Binning

Address | 408 Old Bedford Road

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town | LUTON

County / Region | Bedfordshire UK Postcode | LU2 7BP

Country | England Nationality | British

Business occupation | Company Director

* Voluntary details.

Name * Style / Title | Mr

Day Month Year
Date of birth | 2 | 3 | 1 | 0 | 1 | 9 | 6 | 1

Forename(s) | Robert, Joseph

Surname | Moore

Address | 11 Gayton Road

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Hampstead

Post town | London

County / Region | UK Postcode | NW3

Country | Nationality | American

Business occupation | Treasurer

Issued share capital

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

Class
(e.g. Ordinary/Preference)

Number of shares issued

Aggregate Nominal Value

(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)

Ordinary shares of 25p	2,759,144,946	STG£689,786,236.500
Totals	2,759,144,946	STG£689,786,236.500

List of past and present shareholders

(Use attached schedule where appropriate)

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

There were no changes in the period

on paper in another format

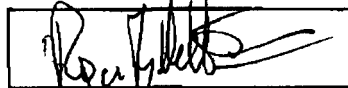
A list of changes is enclosed

A full list of shareholders is enclosed

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

22/3/02

↑ Please delete as appropriate.

↑ a director / secretary

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 continuation sheets.
(enter number)

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

Pam Rodgers, Company Secretarial Administrator, Diageo plc, 8

Henrietta Place, London, W1G 0NB

Tel 020 7927 5276

DX number _____ DX exchange _____

Directors (Continued)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title | Mr

Date of birth Day Month Year
| 0 | 5 | 1 | 0 | 1 | 9 | 5 | 7

Forename(s) | Nicholas Charles

Surname | Rose

Address

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town

County / Region

UK Postcode | TN15

Country

Nationality | British

Business occupation | Finance Director

* Voluntary details.

Name * Style / Title | Mr

Date of birth Day Month Year
| 0 | 1 | 0 | 5 | 1 | 9 | 5 | 5

Forename(s) | Paul Steven

Surname | Walsh

Address

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

| Ashfold Grange

| Horsham Road

Post town | Handcross

County / Region

| West Sussex

UK Postcode | RH17 6DT

Country

Nationality | British

Business occupation | Company Director

Directors (Continued)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order.

Name * Style / Title Mr.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day	Month	Year
1	6	07
1	9	58

Forename(s) Joel

Surname Walters

Address 22 REDWOOD DRIVE

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town SUNNINGDALE

County / Region BERKSHIRE UK Postcode SL5 0L5

Country England Nationality American

Business occupation Director

* Voluntary details.

Name * Style / Title _____

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day	Month	Year

Forename(s) _____

Surname _____

Address _____

Usual residential address must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Post town _____

County / Region _____ UK Postcode _____

Country _____ Nationality _____

Business occupation _____

List of past and present shareholders Schedule to form 363a

CHFP055

Company Number 291848

Company Name in full Grand Metropolitan Public Limited Company

- > Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order or provide an index
- > List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i>	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Diageo plc <hr/> Address 8 Henrietta Place, London. <hr/> UK Postcode <u>W1G 0NB</u>	Ordinary shares of 25p 2,759,144,945		
Name Mr Roger Hugh Myddelton <hr/> Address 21 Lawford Road, LONDON, England. <hr/> UK Postcode <u>NW5 2LH</u>	Ordinary shares of 25p 1		
Name <hr/> Address <hr/> UK Postcode <u> </u>			