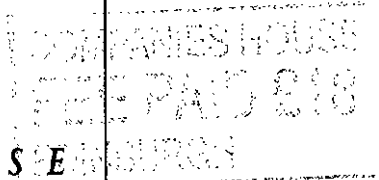




COMPANIES HOUSE



363s

Annual Return

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
37 CASTLE TERRACE
EDINBURGH
EH1 2EB

of company number SC046265

S

company name
NOBLE GROSSART 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 12/03/96
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
30	03	96

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.

48 QUEEN STREET
EDINBURGH
EH2 3NR

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

Principal business activities (See note 4)

Trade classification is
8610 BANKING & BILL DISCOUNTING

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

Register of members *(See note 5)*

SC046265

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

The address must be in Scotland.

The register is kept at

REGISTERED OFFICE

Register of debenture holders *(See note 6)*

The address must be in Scotland.

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.

BRIAN BOOTH
DICK
2 RAVELSTON HOUSE ROAD
EDINBURGH
MIDLOTHIAN EH4 3LW

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.

EWAN
BROWN
18 MERCHISTON CRESCENT
EDINBURGH
MIDLOTHIAN EH10 5AX

Day	Month	Year

 Date of any change.

Date of Birth:- 23/03/42

Nat:BRITISH

Occ:MERCHANT BANKER

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

Day	Month	Year

 Date of resignation.

Show any relevant current and previous directorships.

Directors - continued

SC046265

Particulars.

BRIAN BOOTH
DICK
2 RAVELSTON HOUSE ROAD
EDINBURGH
MIDLOTHIAN EH4 3LW

Date of Birth:- 20/12/43
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.

Particulars.

ANGUS MCFARLANE MCLEOD
GROSSART
CBE LLD
64 NORTHUMBERLAND STREET
EDINBURGH
EH3 6TG

Date of Birth:- 06/04/37
Nat:BRITISH
Occ:MERCHANT BANKER

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.

Particulars.

DAVID CARR
MATHEWSON
8 BELGRAVE PLACE
EDINBURGH
MIDLOTHIAN EH4 3AN

Date of Birth:- 26/07/47
Nat:BRITISH
Occ:MERCHANT BANKER

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

Show any relevant current and previous directorships.

Day	Month	Year
1	10	1912

Date of any change.

DALVEEN
7 BARNTON PARK
EDINBURGH EH4 6JF

Day	Month	Year

Date of resignation.

Directors - continued

SC046265

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

Particulars.

CHRISTOPHER GORDON
SMITH
1 WESTER COATES TERRACE
EDINBURGH
MIDLOTHIAN EH12 5LR

Date of Birth:- 03/09/53
Nat:BRITISH
Occ:MERCHANT BANKER

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

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

Day Month Year

--	--	--

Date of resignation.

Particulars.

RICHARD GUY THOMAS
STENHOUSE
THE WEST WING HOUSTON HOUSE
HOUSTON
JOHNSTONE
RENFREWSHIRE PA6 7AR

Date of Birth:- 13/08/61
Nat:BRITISH
Occ:MERCHANT BANKER

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

Show any relevant current and previous directorships.

Day Month Year

03	11	95
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Date of any change.

MANSEFIELD

MANSE STREET

KILMALCOLM

RENFREWSHIRE PA13 4TJ

Day Month Year

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Date of resignation.

Particulars.

WILLIAM MOORE
WILSON
SILVERTON FARMHOUSE
BRACO
DUN BLANE
PERTHSHIRE FK15 9QZ

Date of Birth:- 21/05/37
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

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Date of resignation.

Directors - continued

SC046265

Particulars.

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

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

Day	Month	Year

Date of any change.

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of resignation.

Particulars.

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

Day	Month	Year

Date of any change.

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of resignation.

Particulars.

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

Day	Month	Year

Date of any change.

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

Show any relevant current and previous directorships.

Day	Month	Year

Date of resignation.

Issued Share Capital (See note 8)

SC046265

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 (ie Number of shares issued multiplied by nominal value per share)
<u>Ordinary</u>	<u>5,000,000</u>	<u>£5,000,000</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>
Totals	<u>5,000,000</u>	<u>£5,000,000</u>

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

Please mark the
appropriate box.

A full list is required.

A full list of members is enclosed

on paper

not on
paper**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.

I enclose the fee of £18.

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

Signed



Secretary/Director *

*(delete as appropriate)

Date

4/4/96

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?

BRIAN B DICK48 QUEEN STREETEDINBURGH EH2 3NR

Postcode

LIST OF PAST AND PRESENT MEMBERS

SCHEDULE TO FORM 363[illegible]

Continued overleaf

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363[illegible]

**ANGUS McFARLANE McLEOD GROSSART CBE LLD(HON) MA LLB CA FRSA
ADVOCATE**

Date of birth : 6 April 1937

Current Directorships

1985 Alexander & Alexander Inc (New York)
1973 American Trust PLC
1990 British Petroleum Scottish Advisory Board
1995 Edinburgh Fund Managers Group PLC
1988 Hewden Stuart PLC
1987 Murray International Holdings Ltd
1969 Noble Grossart Limited
1980 Noble Grossart Holdings Ltd
1969 Noble Grossart Investments Ltd
1984 Patron of the National Galleries of Scotland
1992 The Premier Property Group Limited
1982 The Royal Bank of Scotland plc
1985 The Royal Bank of Scotland Group plc
1989 St Andrews Management Institute Ltd
1986 Scottish Financial Enterprise Ltd
1974 The Scottish Investment Trust PLC (Chairman)
1986 Scottish Television plc
1994 Speywood Group Limited
1989 Chairman of National Galleries of Scotland

23 January 1996

Major Past Directorships**Resigned**

Scottish Cot Death Trust	05.10.92
NGISOQ Ltd	02.09.92
NGI Inc (Delaware USA)	30.09.94
Scottish Opera	25.10.93
Porton International PLC	29.11.94
ADNAS (previously SANDA)	24.01.95
Wright Health Group	31.08.95
Edinburgh Fund Managers PLC	01.08.95
Edinburgh International Film Festival	19.01.96

23 January 1996

EWAN BROWN - DIRECTORSHIPS
as at 30 January 1996

(Date of birth: 23 March 1942)

Appointed

Amicable Smaller Enterprises Trust plc	30th December 1991
Dunedin Income Growth Investment Trust	23rd May 1995
EHC Petroleum Limited	July 1980
Exploration Holdings Corporation (USA)	30th June 1980
Howe Securities Limited	21st December 1983
Lovegrove & Associates Limited	7th February 1992
Moray Petroleum Holdings and Development Limited	1st July 1980
Noble Grossart Holdings Limited	28th December 1979
Noble Grossart Investments Limited	31st July 1989
Noble Grossart Limited	1st October 1971
Scottish Widows Bank plc	14 December 1994
Stagecoach Holdings Plc	16th December 1988
James Walker (Leith) Limited	11th October 1974
John Wood Group PLC	28th February 1983

EWAN BROWN
Former Directorships

Resigned

Caber Oil Limited(joined 6/9/1971)	16 February 1995
Howe Leasing Limited (joined 22/12/86)	April 1993
Noble Grossart Leasing Ltd (joined 21/12/83)	August 1992
NGI Securities Limited (joined 1/12/86)	April 1993
Pict Petroleum plc(joined January 1973)	16 February 1995
Scottish Development Finance Limited (joined 2nd March 1982)	31st December 1992

BRIAN BOOTH DICK

Profession: Chartered Accountant

Address: 2 Ravelston House Road
Edinburgh
EH4 3LW

Date of Birth: 20th December 1943

DIRECTORSHIPS AT 4th APRIL 1996

	Appointed	Resigned
Anton Holdings Limited	20.12.91	
Anton Jardine Holdings Limited (formerly Jardine Lloyd's Advisers (Holdings) Limited	24.05.95	
Balmoral International	05.08.91	27.09.91
Britmar Corporation (USA)	27.04.90	
Chilton Brothers Limited	20.05.87	
Creos International Ltd	13.09.91	25.05.94
Howe Leasing Ltd	26.08.83	04.93
Ireland Alloys (Holdings) Ltd	26.02.87	
Moray Petroleum Holdings & Development Co Ltd (alternate to Ewan Brown)	06.09.91	
NGI Securities Ltd	26.08.83	04.93
NGI Inc (Delaware, USA)	06.85	09.94
NGISOQ Ltd	30.08.88	02.09.92
Noble Grossart Leasing Ltd	21.12.83	08.92
Noble Grossart (IOM) Ltd	08.02.93	
Noble Grossart Investments Ltd	23.12.86	
The Pan Drop Company Ltd	13.09.91	
Wright Health Group Limited	01.09.95	

DAVID MATHEWSON'S DIRECTORSHIPS

NOBLE GROSSART LIMITED
(Merchant bank)

Appointed 3/1/89

Executive

o o o o o o o

ISOCOM COMPONENTS LIMITED
(Distributor of electronic
couplers with US subsidiary)

Appointed 31/3/89

Non-Executive

LAIDLAW GROUP plc
(Motor distributor)

Appointed 9/3/87
Resigned 4/9/87
after takeover

Non-Executive

**MAJORS PLACE INDUSTRIES
LIMITED**
(Shopfitters, light
engineering and foundries)

Appointed 28/1/87

Non-Executive

POLDRAIT TEXTILES LIMITED
(Manufacturer of tights
under Elle brand name)

Appointed 23/12/86

Non-Executive

QUICKS GROUP plc
(Motor distributor
- listed)

Appointed 14/3/91

Non-Executive

RODIME PLC
(Disk drive intellectual
property litigator -
listed)

Appointed 15/1/92

Non-Executive

January 1996

LIST OF DIRECTORSHIPS

**Christopher Gordon Smith
1 Wester Coates Terrace
Edinburgh EH12 5LR**

Date Appointed

Title

1989

Banking Director, Noble Grossart Limited

LIST OF DIRECTORSHIPS

RICHARD GUY THOMAS STENHOUSE

Mansefield
Manse Street
Kilmacolm
Renfrewshire
PA13 4TJ

CURRENTLY HELD

Shancastle Investments Ltd
Stenhouse Western Limited*
Stenhouse Western Management Limited*
P.P.G. Investments Limited*
Kilfinan Property Company Limited
Henry Halstead (Fasteners) Limited
Langside Menswear Limited*
Youngs Formal Wear Limited*
Langside Menswear Hire Limited*
Youngs Womenswear Limited*
Pineland Developments Limited
Glasgow Billiard Company Limited*
S.W. Continuation Limited*
Stenhouse Western Finance Limited*
Legal and Trade Financial Services Limited
Noble Grossart Limited
Crispie Limited

PREVIOUSLY HELD

Cupid Plc
Stenhouse Western (Properties) Limited
IMP Sports Limited
Channel-Aire Holdings Limited
Stenhouse Retail Limited
Arduthie Precision Engineering Limited
Second Haddockston Holdings Limited
Stenwright Investments Limited
Pronuptia-Youngs (Ireland) Limited
Youngs Womenswear (Ireland) Ltd

ACTIVITY

Farming & Investment
Holding Company
Management Company
Investment
Dormant
Fastener Distribution
Formal Wear Hire
Formal Wear Hire
Formal Wear Hire
Ladies Fashion Retail
Investment
Snooker Hall Operator
Holding Company
Leasing
Consumer Debt Collection
Merchant Bank
Holiday Letting

DATE APPOINTED

13th August 1978
13th August 1978
1st July 1989
23rd May 1983
13th August 1978
1st July 1989
1st July 1989
1st July 1989
2nd October 1989
1st August 1989
18th July 1990
30th July 1990
30th July 1990
30th July 1990
14th January 1992
1st February 1993
28th February 1996

DATE RESIGNED

20th December 1991
November 1991
November 1991
November 1991
November 1991
November 1991
21st December 1994
December 1994
14th March 1995
14th March 1995

* In receivership November 1991

WILLIAM MOORE WILSON

Professional Qualifications: CA

Business Address: 10 Devonshire Square
London EC2M 4LE.

Home: Silverton Farmhouse,
Braco,
By Dunblane,
Perthshire FK15 9QZ.

13, Hale House,
27, Lindsay Square,
London SW1V 2HA.

Telephone: 0171 623 5500 or
0171 621 9990

01786 880 603 (Braco)
0171 630 1973 (London)

Fax: 0171 972 9858

01786 880 611 (Braco)

Nationality: British

Date of Birth: 21/05/1937

Occupation: Chartered Accountant

<u>Current Directorships:</u>	<u>Title</u>	<u>Date of Appointment</u>
Alexander & Alexander Services UK plc	Director	January 1993
American Trust plc	Non-Exec. Director	21 December 1993
Anton Holdings Ltd	Non-Exec. Director	1 July 1993
British Railways Board	Part Time Member	1 July 1994
Glasgow Royal Infirmary University NHS Trust	Non-Exec. Director	1 April 1994
Merchiston Castle School Ltd	Director	8 November 1993
Noble Grossart Holdings Limited	Non-Exec. Director	19 May 1981
Noble Grossart Limited	Non-Exec. Director	8 January 1969
New London Capital plc	Director	10 November 1993
Societe Generale de Courtage d'Assurances, France	Vice Chairman	25 May 1993
The Royal Bank of Scotland Group plc	Non-Exec. Director	26 May 1993
The Royal Bank of Scotland plc	Non-Exe. Director	26 May 1993

<u>Chairmanships:</u>	
Alexander & Alexander Europe	1 January 1993
Alexander & Alexander U.K. Pension Trustees Limited (Director since 21 April 1989)	2 November 1992

<u>Past Directorships:</u>	<u>Title</u>	<u>Date of Cessation</u>
Alexander & Alexander Services Inc.	Dep. Chairman	18 May 1995
Alexander & Alexander Europe plc	Chairman	31 December 1992
Alexander & Alexander International Inc.	Director	1 December 1992
Alexander Howden Holdings plc	Director	31 December 1993
Reed Stenhouse Companies Ltd, Toronto	Director	9 May 1995
Alexander Stenhouse & Partners Ltd	Director	26 January 1993
Newton Management Holdings Ltd	Director	1 December 1992

March 1996