



BLUEPRINT
Company Secretary

Please complete in typescript,
or in bold black capitals.

CHFP055

B-1 America

000 879

363a

f 0046

Annual Return

Company Number 778398

Company Name in full Guinness Overseas Limited

Date of this return

The information in this return is made up to

Day	Month	Year
13	08	2001

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 0NB

Principal business activities

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

7484

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



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

Forename(s)

Sharon Maria Elizabeth

* Voluntary details.

Surname

O'Donovan

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

Address

89 Fenman Gardens

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

Goodmayes

County / Region

Essex

UK Postcode

IG3 9TP

Country

England

Directors

Please list directors in alphabetical order.

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

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
3 1 0 8 1 9 5 7

Forename(s) Stuart Robert

Surname Fletcher

Address

WOODLANDS

GRANGE GARDENS

Post town FARNHAM COMMON

County / Region BUCKS. UK Postcode SL2 3HL

Country England Nationality BRITISH

Business occupation COMPANY DIRECTOR

* Voluntary details.

Name * Style / Title

Date of birth Day Month Year
2 0 0 1 1 9 4 4

Forename(s) David Herbert Campbell

Surname Hampshire

Address

PINE COTTAGE

STOKE WOOD

Post town STOKE POGES

County / Region BUCKS UK Postcode SL2 4AU

Country England Nationality BRITISH

Business occupation COMPANY DIRECTOR

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

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

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)

Class	Number of shares issued	Aggregate Nominal Value
ORDINARY SHARES	100	STG£100.000
Totals	100	STG£100.000

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

G. M. O'Donnell

Date

13.08.01

† 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.

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
0 4 0 4 1 9 5 4

Forename(s) Raymond James

Surname Joy

Address TUDOR WOOD

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

MANOR ROAD

Post town PENN

County / Region BUCKS UK Postcode HP10 8JA

Country England Nationality BRITISH

Business occupation FINANCE 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 | 778398

Company Name in full | Guinness Overseas Limited

- > 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 Guinness Overseas Holdings Limited <hr/> Address 8 Henrietta Place, London. <hr/> UK Postcode W1G 0NB	ORDINARY SHARES 100		
Name Mr Colin Archibald Storm <hr/> Address 20 ELNATHAN MEWS, LONDON, England. <hr/> UK Postcode W9 2JE	ORDINARY SHARES 0	1	12-Apr-2001
Name <hr/> Address <hr/> UK Postcode			