



C O M P A N I E S H O U S E

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN WAY
CARDIFF
CF4 3UZ



This form should be completed in black.

The information printed below is taken from Companies House records as at 30/07/98
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
15	08	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.

Registered Office (See note 3)

This is the address registered by Companies House.

BURNESIDE MILLS
KENDAL
CUMBRIA
LA9 6PZ

Principal business activities (See note 4)

Trade classification is
2112 MANUFACTURE OF PAPER & PAPERBOARD

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

Bulk List

363s

Annual Return

of company number 00030226

E

company name

JAMES CROPPER PUBLIC LIMITED COMPANY

company type

PUBLIC LIMITED COMPANY

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

Day	Month	Year

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00030226

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

KPMG ~~PEAT MARWICK~~
FESTIVAL WAY
STOKE-ON-TRENT
STAFFORDSHIRE ST1 5TA

KPMG

Register of debenture holders *(See note 6)*

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

KPMG ~~PEAT MARWICK~~
FESTIVAL WAY
STOKE-ON-TRENT
STAFFORDSHIRE ST1 5TA

Company Secretary *(See note 7)*

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

DAVID RODERICK
CAREY
WHITE GABLES PIPERS CLOSE
STORTH
MILNTHORPE
CUMBRIA LA7 7LW

Day Month Year

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Date of any change.

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

Day Month Year

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Date of resignation.

Directors *(See note 7)*

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

LORD-LIEUTENANT OF CUMBRIA
JAMES ANTHONY
CROPPER
BA FCA
TOLSON HALL
KENDAL
CUMBRIA LA9 5SE

Day Month Year

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Date of any change.

Date of Birth:- 22/12/38
Nat:BRITISH
Occ:PAPER MANUFACTURER

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

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

PAGE 2

CUMBRIA RURAL ENTERPRISE AGENCY LTD
GRASMERE SPORTS COMMITTEE LTD - ceased

07.04.97

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

Directors - continued

Particulars.

JOHN MALCOLM
DENMAN
SARUM HOUSE BIGGINS ROAD
KIRKBY LONSDALE
CARNFORTH
LANCASHIRE LA6 2HL

Date of Birth:- 16/07/52
Nat:BRITISH
Occ:FINANCE DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year
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Date of any change.

Day Month Year

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

Date of resignation.

Particulars.

PETER LIONEL
HERRING
DANCING GHYLL
GRANGE-IN-BORROWDALE
KESWICK
CUMBRIA CA12 5UQ

Date of Birth:- 03/05/40
Nat:BRITISH
Occ:RETIRED

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year
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Date of any change.

Day Month Year

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

Date of resignation.

SEE PAGE 7

Particulars.

ALUN IDRIS
LEWIS
1 ASHFIELD COURT
ORTON
PENRITH
CUMBRIA CA10 3RN

Date of Birth:- 21/07/57
Nat:BRITISH
Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

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

Date of any change.

Day Month Year

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

Date of resignation.

00030226

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

Directors - continued

Particulars.

GEORGE THOMAS
QUAYLE
PLUM TREE BANK
BOWSTON
KENDAL
CUMBRIA LA8 9HD

Date of Birth:- 26/02/53

Nat:BRITISH

Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

NIGEL ANTHONTY
READ
NEWBY SCHOOL
NEWBY CLAPHAM
LANCASTER
LANCASHIRE LA2 8HR

Date of Birth:- 10/11/54

Nat:BRITISH

Occ:DIRECTOR

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

JOHN RICHARD
SCLATER
SUTTON HALL
BARCOMBE
LEWES
EAST SUSSEX BN8 5EB

Date of Birth:- 14/07/40

Nat:BRITISH

Occ:BANKER

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

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

SEE PAGE 8

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

Directors - continued

Particulars.

JOHN PHILIP
SOUTHWELL
14 GRANGE ROAD
LONDON
N6 4AP

Day Month Year

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Date of any change.

Date of Birth:- 04/03/33

Nat:BRITISH

Occ:STOCKBROKER

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

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

See attached page 9

Particulars.

PATRICK JOHN
WILLINK
SHEPHERD GREEN
BURNESIDE
KENDAL
CUMBRIA LA8 9AY

Day Month Year

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Date of any change.

Date of Birth:- 18/12/64

Nat:BRITISH

Occ:DIRECTOR

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

Day Month Year

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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

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Date of any change.

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

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

00030226

Class
(eg Ordinary/
Preference etc.)

Aggregate
nominal value

(ie Number of shares issued multiplied by nominal value per share)

ORDINARY

8,359,114

£2,089,778.50

Totals

(See note 9)

(Use attached schedule where appropriate)

Please mark the appropriate box.

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

The last full members list was at 15/08/97

There were no changes in the period

on paper	not on paper
<p>1. $\frac{1}{2}$ of the population</p> <p>2. $\frac{1}{4}$ of the population</p> <p>3. $\frac{1}{8}$ of the population</p> <p>4. $\frac{1}{16}$ of the population</p> <p>5. $\frac{1}{32}$ of the population</p> <p>6. $\frac{1}{64}$ of the population</p> <p>7. $\frac{1}{128}$ of the population</p> <p>8. $\frac{1}{256}$ of the population</p> <p>9. $\frac{1}{512}$ of the population</p> <p>10. $\frac{1}{1024}$ of the population</p> <p>11. $\frac{1}{2048}$ of the population</p> <p>12. $\frac{1}{4096}$ of the population</p> <p>13. $\frac{1}{8192}$ of the population</p> <p>14. $\frac{1}{16384}$ of the population</p> <p>15. $\frac{1}{32768}$ of the population</p> <p>16. $\frac{1}{65536}$ of the population</p> <p>17. $\frac{1}{131072}$ of the population</p> <p>18. $\frac{1}{262144}$ of the population</p> <p>19. $\frac{1}{524288}$ of the population</p> <p>20. $\frac{1}{1048576}$ of the population</p> <p>21. $\frac{1}{2097152}$ of the population</p> <p>22. $\frac{1}{4194304}$ of the population</p> <p>23. $\frac{1}{8388608}$ of the population</p> <p>24. $\frac{1}{16777216}$ of the population</p> <p>25. $\frac{1}{33554432}$ of the population</p> <p>26. $\frac{1}{67108864}$ of the population</p> <p>27. $\frac{1}{134217728}$ of the population</p> <p>28. $\frac{1}{268435456}$ of the population</p> <p>29. $\frac{1}{536870912}$ of the population</p> <p>30. $\frac{1}{1073741824}$ of the population</p> <p>31. $\frac{1}{2147483648}$ of the population</p> <p>32. $\frac{1}{4294967296}$ of the population</p> <p>33. $\frac{1}{8589934592}$ of the population</p> <p>34. $\frac{1}{17179869184}$ of the population</p> <p>35. $\frac{1}{34359738368}$ of the population</p> <p>36. $\frac{1}{68719476736}$ of the population</p> <p>37. $\frac{1}{137438953472}$ of the population</p> <p>38. $\frac{1}{274877906944}$ of the population</p> <p>39. $\frac{1}{549755813888}$ of the population</p> <p>40. $\frac{1}{1099511627776}$ of the population</p> <p>41. $\frac{1}{2199023255552}$ of the population</p> <p>42. $\frac{1}{4398046511104}$ of the population</p> <p>43. $\frac{1}{8796093022208}$ of the population</p> <p>44. $\frac{1}{17592186044416}$ of the population</p> <p>45. $\frac{1}{35184372088832}$ of the population</p> <p>46. $\frac{1}{70368744177664}$ of the population</p> <p>47. $\frac{1}{140737488355328}$ of the population</p> <p>48. $\frac{1}{281474976710656}$ of the population</p> <p>49. $\frac{1}{562949953421312}$ of the population</p> <p>50. $\frac{1}{1125899906842624}$ of the population</p> <p>51. $\frac{1}{2251799813685248}$ of the population</p> <p>52. $\frac{1}{4503599627370496}$ of the population</p> <p>53. $\frac{1}{9007199254740992}$ of the population</p> <p>54. $\frac{1}{18014398509481984}$ of the population</p> <p>55. $\frac{1}{36028797018963968}$ of the population</p> <p>56. $\frac{1}{72057594037927936}$ of the population</p> <p>57. $\frac{1}{144115188075855872}$ of the population</p> <p>58. $\frac{1}{288230376151711744}$ of the population</p> <p>59. $\frac{1}{576460752303423488}$ of the population</p> <p>60. $\frac{1}{1152921504606846976}$ of the population</p> <p>61. $\frac{1}{2305843009213693952}$ of the population</p> <p>62. $\frac{1}{4611686018427387904}$ of the population</p> <p>63. $\frac{1}{9223372036854775808}$ of the population</p> <p>64. $\frac{1}{18446744073709551616}$ of the population</p> <p>65. $\frac{1}{36893488147419103232}$ of the population</p> <p>66. $\frac{1}{73786976294838206464}$ of the population</p> <p>67. $\frac{1}{147573952589676412928}$ of the population</p> <p>68. $\frac{1}{295147905179352825856}$ of the population</p> <p>69. $\frac{1}{590295810358705651712}$ of the population</p> <p>70. $\frac{1}{1180591620717411303424}$ of the population</p> <p>71. $\frac{1}{2361183241434822606848}$ of the population</p> <p>72. $\frac{1}{4722366482869645213696}$ of the population</p> <p>73. $\frac{1}{9444732965739290427392}$ of the population</p> <p>74. $\frac{1}{18889465931478580854784}$ of the population</p> <p>75. $\frac{1}{37778931862957161709568}$ of the population</p> <p>76. $\frac{1}{75557863725914323419136}$ of the population</p> <p>77. $\frac{1}{151115727451828646838272}$ of the population</p> <p>78. $\frac{1}{302231454903657293676544}$ of the population</p> <p>79. $\frac{1}{604462909807314587353088}$ of the population</p> <p>80. $\frac{1}{1208925819614629174706176}$ of the population</p> <p>81. $\frac{1}{2417851639229258349412352}$ of the population</p> <p>82. $\frac{1}{4835703278458516698824704}$ of the population</p> <p>83. $\frac{1}{9671406556917033397649408}$ of the population</p> <p>84. $\frac{1}{19342813113834066795298816}$ of the population</p> <p>85. $\frac{1}{38685626227668133590597632}$ of the population</p> <p>86. $\frac{1}{77371252455336267181195264}$ of the population</p> <p>87. $\frac{1}{154742504910672534362390528}$ of the population</p> <p>88. $\frac{1}{309485009821345068724781056}$ of the population</p> <p>89. $\frac{1}{618970019642690137449562112}$ of the population</p> <p>90. $\frac{1}{1237940039285380274899124224}$ of the population</p> <p>91. $\frac{1}{2475880078570760549798248448}$ of the population</p> <p>92. $\frac{1}{4951760157141521099596496896}$ of the population</p> <p>93. $\frac{1}{9903520314283042199192993792}$ of the population</p> <p>94. $\frac{1}{19807040628566084398385987584}$ of the population</p> <p>95. $\frac{1}{39614081257132168796771975168}$ of the population</p> <p>96. $\frac{1}{79228162514264337593543950336}$ of the population</p> <p>97. $\frac{1}{158456325028528675187087900672}$ of the population</p> <p>98. $\frac{1}{316912650057057350374175801344}$ of the population</p> <p>99. $\frac{1}{633825300114114700748351602688}$ of the population</p> <p>100. $\frac{1}{1267650600228229401496703205376}$ of the population</p>	<p>1. $\frac{1}{2}$ of the population</p> <p>2. $\frac{1}{4}$ of the population</p> <p>3. $\frac{1}{8}$ of the population</p> <p>4. $\frac{1}{16}$ of the population</p> <p>5. $\frac{1}{32}$ of the population</p> <p>6. $\frac{1}{64}$ of the population</p> <p>7. $\frac{1}{128}$ of the population</p> <p>8. $\frac{1}{256}$ of the population</p> <p>9. $\frac{1}{512}$ of the population</p> <p>10. $\frac{1}{1024}$ of the population</p> <p>11. $\frac{1}{2048}$ of the population</p> <p>12. $\frac{1}{4096}$ of the population</p>

A list of changes is enclosed

A full list of members is enclosed

Signed

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £ 15.

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

Date _____

18.8.98

Secretary/Director *

This return includes ³ 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?

MR D R CAREY

JAMES CROPPER PLC

BURNESIDE MILLS, KENDAL

CUMBRIA Postcode LA9 6PZ

Telephone 01539 722002 Ext 278

JAMES CROPPER PLC - COMPANY NO 00030226
DIRECTORSHIPS - as at 15 August 1998

Mr Peter Lionel Herring

Director

Tomorrow's Company (Enterprises) Ltd	1998
W F Electrical PLC	1997

Resignations

BPB Industries PLC	1990 - 1997 (Director)
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JAMES CROPPER PLC - COMPANY NO 00030226

DIRECTORSHIPS - as at 15 August 1998

Mr John Richard Sclater

President

The Equitable Life Assurance Society 1994 (Director from 1985)

Chairman

*Argent Group Europe Limited 1998
Berisford plc 1990 (Director from 1986)
County Catering & Leisure Limited 1990
Foreign & Colonial Investment Trust PLC 1985 (Director from 1981)
Foreign & Colonial Enterprise Trust PLC 1986
Foreign & Colonial Private Equity Trust PLC 1994
Foreign & Colonial Ventures Advisors Limited 1988
Foreign & Colonial Ventures Limited 1990
IBIS (201) Limited 1992
Reabourne Merlin Life Sciences Investment Trust PLC 1997

Deputy Chairman

Millenium & Copthorne Hotels PLC 1996

Director

Bernol Nicol & Co Limited 1968
James Cropper PLC 1972
Grosvenor Estate Holdings 1989
Holker Estates Company Limited 1974
Hypo Foreign & Colonial Management (Holdings) Ltd 1989
(Formerly called Poutney Hill Holdings Limited.
The name change became effective 24/12/96.)

Trustee

The Grosvenor Estate 1973
The College of Arms Trust 1994

Member

Council of The Duchy of Lancaster 1987
Confederation of British Industry City Advisory Group 1988

Other

Director/Governor: Brambletye School 1976
Freeman: The City of London 1993
Liveryman: Goldsmith's Company 1993

Resignations

Yamaichi International (Europe) Ltd 18.11.88 - 390.11.97
Fuel Tech Europe Limited 1990 - 01.04.98
governor, International Students Trust 1976 - 1998

JAMES CROPPER PLC - COMPANY NO 00030226

DIRECTORSHIPS - as at 15 August 1998

Mr John Philip Southwell

Radius plc	January 1998
Helical Bar plc	
Lochain Patrick Holdings Ltd	January 1997
Lochain Patrick Insurance Brokers Ltd	January 1997
Ferroners Ltd	July 1996

FORM ML8

P/P.

A

BULK LIST OF SHAREHOLDERS OR MEMBERS

A BULK LIST OF SHAREHOLDERS OR MEMBERS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS ANNUAL RETURN MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER..

COMPANY NUMBER 30226