

Castle Acquisitions Plc

Report and financial statements

For the period from 3rd February 2005
to 30th September 2005

Company Registration number 5351402
(England & Wales)



A10	*AG001FJ1*	532
COMPANIES HOUSE		19/05/2006
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CHAIRMAN'S STATEMENT

Castle Acquisitions, the investment company, was formed to facilitate the demerger of Lonrho Africa Trade & Finance Limited ("LATF"), a former wholly owned subsidiary of Lonrho Africa Plc, on 22nd April 2005. Castle Acquisitions is now the parent company of LATF and was admitted to AIM on 3rd May 2005.

LATF operates a defined benefit pension scheme in the United Kingdom ("UK Scheme"). The aim of the demerger was to unlock potential shareholder value inherent within the UK Scheme and to make this potential asset more visible and attractive to prospective purchasers.

Castle Acquisitions' primary objective is to acquire either a publicly traded company or a private company with attractive growth prospects and a sizeable UK workforce, as a means of introducing new members to the pension scheme operated by LATF, subject to the consent of the Trustee, and subsequently attempting to unlock the inherent value of the surplus of the pension scheme for the benefit of Castle Acquisitions' shareholders.

The Board believes that the Company represents an attractive vehicle for either a publicly traded company or a private company looking to join AIM by means of a reverse takeover. The Company will be able to invest its cash resources, issue further shares as consideration for a shareholding in another company and, if appropriate, may also issue new shares for cash to fund a suitable acquisition.

The Company did not trade in this financial period and the only activity has been the investigation of potential acquisition opportunities. Since the period end, the Company made an announcement on 10th January 2006 following press speculation in relation to a possible offer by Castle Acquisitions to acquire M J Gleeson plc. A further announcement will be made on this matter as and when appropriate.

The Board remains confident that it will be able to make an acquisition to enhance shareholder value in due course.

Christopher Mills

Chairman

14th March 2006

DIRECTORS

Christopher Mills (53) (Chairman)

Christopher Mills is Chief Investment Officer of JO Hambro Capital Management Ltd., which he joined in 1993. He is Chief Executive of North Atlantic Smaller Companies Investment Trust plc and American Opportunities Trust plc (United Kingdom listed investment trusts) where he is responsible for their investment decisions. He is also a director of a number of other companies.

Richard Wilkinson (48)

Richard Wilkinson is Chief Operating Officer of Sindicatum Carbon Capital Ltd. Prior to this he was Executive Deputy Chairman of The African Lakes Corporation Plc and a partner of Blakeney Management. He was previously Managing Director of Angel Train Contracts and a Director in the Principal Finance Group of investment bank Nomura International plc.

Michael Wilson (66)

Michael Wilson was a partner and member of the partnership board of Coopers & Lybrand until 1995, prior to which he had been a member of the partnership board of Deloitte Haskins & Sells. He has experience of sub-Saharan Africa through his non-executive directorship of Meikles Africa Limited.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the Group and Company financial statements in accordance with UK Accounting Standards.

The Group and Company financial statements are required by law to give a true and fair view of the state of affairs of the Group and the Company and of the profit or loss for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

REPORT OF THE DIRECTORS**for the period from 3rd February 2005 to 30th September 2005**

The Directors of Castle Acquisitions Plc submit their report, together with the audited financial statements for the period ended 30th September 2005.

Principal activities

The Group's principal activity is that of an investment company with access, subject to the consent of the Trustee, to the surplus of its subsidiary company's UK defined benefit pension scheme.

Business review and development

The Chairman's Statement contains information on developments during the period.

Results and dividends

The loss for the period after taxation amounted to £24,000.

The Board has decided that it is not appropriate to declare a dividend.

Directors

The present Board of the Company is set out on page 2. Mr M S Wilson and Mr R J Wilkinson were appointed on 3rd February 2005. Mr C H B Mills was appointed on 16th February 2005.

At the forthcoming Annual General Meeting, Mr M S Wilson will retire by rotation and, being eligible, will offer himself for re-election. Biographical details of all Directors are set out on page 2.

No Director has had a material interest in any contract of significance in relation to the Company's business.

Directors' share interests

	<i>At date of appointment</i>	<i>At 30th September 2005</i>
C H B Mills	Nil	Nil
R J Wilkinson	1	53
M S Wilson	1	450

All of the above interests are beneficial and recorded in the Company's Register of Directors' Share and Debenture Interests. No Director has a beneficial interest in the shares or debentures of any of the Company's subsidiary undertaking. There have been no changes in directors' share interests since 30th September 2005.

On 7th April 2005 50,000 £1 redeemable preference shares were allotted to Mr M S Wilson at par. On 30th September 2005 the Company redeemed the shares at par.

REPORT OF THE DIRECTORS *(continued)*

Substantial shareholdings

The Directors have been advised of the following shareholdings at 13th March 2006 in 3% or more of the Company's issued share capital:

	<i>Number of shares</i>	<i>Percentage of the issued capital</i>
North Atlantic Value LLP	34,350	21.80
David Barry	14,000	8.88
Itton Limited	10,000	6.35
GPG (UK) Holdings plc	9,106	5.78
Peter Cundill & Associates (Bermuda) Ltd	7,850	4.98
Greenbelt Corp., Greentree Partners, L.P., Greenway Partners, L.P., G K Duberstein & A D Kingsley	7,753	4.92
JOHCM Alternative Investments LLP	7,201	4.57
Starlight Investments Ltd	6,850	4.35
W. B. Nominees Ltd	6,671	4.20

Share price performance

Between 3rd May 2005 and 30th September 2005 the share price varied between a high of £41.00 and a low of £31.00.

At 30th September 2005, the mid-market price of the shares was £40.00.

Political and charitable donations

No political or charitable donations have been made by the Group during the period.

Payment to suppliers

The Group does not follow any code or standard with regard to the payment of its suppliers. The Group's policy is to agree terms and conditions with suppliers in advance; payment is then made in accordance with the agreement provided the supplier has met the terms and conditions.

Auditors

A resolution to re-appoint KPMG Audit Plc and to authorise the Directors to fix their remuneration will be proposed at the Annual General Meeting in accordance with section 384 of the Companies Act 1985.

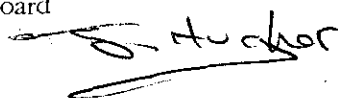
Annual General Meeting

The Annual General Meeting will be held on Tuesday 11th April 2006 at 11.00 a.m. at the offices of Strand Partners Limited, 26 Mount Row, London W1K 3SQ.

The notice convening the meeting is set out on page 16. In addition to the items of ordinary business, a resolution to approve the continuation of the investment strategy of the Company, as detailed in the admission document dated 26th April 2005, will be proposed.

By order of the Board

J H Hughes
Secretary



14th March 2006

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CASTLE ACQUISITIONS PLC

We have audited the Group and parent Company financial statements (the "financial statements") of Castle Acquisitions Plc for the period ended 30th September 2005 which comprise the Group Profit and Loss Account, the Group and Company Balance Sheets, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The Directors' responsibilities for preparing the Report and the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 2.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Directors' remuneration and other transactions is not disclosed.

We read other information contained in the Report and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Group's and Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements:

- give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the Group's and the parent Company's affairs as at 30th September 2005 and of the Group's loss for the period then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc.

KPMG Audit Plc
Chartered Accountants
Registered Auditor

Liverpool

14th March 2006

CONSOLIDATED PROFIT AND LOSS ACCOUNT
for the period from 3rd February 2005 to 30th September 2005

	<i>Period ended 30th September 2005</i>
	<i>Note</i> <i>£'000</i>
Operating costs	1 (51)
Operating loss	(51)
Interest receivable	27
Loss on ordinary activities before taxation	(24)
Tax on profit on ordinary activities	2 -
Loss on ordinary activities after taxation	8 (24)
Loss per share	3 (15.2)p

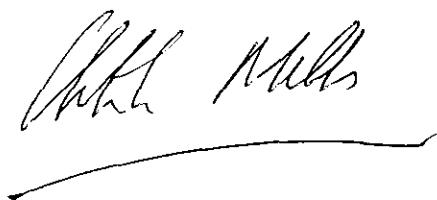
The profit and loss account has been prepared on the basis that all operations are continuing operations.

BALANCE SHEETS
as at 30th September 2005

	<i>Note</i>	<i>Group</i> 2005 £'000	<i>Company</i> 2005 £'000
Fixed assets			
Investments	4	–	1,576
Current assets			
Debtors		19	–
Cash at bank		1,586	50
		1,605	50
Creditors: amounts falling due within one year	5	(53)	(49)
Net current assets		1,552	1
Total assets less current liabilities		1,552	1,577
Net assets		1,552	1,577
Capital and reserves			
Called up share capital	6	1,576	1,576
Profit and loss account	8	(24)	1
Shareholders' funds (equity)		1,552	1,577

These financial statements were approved by the Board of Directors on 14th March 2006 and signed on its behalf by:

C H B Mills



CONSOLIDATED CASH FLOW STATEMENT
for the period from 3rd February 2005 to 30th September 2005

	<i>Note</i>	<i>2005</i> £'000
Net cash outflow from operating activities	14	(17)
Returns on investments and servicing of finance		
Interest		
— received		27
Net cash inflow after returns on investments and servicing of finance		<u>10</u>
Net cash inflow before investing activities and financing		10
Net capital receipts	15	—
Net cash acquired on demerger	16	1,576
Increase in cash in the period	17	<u><u>1,586</u></u>

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
for the period from 3rd February 2005 to 30th September 2005

There are no recognised gains and losses other than those passing through the profit and loss account.

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS
for the period from 3rd February 2005 to 30th September 2005

<i>Group</i>	<i>Note</i>	<i>2005</i> £'000
Recognised losses relating to the period		<u>(24)</u>
Net decrease in shareholders' funds in the period		(24)
Shares issued on demerger from Lonrho Africa Plc	6	1,576
At end of period		<u><u>1,552</u></u>

NOTE OF HISTORICAL COST PROFITS AND LOSSES
for the period from 3rd February 2005 to 30th September 2005

There are no differences between the reported loss before taxation and the historical cost loss before taxation.

PRINCIPAL ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared on a going concern basis under the historical cost convention in accordance with applicable United Kingdom accounting standards and with the requirements of the Companies Act 1985. The consolidated financial statements reflect the results and financial position of the Company and its subsidiary.

The following principal accounting policies have been applied consistently in dealing with items which are considered material in relation to the Group's financial statements.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary undertaking made up to 30th September 2005.

The acquisition method of accounting has been adopted. Under this method, the results of the subsidiary undertaking acquired in the year are included in the consolidated profit and loss account from the date of acquisition.

Under section 230(4) of the Companies Act 1985 the company is exempt from the requirement to present its own profit and loss account.

Investments accounting policy

In the Company's financial statements, investments in subsidiary undertakings are stated at cost.

Pension costs

Independent actuaries prepare valuations of UK defined benefit schemes at least every three years and the Group makes contributions in accordance with their recommendations.

The Group has fully adopted FRS17 'Retirement Benefits'. Under FRS17, the defined benefit scheme assets are measured using market values. Pension scheme liabilities are measured using projected unit method and discounted at the current rate of return on a high quality corporate bond of equivalent term and currency to the liability. The Group recognises an asset in respect of any surplus, being the excess of the value of the assets in the scheme over the present value of the scheme's liabilities, only to the extent that it is able to recover the surplus.

Deferred taxation

Deferred tax is recognised without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS19.

NOTES TO THE FINANCIAL STATEMENTS

1. Operating costs

No emoluments were paid to the Directors during the period.

The Group has no employees other than the Directors.

Included within the operating costs is an amount of £5,875 in respect of Auditor's remuneration of which £3,525 relates to the Company.

2. Taxation

	2005 £'000
Current tax charge	—
Reconciliation of current tax charge:	
Loss on ordinary activities before tax	(24)
Loss on ordinary activities before tax at the standard UK rate of corporation tax of 30%	7
Net losses where no group relief available	(7)
Actual current tax charge	—

3. Loss per share

	2005 £'000
Loss for the financial period	(24)
Number of shares in issue	157,573
Loss per share	(15.2)p

4. Investments

	<i>Company</i> <i>Subsidiary</i> £'000
Cost at 22nd April 2005	1,576
At 30th September 2005	1,576

The Company holds 100% of the ordinary share capital of Lonrho Africa Trade & Finance Limited, a company incorporated in the United Kingdom.

5. Creditors: amounts falling due within one year

	<i>Group</i> 2005 £'000	<i>Company</i> 2005 £'000
Trade creditors	28	—
Amounts due to subsidiaries	—	24
Accruals	25	25
	53	49

NOTES TO THE FINANCIAL STATEMENTS *(continued)***6. Share capital**

	<i>2005</i>
	<i>£'000</i>
<i>Company</i>	
Authorised	
500,000 ordinary shares of £10 each	5,000
50,000 redeemable preference shares of £1 each	50
	<u> </u>
Allotted, called up and fully paid	
157,573 ordinary shares of £10 each	1,576
	<u> </u>

On 7th April 2005 the Company issued 50,000 redeemable preference shares, which were redeemed at par on 30th September 2005.

7. Acquisitions

Following a scheme of arrangement under section 425 of the Companies Act 1985, effective on 22nd April 2005, the Company acquired 100% of the share capital of Lonrho Africa Trade & Finance Limited, previously owned by Lonrho Africa Plc. The consideration was the issue of ordinary shares to the value of £1,575,730. The Directors considered there to be no difference between the fair value and the book value of the assets acquired.

8. Reserves

	<i>2005</i>
	<i>£'000</i>
<i>Group</i>	
Loss for the financial period	(24)
	<u> </u>
At 30th September 2005	(24)
	<u> </u>
	<u> </u>
<i>Company</i>	
Profit for the financial period	1
	<u> </u>
At 30th September 2005	1
	<u> </u>

No separate profit and loss account is provided for the Company as permitted by Section 230 of the Companies Act.

NOTES TO THE FINANCIAL STATEMENTS (continued)

9. Pension costs

The Group operates one defined benefit pension scheme in the United Kingdom which is a funded scheme; the assets are held separately from those of the Group.

The Group has adopted Financial Reporting Standard 17 (FRS17) 'Retirement Benefits'.

The contributions are determined by a qualified actuary on the basis of triennial valuations using the attained age method. The most recent full actuarial valuation was carried out at 30th September 2002 and showed that the market value of the scheme's assets was £48.9 million and that the surplus was £28.3 million. The contributions of the UK employer and the employees will remain at nil. A full actuarial valuation at 30th September 2005 is being prepared but this will not be available until later in the year.

In order to comply with FRS17, the full actuarial valuation carried out at 30th September 2002 has been updated to 30th September 2003, 2004 and 2005 by a qualified independent actuary. The major assumptions used by the actuary under FRS17 were:

	<i>30th September</i> 2005	<i>30th September</i> 2004	<i>30th September</i> 2003
Rate of increase in salaries	4.00%	4.40%	4.20%
Rate of increase in deferred pensions	2.50%	2.90%	2.70%
Rate of increase of pensions in payment:			
John Holt	2.50%	2.90%	2.70%
Baumann Hinde	3.00%	3.00%	3.00%
Discount rate	5.00%	5.50%	5.20%
Inflation assumption	2.50%	2.90%	2.70%

The assets and actuarial liabilities in the scheme under FRS17 and the expected rates of return were:

	<i>30th September</i> 2005	<i>30th September</i> 2004	<i>30th September</i> 2003
	£'000	£'000	£'000
Corporate bonds and gilts	4.50% 32,974	4.60% 43,484	4.60% 37,100
Cash	–	4.75% 683	3.50% 7,206
Total market value of assets	<u>32,974</u>	<u>44,167</u>	<u>44,306</u>
Actuarial value of liabilities	<u>(8,052)</u>	<u>(16,705)</u>	<u>(15,360)</u>
Surplus in the scheme	<u><u>24,922</u></u>	<u><u>27,462</u></u>	<u><u>28,946</u></u>

NOTES TO THE FINANCIAL STATEMENTS (continued)

9. Pension costs (continued)

An analysis of the decrease in the unrecognised surplus in the scheme is as follows:

	2005 £'000	2004 £'000	2003 £'000
Expected return on scheme assets	1,418	998	825
Actual return less expected return on scheme assets	1,983	1,197	1,079
	3,401	2,195	1,904
Experience (losses)/gains arising on scheme liabilities	(562)	(221)	62
Changes in assumptions underlying the present value of the scheme liabilities	(821)	328	(1,519)
Improvements in benefits	(351)	(2,892)	(5,944)
Settlement costs (see below)	(3,701)	-	-
Interest on scheme liabilities	(421)	(787)	(731)
Current service cost	(85)	(107)	(94)
Decrease in the unrecognised surplus in the scheme	<u>(2,540)</u>	<u>(1,484)</u>	<u>(6,322)</u>

<i>History of experience gains and losses</i>	2005 %	2005 £'000	2004 %	2004 £'000	2003 %	2003 £'000
Difference between the expected and actual return on scheme assets	6.0	1,983	2.7	1,197	2.4	1,079
Experience (losses)/gains on scheme liabilities	(7.0)	(562)	(1.3)	(221)	0.4	62

In previous years the Trustee has purchased annuities for the majority of the pensioners. During the year the Trustee decided to secure the benefits of the remaining pensioners at 30th September 2004 by the purchase of a contract with the Legal & General Assurance Society Limited. This was effective from 1st February 2005 and the cost was approximately £14.1 million. The settlement costs shown above represent that part of the cost which was in excess of the actuarial liabilities at 30th September 2004 calculated for the purposes of FRS17.

The actuarial assumptions used for the full actuarial valuation are more conservative than those used for FRS17 purposes and the surplus on the full actuarial valuation at 30th September 2005 will therefore be less than the surplus of £24.9 million disclosed for FRS17 purposes. Having had discussions with the qualified independent actuary the Directors believe that, on a basis consistent with the full actuarial valuation at 30th September 2002, the surplus in the scheme would have been approximately £20 million at 30th September 2005. This is significantly less than the corresponding figure of £28.3 million at 30th September 2002 and this is largely due to the cost of benefit improvements which have been awarded.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

10. Contingent liabilities

There were no contingent liabilities at 30th September 2005.

11. Commitments

The Group had no commitments under either capital contracts or lease agreements at 30th September 2005.

12. Related party transactions

There were no related party transactions during the year.

13. Post balance sheet events

There were no reportable post balance sheet events.

14. Net cash flow from operating activities

	2005 £'000
Operating loss	(51)
Increase in debtors	(19)
Increase in creditors	53
	<u>(17)</u>

15. Net capital receipts/(payments)

	2005 £'000
Redeemable preference shares issued at par	50
Redeemable preference shares redeemed at par	(50)
	<u>-</u>

16. Acquisitions

	2005 £'000
Cash acquired with subsidiary	1,576
	<u>1,576</u>

17. Reconciliation of net cash flow to movement in net cash

	2005 £'000
Increase in net cash in the period	1,586
Balance at beginning of period	-
Net cash	<u>1,586</u>

CORPORATE INFORMATION

Secretary and registered office

J H Hughes
C/o DSG
Castle Chambers
43 Castle Street
Liverpool L2 9TL
Telephone 0151 236 9363
Telefax 0151 236 2190
e-mail: jhh@dsg.uk.com
Registered in England
Number 5351402

Registrars

Lloyds TSB Registrars
The Causeway
Worthing
West Sussex
BN99 6DA
Telephone 0870 600 3970

Auditors

KPMG Audit Plc
8 Princes Parade
Liverpool
L3 1QH

Principal group banker

Barclays Bank Plc

Nominated Adviser

Strand Partners Limited

Stockbrokers

Evolution Securities Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Castle Acquisitions Plc will be held at the offices of Strand Partners Limited, 26 Mount Row, London W1K 3SQ on Tuesday 11 April 2006 at 11.00 a.m. for the following purposes:

1. To receive the Report of the Directors, the Accounts for the period ended 30th September 2005, and the Auditors' Report thereon.
2. To re-elect Mr M S Wilson as a Director.
3. To re-appoint KPMG Audit Plc as auditors of the Company and to authorise the Directors to agree their remuneration.
4. To approve the continuation of the investment strategy of the Company as detailed in the admission document dated 26 April 2005.

By order of the Board
J H Hughes, Secretary
Castle Acquisitions Plc
C/o DSG
Castle Chambers
Castle Street
Liverpool L2 9TL
Registered No: 5351402
14th March 2006

Attention of members is drawn to the notes below which form part of this Notice.

NOTES

1. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his/her stead. A proxy need not be a member of the Company. A Form of Proxy accompanies this Notice and, to be effective, must be deposited at Lloyds TSB Registrars, The Causeway, Worthing, West Sussex BN99 3UG, England, not less than 48 hours before the time appointed for the holding of the Meeting.
Shareholders who have completed a Form of Proxy may still attend the Meeting and vote in person, should they so wish.
2. Only the registered holders of fully paid ordinary shares or their proxies are entitled to attend and vote at the Meeting. Proxies may only vote on a poll. To be entitled to attend and vote (and for the purposes of determination by the Company of the number of votes that may be cast) such holders must be registered on the Company's register of members by 6.00 p.m. (UK time) on 9th April 2006, or, in the event of any adjournment of the above Meeting, by 6.00 p.m. (UK time) on the day two days prior to the date fixed for the adjourned meeting or by the time specified in any written notice given by the Company of the adjourned meeting. Changes to entries on the register after this date shall be disregarded in determining the rights of any person to attend and vote at the meeting.
3. Recommendation.
The Directors believe that the passing of all resolutions will be in the best interests of shareholders as a whole and of the Company and are unanimous in recommending that shareholders vote in favour of them. All the votes attaching to the shares in which they are interested (totalling some 503 shares which represent some 0.32% of the Company's issued share capital) will be cast in favour.

SHAREHOLDER INFORMATION**Analysis of ordinary shareholdings at 28th February 2006**

	<i>Number of holders</i>	<i>% of total holders</i>	<i>Number of shares</i>	<i>% of total shares</i>
Category of shareholder				
Individuals	2,803	89.50	12,391	7.86
Banks, nominees and other corporate bodies	329	10.50	145,182	92.14
	<u>3,132</u>	<u>100.00</u>	<u>157,573</u>	<u>100.00</u>
Shareholding range				
1 – 5	2,678	85.50	4,554	2.89
6 – 10	188	6.00	1,484	0.94
11 – 50	171	5.46	3,993	2.53
51 – 500	66	2.11	11,353	7.21
501 – 1,000	8	0.26	5,470	3.47
1,001 – 5,000	12	0.38	32,179	20.42
5,001 – 10,000	5	0.16	36,258	23.01
10,001 and over	4	0.13	62,282	39.53
	<u>3,132</u>	<u>100.00</u>	<u>157,573</u>	<u>100.00</u>

Capital gains tax base cost of shares at demerger

For capital gains tax purposes, shareholders disposing of shares in either Castle Acquisitions Plc or Lonrho Africa Plc after 3 May 2005, who held shares prior to that date, should apportion the base cost of their original Lonrho Africa Plc shares between the two companies. Based on the closing share prices on 3 May 2005 of Castle Acquisitions Plc and Lonrho Africa Plc this apportionment would be 18.1667% for Castle Acquisitions Plc and 81.8333% for Lonrho Africa Plc.

Registrars

All administrative enquiries relating to shareholdings, such as queries concerning notification of change of address or the loss of a share certificate, should be addressed to the Company's registrars.

Share dealing services

Castle Acquisitions Plc has arranged for share dealing services to be made available to its shareholders.

Shareview Dealing, provided by Lloyds TSB Registrars, offers internet and telephone dealing to UK participants with settlement in pounds sterling. Log on to www.shareview.co.uk/dealing or call them on 0845 300 2947 for more information about this service and for details of their rates.

A weekly postal dealing service is also available and a form together with terms and conditions can be obtained by calling 0870 242 4244.

Unsolicited mail

As the Company's share register is, by law, open to public inspection, shareholders may receive unsolicited mail from organisations that use it as a mailing list. Shareholders wishing to limit the amount of such mail should write to the Mailing Preference Society, Freepost 22, London W1E 7FZ.

