

02 - 04 - 98



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363a

## Annual Return

Company Number 213393

Company Name in full Diageo Finance plc



\*F363AC50\*

## Date of this return (See note 1)

The information in this return is made up to

Day Month Year

02 03 98

## 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

02 03 99

## Registered Office (See note 3)

Show here the address at the date of this return.

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

Post town  
County / Region  
Postcode

8 Henrietta Place

LONDON

W1M 9AG

## Principal business activities

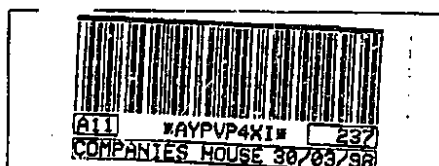
(See note 4)

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.

Investment Holding company



When you have completed and signed the form please send it to  
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.

8 Henrietta Place	
Post town	LONDON
County / Region	
	Postcode
	W1M 9AG

**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

Please mark the appropriate box

**Company Secretary** (See notes 1-5)

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

Name \* Style / Title

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

Mr	* Honours etc	FCA
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Forename(s)

Barry Edward

Surname

Wickham

\* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

7 Oates Close

Shortlands

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

Post town

BROMLEY

County / Region

Kent	Postcode	BR2 0WA
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Country

UK

**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	Day	Month	Year
		* Honours etc	MA, ACMA, MBA, ACT	Date of birth	14	01 59
	Forename(s)	Phillip Keague				
	Surname	Bentley				
	Previous forename(s)					
	Previous surname(s)					
	Address	6 Waldegrave Park				
		Strawberry Hill				
		Twickenham				
	Post town	Middlesex				
	County / Region		Postcode	TW1 4TE		
	Country	UK	Nationality	British		
	Business occupation	Treasurer				
	Other directorships	None				

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

\* Voluntary details.

	Name	* Style / Title	Sir	Day	Month	Year
		* Honours etc		Date of birth	16	07 36
	Forename(s)	George Jeffrey				
	Surname	Bull				
	Previous forename(s)	George Jeffrey				
	Previous surname(s)	Bull				
	Address	The Old Vicarage				
		Arkesden				
	Post town	SAFFRON WALDEN				
	County / Region	Essex	Postcode	CB11 4HB		
	Country	UK	Nationality	British		
	Business occupation	Chairman				
	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 notes 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>
'E' Cumulative Preference Shares of £1	2,005,000,000	£2,005,000,000.000
5% 'F' Cumulative Redeemable Preference Shares	1,000,000,000	£1,000,000,000.000
Ordinary shares of 5p each	13,100,000,000	£655,000,000.000
<b>Totals</b>	<b>16,105,000,000</b>	<b>£3,660,000,000.000</b>

**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)*

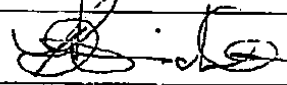
If at the date of this return an election is in force to dispense with annual general meetings, mark this box

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



Date

27/3/98

† 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

4

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.

S M Bunn  
8 Henrietta Place  
London W1M 9AG

02 - 04 - 98

**Directors** (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title	Mr	Day	Month	Year	
	* Honours etc		Date of birth	17	06	58
Forename(s)	James Nigel Day					
Surname	Glover					
Previous forename(s)						
Previous surname(s)						
Address	27 Lydon Road					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	Clapham				
	County / Region	London	Postcode	SW4 0HP		
	Country	UK	Nationality	British		
	Business occupation	Strategic Planning Director				
	Other directorships	None				

\* Voluntary details.

<b>Directors</b>	Name	* Style / Title	Mr	Day	Month	Year
	* Honours etc	M.B.A.	Date of birth	20	10	36
	Forename(s)	John Michael Joseph				
	Surname	Keenan				
	Previous forename(s)					
	Previous surname(s)					
	Address	21 Wilton Street				
		Belgravia				
	Post town	London				
	County / Region		Postcode	SW1X 7AX		
	Country	UK	Nationality	U.S.A.		
	Business occupation	Chief Executive, International distillers and Vintners Ltd				
	Other directorships	(See continuation sheet).				

02 - 04 - 98

**Directors** (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title	Mr	Day	Month	Year
	* Honours etc	Bsc	Date of birth	20	06
Forename(s)		John Brian			
Surname		McGrath			
Previous forename(s)					
Previous surname(s)					
Address		63 Walnut Court			
		St Mary's Gate			
		Marloes Road			
Post town		London			
County / Region			Postcode	W8 5UB	
Country		UK	Nationality	British	
Business occupation		Group Chief Executive			
Other directorships		(See continuation sheet). ✓			

\* Voluntary details.

Directors	Name	* Style / Title	Mr	Day	Month	Year
		* Honours etc		Date of birth	05	10
Forename(s)		Nicholas Charles				
Surname		Rose				
Previous forename(s)						
Previous surname(s)						
Address		"Blackhall Barns"				
		1 Woodland Rise				
		Sevenoaks				
Post town		Kent				
County / Region			Postcode	TN15 0HZ		
Country		England	Nationality	British		
Business occupation		Finance 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.

02 - 04 - 98

**Directors** (Continued)

Please list directors in alphabetical order.

Details of new directors must be notified on form 238a.

<b>Name</b>	* Style / Title	Mr	Day	Month	Year	
	* Honours etc		Date of birth	09	12	44
	Forename(s)	Douglas Carter				
	Surname	Stainton				
	Previous forename(s)					
	Previous surname(s)					
<b>Address</b>		Abbotswood				
		Beacon Hill				
		Wickham Bishops				
	Post town	Witham				
	County / Region	Essex	Postcode	CM8 3EA		
	Country	UK	Nationality	British		
	<b>Business occupation</b>	Director of Group Taxation				
	<b>Other directorships</b>	(See continuation sheet).				

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

\* Voluntary details.

<b>Directors</b>	<b>Name</b>	* Style / Title	Mr	Day	Month	Year	
		* Honours etc		Date of birth	01	05	55
		Forename(s)	Paul Steven				
		Surname	Walsh				
		Previous forename(s)					
		Previous surname(s)					
<b>Address</b>		1260 French Creek Drive					
		Wayzata					
	Post town	Minnesota					
	County / Region		Postcode	55391			
	Country	UK	Nationality	British			
	<b>Business occupation</b>	CEO, The Pillsbury Company					
	<b>Other directorships</b>	None					

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

02 - 04 - 98

## Form 363a continuation sheet

Company Number 213393

Company Name in full Diageo Finance plc

Current directorships for Sir George Jeffrey Bull

Advertising Association

Taurus Business Enterprises Limited

The Marketing Council

United News &amp; Media Plc

Current directorships for Mr John Michael Joseph Keenan

Cable &amp; Wireless Communications Plc

Current directorships for Mr John Brian McGrath

Boots Plc

Cookson Group plc

The Prince of Wales Business Leaders Forum

Past directorships for Mr Nicholas Charles Rose

Inntrepneur Pub Company (CH) PLC (26-Nov-1996)

Inntrepneur Pub Company (CFC) Limited (26-Nov-1996)

Inntrepneur Pub Company (GL) Limited (26-Nov-1996)

Inntrepneur Pub Company (Management) Limited (26-Nov-1996)

Inntrepneur Pub Company Limited (26-Nov-1996)

Inntrepneur Retail Limited (26-Nov-1996)

Inntrepneur SupplyLine Limited (26-Nov-1996)

Past directorships for Mr Douglas Carter Stainton

Allswell Properties Limited (19-Mar-1993)

Australasian Holdings Limited (19-Mar-1993)

Rio Tinto Finance &amp; Exploration plc (19-Mar-1993)



02 - 04 - 98

Form 363a continuation sheet

Company Number 213393

Company Name in full Diageo Finance plc

RTZ Finance plc (19-Mar-1993)

RTZ Limited (19-Mar-1993)

RTZ Pension Fund Trustees Limited (19-Mar-1993)

RTZ Pension Plan Trustees Limited (19-Mar-1993)

South American Holdings Limited (19-Mar-1993)

**List of past and present members  
Schedule to form 363a and 363b**

**Company Number** 213393

**Company Name in full** Diageo Finance plc

Number of shares or amount of stock held by existing members at date of this return.

Particulars of shares or stock transferred since the date of the last return (or in the case of the first return, since the incorporation of the company) by  
(a) persons who are still members, and  
(b) persons who have ceased to be members.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
Grand Metropolitan Holdings Limited				
8 Henrietta Place, LONDON, W1M 9AG, U.K.				
5% C Cumulative Redeemable Preference shares	0			
		1,000,000,000	20-Feb-1998	
'E' Cumulative Preference Shares of £1	2,005,000,000			
5% 'F' Cumulative Redeemable Preference Shares	1,000,000,000			
Grand Metropolitan Public Limited Company				
8 Henrietta Place, LONDON, W1M 9AG, U.K.				
Ordinary shares of 5p each	13,099,999,869			
Precis (175) Limited				
8 Henrietta Place, LONDON, W1M 9AG, U.K.				
Ordinary shares of 5p each	131			