

363a

RBS £795 x 53.

030831.

Annual Return

Please complete in typescript,
or in bold black capitals.

CHFP055

Company Number **6886C**

Company Name in full **The Western Telegraph Company Limited**

Date of this return (See note 1)

The information in this return is made up to

Day	Month	Year
29	10	1999

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
29	10	2000

Registered Office (See note 3)

Show here the address at the date of this return.

124 Theobalds Road

Any change of registered office

must be notified on form 287.

Post town

London

County / Region

Postcode

WC1X 8RX

Principal business activities

(See note 4)

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

6420

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

Provider of telecommunications services



KLO
COMPANIES HOUSE

0378
23/11/99

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

Directors (See notes 8)

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		
		0	8	0
		0	7	1
		9	6	6
	Forename(s)	Jonathan Mark		
	Surname	Bolton		
	Previous forename(s)			
	Previous surname(s)			
Address		4 Westbury Lodge Close		
		Pinner		
		Middlesex		
	Post town			
	County / Region		Postcode	HA5 3FG
	Country	England	Nationality	British
	Business occupation	Company Secretary		
	Other directorships	(See continuation sheet).		

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

* Voluntary details.

Name	* Style / Title	Mr		
		Day	Month	Year
	* Honours etc	Date of birth		
		0	4	0
		0	5	1
		9	4	4
	Forename(s)	Kenneth Keith		
	Surname	Claydon		
	Previous forename(s)			
	Previous surname(s)			
Address		1 Parr House		
		12 Beaulieu Avenue		
	Post town	London		
	County / Region		Postcode	E16 1TS
	Country		Nationality	British
	Business occupation	Company Secretary		
	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
(e.g. Ordinary/Preference)**Number of shares issued****Aggregate Nominal Value**

(i.e. Number of shares issued multiplied by nominal value per share)

Class	Number of shares issued	Aggregate Nominal Value
£1 Ordinary Stock	5,600,000	£5,600,000.000
Totals	5,600,000	£5,600,000.000

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

A list of changes is enclosed

A full list of members is enclosed

on paper

in another format

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

8/11/99

† Please delete as appropriate.

† a ~~director~~/secretaryWhen 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

13

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.

Sally Cooper
Corporate Compliance Assistant
Cable and Wireless plc
124 Theobalds Road
London
WC1X 8RX

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		
		2	1	0 1 1 9 5 2
	Forename(s)	Robert Earl		
	Surname	Lerwill		
	Previous forename(s)			
	Previous surname(s)			
Address	13 Barnsbury Terrace			
	Post town	London		
	County / Region	Postcode	N1 1JH	
	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.

* Voluntary details.

Name	* Style / Title			
		Day	Month	Year
	* Honours etc	Date of birth		
	Forename(s)			
	Surname			
	Previous forename(s)			
	Previous surname(s)			
Address				
	Post town			
	County / Region	Postcode		
	Country		Nationality	
	Business occupation			
	Other directorships			

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

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Current Directorships for Mr Jonathan Mark Bolton

6-11 Valley Management Limited

Registration No. [03243835]

AVT Communications Limited

Registration No. [2349458]

C&W Cable Limited

Registration No. [1658418]

Cable & Wireless (Investments) Global Limited

Registration No. [3709837]

Cable & Wireless Card Platforms

Registration No. [3678181]

Cable & Wireless CIS Services Limited

Registration No. [2964774]

Cable & Wireless Eastern Hemisphere UK Limited

Registration No. [3745587]

Cable & Wireless Enterprises (UK) Limited

Registration No. [3522625]

Cable & Wireless Funding No. 2 Limited

Registration No. [3754439]

Cable & Wireless Global Networks Services Limited

Registration No. [3764207]

Cable & Wireless Marine Holdings Limited

Registration No. [3538146]

Cable & Wireless Marine Installations

Registration No. [3678179]

Cable & Wireless Market Solutions Limited

Registration No. [3522620]

Cable & Wireless Network Integrations

Registration No. [3678173]

Cable & Wireless QUEST Limited

Registration No. [3311080]

Cable and Wireless (Americas) Limited

Registration No. [3057908]

Cable and Wireless (CALA Management Services) Limited

Cable and Wireless (Cambridge Park) Limited

Registration No. [2949755]

Cable and Wireless (China Properties) Limited

Registration No. [1742006]

Cable and Wireless (Investments) Limited

Registration No. [244080]

Cable and Wireless (London Holdings) Limited

Registration No. [3053548]

Cable and Wireless (Meadowbank) Limited

Registration No. [1081261]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Cable and Wireless (West Indies) Limited
Registration No. [11116]

Cable and Wireless Europe (UK) Limited
Registration No. [3137479]

Cable and Wireless European Investments Limited
Registration No. [3053546]

Cable and Wireless Nominee Limited
Registration No. [3249884]

Eastern Leasing Company Limited (The)
Registration No. [1672832]

Flexible Resource Limited
Registration No. [2751735]

Mercury C&W Limited
Registration No. [02795630]

Mercury House Limited
Registration No. [518580]

Telephone Rentals Limited
Registration No. [2237087]

The Eastern Extension Australasia and China Telegraph
Company Limited
Registration No. [7224]

The Eastern Telegraph Company Limited
Registration No. [6338C]

The Eros Leasing Company Limited
Registration No. [1687949]

The West Coast of America Telegraph Company Limited
Registration No. [52114]

The Western Telegraph Company Limited
Registration No. [6886C]

Cable & Wireless Global Business Services Limited
Registration No. [3537591]

Cable & Wireless Global Card Services Limited
Registration No. [3709788]

Cable & Wireless Global Markets Equipment Limited
Registration No. [1648524]

Past Directorships for Mr Jonathan Mark Bolton

Anglo Oil & Supply International Limited (dissolved
22/10/96)
Registration No. [2034116]

Burroughs Wellcome International Limited
Registration No. [543757]

Cable & Wireless Funding No. 1 Limited (sold 1 October
1999)
Registration No. [3722054]

Company Number 68886C

Company Name in full The Western Telegraph Company Limited

Cable & Wireless Global Networks Services Limited

Registration No. [3764207]

Cable & Wireless QUEST Limited

Registration No. [3311080]

Cable and Wireless SA (Pty) Limited (PUT INTO
VOLUNTARY LIQUIDATION 13/10/98)

Registration No. [93/06164/07]

Charles Midgley Limited

Registration No. [162786]

Clinical Management Services Limited

Registration No. [3238018]

Cooper Crowther Limited (dissolved 11/2/97)

Registration No. [783978]

Cooper Environmental Services Limited -DISSOLVED
22/10/96

Registration No. [1137440]

Cooper Laboratories Limited (dissolved 22/10/96)

Dawnbranch Limited (dissolved 22/10/96)

Registration No. [2033807]

Duncan Flockhart Limited

Registration No. [1189148]

Edinburgh Pharmaceutical Industries Limited

Registration No. [5534]

Glaxo Finance Limited

Registration No. [2858512]

Glaxo Liberia Limited

Registration No. []

Glaxo Wellcome (Dartford) Company

Registration No. [2930458]

Medical Finance (Retail) Limited

Registration No. [3223145]

Medical Finance Limited

Registration No. [3238021]

Missentrip Limited (dissolved 22/10/96)

Registration No. [524545]

Optimal Healthcare Solutions Limited

Registration No. [2996205]

Pressure Aerosols Filling Co. Limited (dissolved 22/10/96)

Registration No. [174587]

Primary Care Development Agency Limited

Registration No. [3238019]

Silcot Limited - Put into liquidation on 29 June 1995

Registration No. [1194613]

Unicorn Healthcare Limited (dissolved 22/10/96)

Registration No. [2033771]

Wellcome Biotechnology Limited (dissolved 22/10/96)

Registration No. [1439561]

Company Number 6886C
Company Name in full The Western Telegraph Company Limited

Wellcome Central American Services Limited
Registration No. [2152384]

Wellcome Communications Limited (dissolved 22/10/96)
Registration No. [494349]

Wellcome Consumer Healthcare Limited
Registration No. [263054]

Wellcome Consumer Products Limited
Registration No. [2873615]

Wellcome Diagnostics Limited (dissolved 22/10/96)
Registration No. [184822]

Wellcome Health Limited (dissolved 30/09/97)
Registration No. [2305165]

Wellcome Insecticides Limited
Registration No. [196227]

Wellcome Interferon Limited
Registration No. [1439130]

Wellcome International Trading Limited (dissolved 22/10/96)
Wellcome Iran Limited
Registration No. [435017]

Wellcome Nominees Limited (dissolved 22/10/96)
Registration No. [939211]

Wellcome Services Limited (dissolved 23/9/97)
Registration No. [2304784]

Wellcome Zaire Limited (dissolved 22/10/96)
Registration No. [1107541]

Worldwide Ocean Surveying Limited (sold 2/7/99)
Registration No. [2445587]

Omnes (UK) Limited
Registration No. [3004030]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Current Directorships for Mr Kenneth Keith Claydon

6-11 Valley Management Limited

Registration No. [03243835]

AVT Communications Limited

Registration No. [2349458]

C&W Cable Limited

Registration No. [1658418]

Cable & Wireless (Investments) Global Limited

Registration No. [3709837]

Cable & Wireless Card Platforms

Registration No. [3678181]

Cable & Wireless CIS Services Limited

Registration No. [2964774]

Cable & Wireless Eastern Hemisphere UK Limited

Registration No. [3745587]

Cable & Wireless Enterprises (UK) Limited

Registration No. [3522625]

Cable & Wireless Funding No. 2 Limited

Registration No. [3754439]

Cable & Wireless Global Network France S.A.

Registration No. []

Cable & Wireless Global Networks Services Limited

Registration No. [3764207]

Cable & Wireless HK Finance

Registration No. [3595332]

Cable & Wireless ISP Holdings Limited

Registration No. [3796219]

Cable & Wireless Marine Holdings Limited

Registration No. [3538146]

Cable & Wireless Marine Installations

Registration No. [3678179]

Cable & Wireless Market Solutions Limited

Registration No. [3522620]

Cable & Wireless Network Integrations

Registration No. [3678173]

Cable & Wireless QUEST Limited

Registration No. [3311080]

Cable & Wireless U.K. Finance

Registration No. [3541445]

Cable and Wireless (Americas) Limited

Registration No. [3057908]

Cable and Wireless (CALA Management Services) Limited

Cable and Wireless (Cambridge Park) Limited

Registration No. [2949755]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Cable and Wireless (China Properties) Limited
Registration No. [1742006]

Cable and Wireless (Investments) Limited
Registration No. [244080]

Cable and Wireless (London Holdings) Limited
Registration No. [3053548]

Cable and Wireless (Meadowbank) Limited
Registration No. [1081261]

Cable and Wireless (West Indies) Limited
Registration No. [11116]

Cable and Wireless Enterprises (UK) Limited
Registration No. []

Cable and Wireless Europe (UK) Limited
Registration No. [3137479]

Cable and Wireless European Investments Limited
Registration No. [3053546]

Cable and Wireless New Zealand Limited
Registration No. [WN476677]

Cable and Wireless Nominee Limited
Registration No. [3249884]

Cable and Wireless Pension Trustee Limited
Registration No. [1999232]

Cable and Wireless Services Pty Ltd (being investigated
potential striking off)
Registration No. [000 125 780]

Eastern Leasing Company Limited (The)
Registration No. [1672832]

Flexible Resource Limited
Registration No. [2751735]

Internet Network Services Limited
Registration No. [3047165]

Intranet Network Services Limited
Registration No. [3047167]

Mercury C&W Limited
Registration No. [02795630]

Mercury House Limited
Registration No. [518580]

PI.SE Aktiebolag
Registration No. [556496-5944]

Telephone Rentals Limited
Registration No. [2237087]

The Eastern Extension Australasia and China Telegraph
Company Limited
Registration No. [7224]

The Eastern Telegraph Company Limited
Registration No. [6338C]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

The Education Exchange Limited

Registration No. [2966036]

The Eros Leasing Company Limited

Registration No. [1687949]

The West Coast of America Telegraph Company Limited

Registration No. [52114]

The Western Telegraph Company Limited

Registration No. [6886C]

Wisper Bandwidth Limited

Registration No. [3613369]

Wisper Limited

Registration No. [3613368]

Cable & Wireless Global Business Services Limited

Registration No. [3537591]

Cable & Wireless Global Markets Equipment Limited

Registration No. [1648524]

Past Directorships for Mr Kenneth Keith Claydon

Advance Car Telephones Limited

Registration No. [1902844]

C&W Cable Limited

Registration No. [1658418]

Cable & Wireless Communications Chartwell Holdings Limited

Registration No. [3290823]

Cable & Wireless Communications Winston Holdings Limited

Registration No. [3290821]

Cable & Wireless Funding No. 1 Limited (sold 1 October 1999)

Registration No. [3722054]

Cable and Wireless (Europe Networks) Limited (dissolved 7/9/99)

Registration No. [2969083]

Cable and Wireless (Financial Services) Limited struck off 23/03/99

Registration No. [1646055]

Cable and Wireless (Vietnam) Limited

Registration No. [953639]

Cable and Wireless Europe Limited (Struck off 22/10/1996)

Cable and Wireless FlightNet Limited (struck off 20/7/99)

Registration No. [3087462]

Cable and Wireless SA (Pty) Limited (PUT INTO VOLUNTARY LIQUIDATION 13/10/98)

Registration No. [93/06164/07]

Carphone Blue Chip Services Limited

Registration No. [2006875]

Carphone Cellular Services Limited

Registration No. [1807510]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Carphone Club Limited (The)

Registration No. [1880294]

Carphone Company Limited (The)

Registration No. [1494560]

Carphone Consultants Limited

Registration No. [1798295]

Carphone Data Limited

Registration No. [1880244]

Carphone Group Limited (The)

Registration No. [1798056]

Carphone Rentals Limited (dissolved August 1996)

Registration No. [1878535]

Cellular Products (International) Limited

Registration No. [1861750]

Dictograph Telephones Limited

Registration No. [321281]

In Car Telephones Limited

Registration No. [1817875]

In House Telephones Limited

Registration No. [1691651]

Key Systems Limited

Registration No. [1745896]

Link Roadphone Limited

Registration No. [1545022]

Mercury Communications (ECL) Limited

Registration No. [1189708]

Mercury Facsimile Services Limited (dissolved 4.8.92)

Registration No. [2384010]

MPC 92 Limited (sold 1 October 1999)

Registration No. [2236984]

MPC 92 Limited (sold 1 October 1999)

Registration No. [2236984]

MPC 92 Limited (sold 1 October 1999)

Registration No. [2236984]

Oxford Executive Consulting Limited

Registration No. [1431111]

Park Close Communications Limited

Registration No. [2015957]

Roadphone UK Limited

Registration No. [1910046]

Statealpha (Communications) Limited

Registration No. [1911694]

Stringvolt Limited

Registration No. [1893067]

Tapsgrove Limited

Registration No. [1515903]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Telecell Communications Services Limited

Registration No. [1936543]

Telecommunications Admin & Billing Services Ltd

Registration No. [1875878]

Telecommunications Finance & Leasing Limited

Registration No. [1803804]

Telefit Limited

Registration No. [2036369]

Wessex Press of Warminster Limited

Registration No. [1558782]

Wishplate Limited

Registration No. [1700078]

Worldwide Ocean Surveying Limited (sold 2/7/99)

Registration No. [2445587]

Cable & Wireless Global Markets Equipment Limited

Registration No. [1648524]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Current Directorships for Mr Robert Earl Lerwill

C&W Cable Limited

Registration No. [1658418]

Cable & Wireless (Israel) Company Limited

Cable & Wireless Communications plc

Registration No. [3288998]

Cable & Wireless Eastern Hemisphere UK Limited

Registration No. [3745587]

Cable & Wireless Funding No. 2 Limited

Registration No. [3754439]

Cable & Wireless HK Finance

Registration No. [3595332]

Cable & Wireless HKT Limited

Registration No. [191430]

Cable & Wireless Holdings, Inc.

Cable & Wireless ISP Holdings Limited

Registration No. [3796219]

Cable & Wireless Optus Pty Limited

Registration No. [052 833 208]

Cable & Wireless Panama S.A.

Registration No. [Ficha 302083]

Cable & Wireless Western Hemisphere Limited

Registration No. [3740694]

Cable and Wireless (Americas) Limited

Registration No. [3057908]

Cable and Wireless (CALA Management Services) Limited

Cable and Wireless (Cambridge Park) Limited

Registration No. [2949755]

Cable and Wireless (China Properties) Limited

Registration No. [1742006]

Cable and Wireless (Investments) Limited

Registration No. [244080]

Cable and Wireless (London Holdings) Limited

Registration No. [3053548]

Cable and Wireless (West Indies) Limited

Registration No. [11116]

Cable and Wireless European Investments Limited

Registration No. [3053546]

Cable and Wireless Public Limited Company

Registration No. [238525]

Eastern Leasing Company Limited (The)

Registration No. [1672832]

Internet Network Services Limited

Registration No. [3047165]

Intranet Network Services Limited

Registration No. [3047167]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Mercury C&W Limited
Registration No. [02795630]

Mercury House Limited
Registration No. [518580]

PI.SE Aktiebolag
Registration No. [556496-5944]

The Eastern Extension Australasia and China Telegraph
Company Limited
Registration No. [7224]

The Eastern Telegraph Company Limited
Registration No. [6338C]

The Education Exchange Limited
Registration No. [2966036]

The Eros Leasing Company Limited
Registration No. [1687949]

The West Coast of America Telegraph Company Limited
Registration No. [52114]

The Western Telegraph Company Limited
Registration No. [6886C]

Wisper Bandwidth Limited
Registration No. [3613369]

Wisper Limited
Registration No. [3613368]

Past Directorships for Mr Robert Earl Lerwill

Ace Studios Limited

Alnery No 1176 Limited

Alnery No 1177 Limited

Alnery No 1178 Limited

Alnery No 1179 Limited

Business Design Group (Holdings) Limited

Business Interiors Limited

Cable & Wireless (China) Limited (struck off on 13th April
1999)

Registration No. [3290613]

Cable & Wireless Funding No. 1 Limited (sold 1 October
1999)

Registration No. [3722054]

Cable & Wireless U.K. Finance

Registration No. [3541445]

Cable and Wireless (Financial Services) Limited struck off
23/03/99

Registration No. [1646055]

Cable and Wireless (Meadowbank) Limited

Registration No. [1081261]

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

Cheetah Aluminium Company Limited
Coley Porter Bell Limited
Conquest Europe (UK) Limited
Dawestlye Limited
E A Media Services Limited
EWA Limited
Genesis Studios Limited
Henley Centre Research Consultants Limited
Henley Marketing Dynamics Limited
Intact Limited
J Walter Thompson Group Limited
J Walter Thompson UK Holdings Limited
Kantar Limited
LansdownEuro Limited
Mando Marketing Limited
Mando Photo Company (UK) Limited
Mando Processing Limited
Metrovideo Limited
Milburn Finance Limited
Millward Brown International plc
Newcrosse Limited
Oakley Young Associates Limited
OPC Limited
OYA Creative Manufacturing Limited
OYA Holdings Limited
OYA Premiums Limited
OYA Projects Limited
P & L International Vacationers Limited
Precis 567 Limited
Premium Ideas Limited
Provacombe Limited
Radclose Limited
Razor Communications Limited
Readysquare Limited
Refrigeration (Bournemouth) Limited
Scott Stern Associates Limited
Sirius Holdings Limited
The Buckingham Clock Company Limited
The Henley Centre for Forecasting Limited
The Owl Group Limited
Thistleclub Limited

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

- Tiptree Limited
- TMC International Limited
- Travel Ideas Limited
- Tripcare Limited
- Tripstock Limited
- VAP Group Limited
- VAP International Communications Limited
- VAP Visual Art Productions (Oxford) Limited
- Wire & Plastics Products Limited
- Wise Conclusion Limited
- WPP Group (Nominees) Limited
- WPP Group (UK) Limited
- WPP Group Holdings Limited
- WPP Group Nominees Five Limited
- WPP Group Nominees Four Limited
- WPP Group Nominees One Limited
- WPP Group Nominees Six Limited
- WPP Group Nominees Three Limited
- WPP Group Nominees Two Limited
- WPP Group plc
- WPP Holdings (UK) Limited
- WPP Investments Limited
- WPP Security 1 Limited
- WPP Security 2 Limited

Please complete in typescript,
or in bold black capitals.

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

CHFP055

Company Number 6886C

Company Name in full The Western Telegraph Company Limited

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
Cable and Wireless Public Limited Company				
124 Theobalds Road, London, WC1X 8RX, England.				
£1 Ordinary Stock	5,600,000			