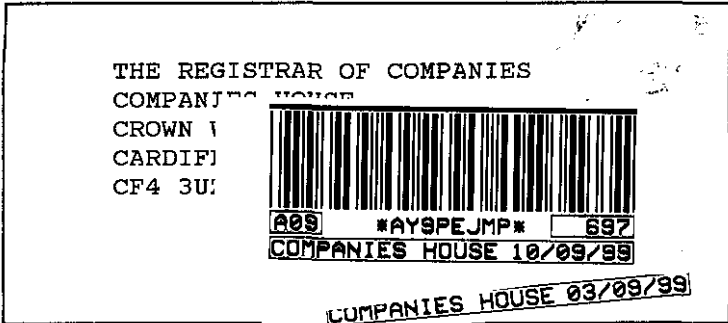




NAT
 £15
 013600

363s

Annual Return



| | | |
|-------------------|-----------------------------------|---|
| of company number | 02218928 | D |
| company name | BIBENDUM WINE LIMITED | |
| company type | PRIVATE COMPANY LIMITED BY SHARES | |

This form should be completed in black.

The information printed below is taken from Companies House records as at 21/07/99
 If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

| Day | Month | Year |
|-----|-------|------|
| 03 | 08 | 99 |

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

| Day | Month | Year |
|-----|-------|------|
| | | |

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 |
|-----|-------|------|
| | | |

Registered Office (See note 3)

This is the address registered by Companies House.
 113 REGENTS PARK ROAD
 LONDON
 NW1 8UR

.....

Principal business activities (See note 4)

Trade classification is
 5134 WHOLESALE ALCOHOLIC & OTHER DRINKS
 5225 RETAIL ALCOHOLIC & OTHER BEVERAGES

| | | | |
|--|--|--|--|
| | | | |
| | | | |
| | | | |
| | | | |

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

02218928

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

Register of members (See note 5)

The register is kept at

REGISTERED OFFICE

.....
.....
.....

Register of debenture holders (See note 6)

Any register of debenture holders (or duplicate) is kept at

.....
.....
.....

Company Secretary (See note 7)

Particulars of a new secretary **must** be notified on form 288.

THOMAS NORMAN
HEYWOOD-LONSDALE
34 CHELSEA CRESCENT
CHELSEA HARBOUR
LONDON
SW10 0XB

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of any change.
.....
.....
.....
.....
.....
.....

If this person has ceased to be secretary, please state when.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of resignation.

Directors (See note 7)

Particulars of a new director **must** be notified on form 288.

ANDREW JOHN
ARKWRIGHT
HATTON HOUSE
WARWICK
WARWICKSHIRE CV35 7LD

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of any change.
.....
.....
.....
.....
.....

Date of Birth:- 03/02/53
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of resignation.
.....
.....

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

VICTOR ANTHONY
CAZALET
13 VICARAGE GARDENS
LONDON
W8 4AH

Date of Birth:- 08/06/51
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
Date of any change.

Day Month Year
Date of resignation.

Particulars.

BENJAMIN JASPER
COLLINS
OLD RECTORY
MIXBURY
BRACKLEY
NORTHAMPTONSHIRE NN13 5RR

Date of Birth:- 08/12/51
Nat:BRITISH
Occ:WINE MERCHANT

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
Date of any change.

Day Month Year
Date of resignation.

Particulars.

SIMON
FARR
27 HUDDLESTON ROAD
LONDON
N7 0AD

Date of Birth:- 22/04/53
Nat:BRITISH
Occ:WINE MERCHANT

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
Date of any change.

Day Month Year
Date of resignation.

02218928

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

PHILIP HAMMOND RHYS
GWYN
DEAN HOUSE
KILMESTON
ALRESFORD
HAMPSHIRE SO24 ONL

Date of Birth:- 18/08/44
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
[][] [][] [][] Date of any change.

Day Month Year
[][] [][] [][] Date of resignation.

Particulars.

THOMAS NORMAN
HEYWOOD-LONSDALE
FCA
~~12A ORMONDE TERRACE~~
LONDON
NW6 7LP

Date of Birth:- 04/07/53
Nat:BRITISH
Occ:WINE MERCHANT

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
[][] [][] [][] Date of any change.

34 Chelsea Crescent
Chelsea Harbour
London
SW10 0XB

Day Month Year
[][] [][] [][] Date of resignation.

Particulars.

WILLIAM OLIVER
LEBUS
103 STREATHBOURNE ROAD
LONDON
SW17 8RA

Date of Birth:- 24/09/53
Nat:BRITISH
Occ:WINE MERCHANT

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year
[][] [][] [][] Date of any change.

Day Month Year
[][] [][] [][] Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

JAN STEPHEN
PETHICK
71 KEW GREEN
KEW
RICHMOND
SURREY TW9 3AH

Day Month Year
Date of any change.

Date of Birth:- 16/09/47
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year
Date of resignation.

Show any relevant current and previous directorships.

Particulars.

MICHAEL PETTER
SAUNDERS
HIGH FIRS
HYDE END
GREAT MISSENDEN
BUCKINGHAMSHIRE HP16 ORD

Day Month Year
Date of any change.

Date of Birth:- 20/08/63
Nat:AMERICAN
Occ:WINE MERCHANT

If this person has ceased to be director, please state when.

Day Month Year
Date of resignation.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day Month Year
Date of any change.

If this person has ceased to be director, please state when.

Day Month Year
Date of resignation.

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

02218928

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

| Class (eg Ordinary/ Preference etc.) | Number of shares issued | Aggregate nominal value <small>(ie Number of shares issued multiplied by nominal value per share)</small> |
|--|----------------------------|---|
| <u>Ordinary</u> | <u>1,170,150</u> | <u>£1,170,150</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| Totals | _____ | _____ |

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

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

Please mark the appropriate box.

There were no changes in the period

The last full members list was at 03/08/97

| | | |
|------------------------------------|--------------------------|--------------------------|
| | on paper | not on paper |
| A list of changes is enclosed | <input type="checkbox"/> | <input type="checkbox"/> |
| A full list of members is enclosed | <input type="checkbox"/> | <input type="checkbox"/> |

Elective resolutions (See note 10)

(Private companies only)

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

If an elective resolution is in force at the date of this return 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

Alfred Linsell

Secretary/Director*

*(delete as appropriate)

Date

27/3/99

I enclose the fee of £ 15.

Cheques should be made payable to **Companies House**.

This return includes _____ continuation sheets.

(enter number)

Please ensure that you have completed all sections on this page.

To whom should Companies House direct any enquiries about the information shown in this return?

TN Heywood-Lonsdale
Bibendum Wine Limited
113 Regents Park Road
London Postcode NW1 8UR

Telephone 0171 449 1744 Ext _____

List of Company Directorships as at 25.8.99

A J Arkwright

Hatton Developments Limited (before 09 1997)
Hatton PLC (before 09 1997)
Mansford Holdings Plc
Hatton Horses Limited (after 09 1997)
Hatton Limited (after 09 1997)
Bibendum Wine Limited

V A Cazalet

Lazard Brothers & Co Limited (1994 – 1997)
Lazard Asset Management Limited (1997 onwards)

B J Collins

Bibendum Wine Limited

S C Farr

Christopher Farr Handmade Rugs Limited (August 1997)
Yellow Frames Limited
Bibendum Wine Limited

P H R Gwyn

Christie Group plc
Georgian Managements Limited
Soho Images Group
Associated Media Holdings
The Alumasc Group plc
J W Blanchard Limited
Bibendum Wine Limited

T N Heywood-Lonsdale

Bibendum Wine Limited

W O Lebus

Bibendum Wine Limited

J S Pethick

Bibendum Wine Limited
Peper Harow Foundation
Kleinwort Benson (LBDP) Holdings Limited
Kleinwort Benson (LBDP) Limited

M P Saunders

Bibendum Wine Limited

SHAREHOLDERS AT 5 July 1999

| | Ordinary Shares |
|--|-----------------|
| STRICTLY PRIVATE & CONFIDENTIAL | 5,000 |
| R C Appleby Esq C/O Banque Indosuez 43rd floor, One Exchange Square 8 Connaught Place Central Hong Kong | |
| A J Arkwright Esq Hatton House Warwick CV35 7LD | 75,000 |
| Mrs Tim Abel Smith (deceased) 30 Dawson Place London W2 4TJ | 31,500 |
| C R Bridge Esq The Old Vicarage Firle Lewes East Sussex BN8 6NR | 11,250 |
| Mrs James Buxton Redcroft 23 Murrayfield Road Edinburgh EH12 6EP | 6,000 |
| As trustee | 7,300 |
| As trustee | 7,300 |
| V A Cazalet Esq 13 Vicarage Gardens London W8 4AH | 20,000 |
| Mrs Jane Cleave Greenslade Farmhouse Lower Brailles Oxfordshire OX15 5JA | 7,500 |
| B J Collins Esq The Old Rectory Mixbury Brackley NN13 5RR | 211,000 |

| | Ordinary Shares |
|--|-----------------------------------|
| Mrs B J Collins The Old Rectory Mixbury Brackley NN13 5RR | 60,000 |
| J Coltman-Rogers Esq Stanage Park Knighton Powys LD7 1LT | 5,000 |
| J G S Coode-Adams Esq Feeringbury Manor Feering Colchester Essex CO5 9RD *3,000 held by Smith and Williamson Nominees Limited **114 held by Smith and Williamson Nominees Limited | 8000* |
| S C Farr Esq 27 Huddleston Road London N7 0AD | 128,807 |
| Attn Ian Barry Esq Fiduciary Management Services Ltd PO Box F2666 Freeport BAHAMAS | 75,000 |
| P H R Gwyn Esq Christie Group Plc 50 Victoria Street London SW1 0NW | 60,000 |
| Mrs T Hanbury Wembury House Nr Plymouth Devon PL9 0EF | 23,500 |
| T N Heywood-Lonsdale 12 Ormonde Terrace London NW as trustee as trustee | 150,000 900 900 |

52100

| | Ordinary Shares |
|---|-----------------|
| Philip Howard Esq 45 Erpingham Road London SW15 1BQ | 10,734 |
| Daniel Jago Esq 32 Grandison Road London SW11 6LW | |
| Jalica Ltd 15 rue de la Corratерrie 1204 Geneve SWITZERLAND | |
| Mrs Emma Knight Sockneys Wood Willards Hill Robertsbridge East Sussex TN32 5ET | 7,500 |
| Paul Leach Esq 45 A Cambridge Road Ely Cambridgeshire CB7 4HJ | 6,000 |
| William Lebus Esq 103 Streathbourne Road London SW17 | 40,000 |
| J Leslie Melville Esq Berryhill House Grange of Lindores Newburgh Fife KY14 6HZ | 7,500 |
| Alec de Lezardiere Esq C/O Paribas Capital Markets 33 Wigmore Street London W1H 0BN | 42,936 |
| M T Nicholson Esq Harbour House Plawsworth Chester le Street Durham DH3 4FJ | NIL |
| J Pethick Esq 71 Kew Green Richmond Surrey TW9 3AH | 64,404 |

| | Ordinary Shares |
|---|-----------------|
| M P Saunders Esq High Firs Hyde End Great Missenden Buckinghamshire HP16 0RD | 45,619 |
| H Wyndham Esq The Old Rectory Southeast Lewes Sussex BN7 | 10,000 |
| Bibendum EBT Attn Mrs Carolyn Cowan Midland Bank Trustee (Jersey) Limited PO Box 88 1 Grenville Street St Helier Jersey JE4 9PF Channel Islands | 41,500 |

1,170,150 ✓

Date: 5.7.1999