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615

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

BULK LIST

Company Number

3543

Company Name in full

Vickers Public Limited Company



* F 3 6 3 A C 4 0 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

01 05 1998

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

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Registered Office (See note 3)

Show here the address at the date of this return.

Vickers House

Millbank Tower, Millbank

London

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

Post town

County / Region

Postcode

SW1P 4RA

Principal business activities

(See note 4)

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

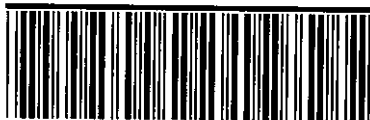
3430

3511

3550

3663

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



A17 *ATVGT6MZ* 72
COMPANIES HOUSE 30/05/98

When you have completed and signed the form please send it to the Registrar of Companies at:
Companies House, Crown Way, Cardiff, CF4 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 (See note 5)

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

Computershare Services PLC	
1st Floor, 5-10 Great Tower Street	
Post town	London
County / Region	Postcode EC3R 5ER

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.

Post town	
County / Region	Postcode

Company type (See note 7)

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

<input checked="" type="checkbox"/>
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Please mark the appropriate box

Company Secretary (See note 8)

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

Name * Style / Title

Mr

*Honours etc

Forename(s)

Philip John

Surname

Clarke

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

51a Mount Harry Road

Post town

Sevenoaks

County / Region

Kent

Postcode

TN13 3JN

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

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Country

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

Mr		*Honours etc	
Philip John			
Clarke			
51a Mount Harry Road			
Sevenoaks			
Kent		Postcode TN13 3JN	

Directors (See note 8)
Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name * Style / Title	Mr		
* Honours etc		Date of birth	Day Month Year
		17	03 1945
Forename(s)	Paul Henri Maria		
Surname	Buysse		
Previous forename(s)			
Previous surname(s)			
Address	Peter Nuyenslaan 21		
	2970 Schildes		
Post town	Gravenwezel		
County / Region		Postcode	
Country	Belgium	Nationality	Belgium
Business occupation	Company Director		
Other directorships	See continuation sheet		
* Voluntary details			

Name * Style / Title	Sir		
* Honours etc		Date of birth	Day Month Year
		07	10 1939
Forename(s)	Colin Michael		
Surname	Chandler		
Previous forename(s)			
Previous surname(s)			
Address	Foxhill, Farnham Road		
	Elstead		
Post town	Godalming		
County / Region	Surrey	Postcode	GU8 6LE
Country		Nationality	British
Business occupation	Chief Executive		
Other directorships	See continuation sheet		

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

Issued share capital (See note 9)
Enter details of all the shares in issue at the date of this return.

Class <i>e.g. Ordinary/ Preference</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share)</i>
Ordinary	341050557	£170525279
5% Preference stock (now 3.5% +tax)	750000	£750000
Preferred 5% stock (now 3.5%+tax)	750000	£750000
Cumulative Preference Stock	6863807	£6863807
Totals	349414364	£178889086

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 returns.

(See note 10)

There were no changes in the period

on paper in another format

A list of changes is enclosed

A full list of members is enclosed

Elective resolutions

(Private companies only)

(See note 11)

If at the date of this return an election is in force to dispense with annual general meetings, mark this box

If at the date of this return an election is in force 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.

Signed

P. J. Clarke

Date

29th May 1998

† ~~XXXXXX~~ secretary

† Please delete as appropriate

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.

Richard Cordeschi,	
Vickers P.L.C., Millbank Tower,	
Millbank, London SW1P 4RA	Tel 0171 331 3917
DX number	DX exchange

Directors (continued)

Details of new directors must be notified on form 288a

Name	* Style / Title	Mr			
	* Honours etc				
		Date of birth	Day 10	Month 05	Year 1946
Forename(s)		David Anthony Dampier			
Surname		Essex			
Previous forename(s)					
Previous surname(s)					
Address		7 Crescent Road			
		Wimbledon			
<i>Usual residential address</i> must be given. In the case of a corporation, give the registered or principal office address.		Post town	London		
		County / Region	Postcode	SW20 8EY	
		Country	Nationality	British	
Business occupation		Finance Director			
Other directorships		Vickers Group plc			
* Voluntary details					

Name	* Style / Title	Lord			
	* Honours etc	GCMG			
		Date of birth	Day 16	Month 08	Year 1934
Forename(s)		David Howe			
Surname		Gillmore			
Previous forename(s)					
Previous surname(s)					
Address		19 Ashlone Road			
<i>Usual residential address</i> must be given. In the case of a corporation, give the registered or principal office address.		Post town	London		
		County / Region	Postcode	SW15 1LS	
		Country	Nationality	British	
Business occupation		Director			
Other directorships		See continuation sheet			

Directors (continued)

Details of new directors must be notified on form 288a

Name	* Style / Title	Mr		
	* Honours etc			
	Date of birth	Day	Month	Year
		21	07	1942
	Forename(s)	Jeffrey William		
	Surname	Herbert		
	Previous forename(s)			
	Previous surname(s)			
Address	Baytrees, Long Road West			
	Dedham			
	Post town	Colchester		
	County / Region	Essex	Postcode	CO7 6EL
	Country		Nationality	British
Business occupation	Company Director			
Other directorships	See continuation sheet			
* Voluntary details				

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

		Mr		
	* Honours etc			
	Date of birth	Day	Month	Year
		28	12	1940
	Forename(s)	Sipko		
	Surname	Huismans		
	Previous forename(s)			
	Previous surname(s)			
Address	Latchmoor House			
	Post town	Brockenhurst		
	County / Region	Hampshire	Postcode	SO42 7UE
	Country		Nationality	Dutch
Business occupation	Company Director			
Other directorships	See continuation sheet			

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

Directors (See notes 1-5)

Please list directors in alphabetical order

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

Name * Style / Title	Mr		
* Honours etc	CBE	Date of birth	Day Month Year 30 01 1935
Forename(s)	Martin Gibbeson		
Surname	Taylor		
Previous forename(s)			
Previous surname			
Address	28 Ormond Avenue		
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.			
Post town	Hampton		
County / Region	Middlesex	Postcode	TW12 2RU
Country			
Nationality	British		
Business occupation	Company Director		
Other directorships	See continuation sheet		

Directors (See notes 1-5)

Please list directors in alphabetical order

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

Name * Style / Title	Mr		
* Honours etc		Date of birth	Day Month Year 06 07 52
Forename(s)	Andrew Lloyd		
Surname	John		
Previous forename(s)			
Previous surname(s)			
Address	Garden Cottage		
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Common Road		
Post town	Studham		
County / Region	Bedfordshire	Postcode	LU6 2NQ
Country			
Nationality	British		
Business occupation	Company Director		
Other directorships	Vickers Group plc, Rallyswift Limited		
	The Understanding Industry Trust Company		

Continuation sheet

Page No. (Company No.)

Other Directorships

Continuation sheet number: 1

Company**Company Number**

Vickers Public Limited Company

3543

Director

Mr Paul Henri Maria Buysse

B T R International Limited (Resigned on 05/01/1998)
Brook Crompton Limited (Resigned on 05/01/1998)
Brook Hansen (International) Limited (Resigned on 05/01/1998)
Brook Motors Limited (Resigned on 05/01/1998)
BTR Industries Limited (Resigned on 05/01/1998)
BTR PLC (Resigned on 05/01/1998)
Bull Electric Limited (Resigned on 05/01/1998)
Crompton Parkinson International Limited (Resigned on 05/01/1998)
Crompton Parkinson Limited (Resigned on 05/01/1998)
Crompton Parkinson Motors (Doncaster) Limited (Resigned on 05/04/1994)
Crompton Parkinson Motors Limited (Resigned on 05/01/1998)
Cucumber Limited (Resigned on 10/12/1997)
Dunlop Limited
Dunlop Slazenger International Limited (Resigned on 08/03/1996)
Electrodrives Limited (Resigned on 05/01/1998)
Hansen Transmissions International Limited (Resigned on 05/01/1998)
Hawker Siddley Industries Limited (Resigned on 05/01/1998)
Newman Electric Motors (Exports) Limited (Resigned on 05/01/1998)
Peradin Limited (Resigned on 04/08/1993)
Siemens Automotive Systems Limited (Resigned on 15/06/1994)
Sorbo Twenty-Two Limited (Resigned on 05/01/1998)
Torin Limited (Resigned on 05/04/1994)
Vickers Group plc

Other Directorships

Continuation sheet number: 2

Company**Company Number**

Vickers Public Limited Company

3543

Director

Sir Colin Michael Chandler

Chairman of Healthcare Sector Group within the DTI (Non-Statutory)
Guardian Royal Exchange plc
Siemens Plessey Electronic Systems Limited (Resigned on 30/09/1995)
TI Group plc
TI Group Trustees Limited
Vickers Group plc

Other Directorships

Continuation sheet number: 3

Company**Company Number**

Vickers Public Limited Company

3543

Director

Lord David Howe Gillmore GCMG

Antiquesnet Limited

Arts Recording and Three-Dimensional Information System Technology Limited

Ditchley Foundation (The)

The London & Provincial Antique Dealers Association (Non-Statutory)

The Prudential Corporation PLC

Vickers Group plc

Other Directorships

Continuation sheet number: 4

Company**Company Number**

Vickers Public Limited Company

3543

Director

Mr Jeffrey William Herbert

Anderson Group PLC
British South Africa Company (The)
Cape PLC (Resigned on 18/07/1996)
Cecil Holdings Limited
Central Mining Finance Limited
Charter Central Services Limited
Charter Consolidated Investments Limited
Charter Consolidated P. L. C.
Charter Overseas Holdings Limited
Charter Public Limited Company
Exelvia Fund Management Limited
Exelvia Properties Limited
Hargreaves Quarries Limited (Resigned on 30/06/1995)
Hobart Holdings Aktiebolag
Hobart Overseas Holdings
Howden Group Limited
M & G Recovery Investment Trust P. L. C.
Mining Machinery Limited (Resigned on 08/03/1995)
Pandrol International Limited (Resigned on 12/07/1996)
Vickers Group plc

Other Directorships*Continuation sheet number: 5***Company****Company Number**

Vickers Public Limited Company

3543

Director

Mr Sipko Huismans

Courtaulds Industries (Australia) Limited
COURTAULDS, PLC (Resigned on 16/07/1996)
Imperial Tobacco Group PLC
Tahoe Charters Limited
Vickers Group plc

Other Directorships

Continuation sheet number: 6

Company

Vickers Public Limited Company

Company Number

3543

Director

Mr Martin Gibbeson Taylor CBE

Ardensa Inc (Resigned on 13/06/1995)
Ardensa Investments Inc (Resigned on 13/06/1995)
British Agricultural Services Limited (Resigned on 24/09/1993)
Charter PLC
Cheval Securities Limited (Resigned on 24/09/1993)
Floweradore Ltd (Resigned on 31/05/1995)
Hanson Finance PLC (Resigned on 24/09/1993)
Hanson Holdings Limited (Resigned on 07/02/1995)
Hanson Overseas Limited (Resigned on 24/09/1993)
Hanson P. L. C. (Resigned on 30/09/1995)
Hanson Pension Trustees Limited
HB Acquisitions PLC (Resigned on 24/09/1993)
Imperial Group Pension Investments Limited (Resigned on 01/08/1996)
Imperial Group Pension Trust Limited (Resigned on 01/08/1996)
Imperial Investments Limited
Imperial Tobacco Pension Trustees Limited (Resigned on 01/08/1996)
Jacuzzi Finance Limited (Resigned on 24/09/1993)
Jacuzzi Investments Limited (Resigned on 24/09/1993)
Mall School Trust (Non-Statutory)
MCC Finance Sub Committee (Non-statutory)
Millenium Chemicals Inc
National Westminster Bank p. l. c.
National Westminster Life Assurance Limited
Tillotson Commercial Motors Limited (Resigned on 24/09/1993)
Tillotson Commercial Vehicles Limited (Resigned on 24/09/1993)
USI Holdings Inc (Resigned on 31/05/1995)
USI Overseas Holdings Limited (Resigned on 31/05/1995)
Vickers Group plc

Vickers P.L.C. - Subsidiary and Associate Companies

Company Name	Trading Status	Country of Registration*1	% Holding *2
Aquamaster (Propulsion) Limited			
Aquamaster-Rauma Inc		USA	
Aquamaster-Rauma Property Company (The)		Finland	
Bentley Motors Inc	Dormant	New York, USA	
Bentley Motors Limited			
Brown Brothers & Company Ltd		Scotland	
Brown Brothers USA Inc		USA	
Cantieri Riva Inc	Dormant	USA	
Cantieri Riva S.p.A.		Italy	
Cardiff Holdings Ltd			
Certified Alloy Products, Inc		USA	
Cooke, Troughton & Simms Ltd	Dormant		
Cosworth Castings Limited	Dormant		
Cosworth Casting Processes Limited	Dormant		
Cosworth Engineering Inc		USA	
Cosworth Engineering Ltd	Dormant		
Cosworth Racing Inc		USA	
Distributions Innovations Inc	Dormant	USA	
FF- Fastighet AB		Finland	
FF-Jet Ltd AB		Finland	
Flying Lady Designs Ltd	Dormant		
Flying Lady Insurance Services Ltd			
Flying Lady Mascots Ltd	Dormant		
H.J. Mulliner Park Ward Ltd	Dormant		
H.J. Mulliner & Co Ltd	Dormant		
Intelligent Controls Ltd	Dormant		
James Young Limited	Dormant		

Company Name	Trading Status	Country of Registration*1	% Holding *2
Jered Brown Brothers, Inc		USA	
John Hastie of Greenock (Holdings) Ltd	Dormant		
John Hastie of Greenock Ltd	Dormant		
Kamewa A.B.		Sweden	
Kamewa Asia Ltd	In Liquidation	Hong Kong	
Kamewa Australia Pty Ltd		Australia	
Kamewa Belgie N.V.	In Liquidation	Belgium	
Kamewa Benelux B.V.		Holland	
Kamewa Canada Inc		Canada	
Kamewa Denmark A/S		Denmark	
Kamewa Deutschland GmbH		Germany	
Kamewa Do Brasil Equipamentos Maritimos Limitada		Brazil	
Kamewa Far East Ltd		Singapore	
Kamewa Finland OY (Limited)		Finland	
Kamewa Holding A.B.		Sweden	
Kamewa Hong Kong Limited		Hong Kong	
Kamewa Italia S.r.L		Italy	
Kamewa Korea Limited			
Kamewa S. A. R. L.		France	
Kamewa Singapore Pte Limited		Singapore	
Kamewa UK Limited			
Kamewa America Inc		USA	
Langdon Precision Engineers Ltd	Dormant		
Medico Teknik i Göteborg AB		Sweden	
Medico (Woking) Ltd	Dormant		
Michell Bearings Ltd	Dormant		
Michell Bearings (India) Ptv Ltd		India	51.49%
Millbank Development Services Ltd	Dormant		
Millbank Offshore Exploration Services (1981) Ltd	Dormant		

Company Name	Trading Status	Country of Registration*1	% Holding *2
Miller Hydro Company [Inc]	Dormant	USA	
Narcomed, S.A.	In Liquidation	Mexico	40%
Oxygenaire Ltd	Dormant		
Oyster Lane Properties (Holdings) Ltd	Dormant		50%
Oyster Lane Properties Ltd	Dormant		50%
Park Ward & Co Ltd	Dormant		
Park Ward Motors Inc		USA	
Pyms Lane Properties Limited			
Rallyswift Limited	Dormant		
Rasma Vickers Sdn. Bhd.		Malaysia	
Reppilf Limited		Eire	
Rolls-Royce Motors Cars (Canada) Ltd		Canada	
Rolls-Royce Motor Cars Exports Ltd			
Rolls-Royce Motor Cars Inc		USA	
Rolls-Royce Motor Cars Ltd			
Rolls-Royce Motor Cars International S.A.		Switzerland	
Rolls-Royce Motors Export Services Ltd	Dormant		
Rolls-Royce Motor Holdings Ltd			
Roneo Vickers India Ltd		India	25.36%
Ross and Catherall Ltd			
Ross Catherall Ceramics Ltd			
Ross Catherall Group PLC			
Stone Vickers Limited	Dormant		
Super Alloys of Australia Pty Ltd	Dormant	Australia	51%
Supermarine Aviation Works (Vickers) Ltd (The)	Dormant		
Swindon Trading Estates Ltd	Dormant		
Technical and Logistics Services Ltd			33.3%
Trucast, Inc		USA	
Trucast Ltd			
Vickers Armstrongs (Engineers) Ltd	Dormant		

Company Name	Trading Status	Country of Registration*1	% Holding *2
Vickers Armstrongs Ltd			
Vickers Armstrongs Pty Ltd	Dormant	Australia	
Vickers America Holdings, Inc		USA	
Vickers Automotive Products Ltd	Dormant		
Vickers Business Equipment Ltd	Dormant		
Vickers de Mexico S.A.	Dormant	Mexico	
Vickers Defense Systems, Inc		USA	
Vickers Defence Systems Ltd	Dormant		
Vickers Engineering Equipment (Overseas) Ltd	Dormant		
Vickers Engineering Ltd	Dormant		
Vickers (Finance) Ltd	Dormant		
Vickers Healthcare Equipment Ltd	Dormant		
Vickers International Contracts Ltd	Dormant		
Vickers International Ltd			
Vickers Japan K.K.		Japan	
Vickers Leasing Ltd	Dormant		
Vickma Marine and Industrial Sourcing A.B.		Sweden	
Vickers Marine Equipment Ltd	Dormant	Scotland	
Vickers Medical Ltd			
Vickers Medical Suisse S.A.	In Liquidation	Switzerland	
Vickers Neonatal Equipment Ltd	Dormant		
Vickers Neurodiagnostic Products Ltd	Dormant		
Vickers Pension Trustees Limited			
Vickers Precision Components Ltd	Dormant		
Vickers Pressings Ltd	Dormant		
Vickers Properties Ltd			
Vickers Research Ltd	Dormant		
Vickers Risk and Insurance Services Ltd			
Vickers Securities Ltd			
W. H. Howson Ltd	Dormant		

Notes:

*1 Unless otherwise indicated the country of registration is England and Wales.

*2 Unless otherwise indicated companies are wholly owned (100%).

FORM ML8

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BULK LIST OF SHAREHOLDERS OR MEMBERS

A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS ANNUAL RETURN MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER..

COMPANY NUMBER

3543