

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

ACQUISITOR HOLDINGS BERMUDA LTD
Form SC 13D
May 27, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13D-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13D-2(a)

(AMENDMENT NO.)*

Michael Baker Corporation

(Name of issuer)

Common Stock, par value \$1.00 per share

(Title of class of securities)

057149106

(CUSIP number)

COPY TO:
Matthew J. Day, Esq.
118 E. 25th Street, Eighth Floor
New York, New York 10010
(212) 673-0484

(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

May 14, 2003

(Dates of Events which Require Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 22 Pages)

*The remainder of this cover page shall be filled out for a reporting

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 057149106

Page 2 of 22

SCHEDULE 13D

-
1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Acquisitor Holdings (Bermuda) Ltd.
No IRS Identification Number
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [x]
-
3. SEC USE ONLY
-
4. SOURCE OF FUNDS
WC
-
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) or 2(e) []
-
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Bermuda
-
- | | |
|--|--------------------------------------|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH | 7. SOLE VOTING POWER
410,800 |
| | 8. SHARED VOTING POWER
0 |
| | 9. SOLE DISPOSITIVE POWER
410,800 |
| | 10. SHARED DISPOSITIVE POWER
0 |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
410,800
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
5.0%
-

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

14. TYPE OF REPORTING PERSON *
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 057149106

Page 3 of 22

SCHEDULE 13D

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
J O Hambro Capital Management Group Limited
No IRS Identification Number

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [x]

3. SEC USE ONLY

4. SOURCE OF FUNDS
AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) or 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION
England

NUMBER OF	7.	SOLE VOTING POWER
SHARES		0
BENEFICIALLY	8.	SHARED VOTING POWER
OWNED BY		61,900
EACH		
REPORTING	9.	SOLE DISPOSITIVE POWER
PERSON		0
WITH		
	10.	SHARED DISPOSITIVE POWER
		61,900

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
61,900

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.8%

14. TYPE OF REPORTING PERSON *
HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

CUSIP NO. 057149106

Page 4 of 22

SCHEDULE 13D

-
1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
J O Hambro Capital Management Limited
No IRS Identification Number
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [x]
-
3. SEC USE ONLY
-
4. SOURCE OF FUNDS
AF
-
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) or 2(e) []
-
6. CITIZENSHIP OR PLACE OF ORGANIZATION
England
-
- | | |
|--|--|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH | 7. SOLE VOTING POWER
0 |
| | 8. SHARED VOTING POWER
61,900 |
| | 9. SOLE DISPOSITIVE POWER
0 |
| | 10. SHARED DISPOSITIVE POWER
61,900 |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
61,900
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.8%
-
14. TYPE OF REPORTING PERSON *
IA
-

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 057149106

Page 5 of 22

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

SCHEDULE 13D

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Christopher Harwood Bernard Mills
No IRS Identification Number

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [x]

3. SEC USE ONLY

4. SOURCE OF FUNDS
AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) or 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION
England

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER 0
	8. SHARED VOTING POWER 472,700
	9. SOLE DISPOSITIVE POWER 0
	10. SHARED DISPOSITIVE POWER 472,700

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
472,700

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
5.7%

14. TYPE OF REPORTING PERSON *
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 057149106

Page 6 of 22

SCHEDULE 13D

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

-
1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
American Opportunity Trust plc
No IRS Identification Number
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [x]
-
3. SEC USE ONLY
-
4. SOURCE OF FUNDS
WC
-
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) or 2(e) []
-
6. CITIZENSHIP OR PLACE OF ORGANIZATION
England
-
- | | |
|--|--|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH | 7. SOLE VOTING POWER
0 |
| | 8. SHARED VOTING POWER
61,900 |
| | 9. SOLE DISPOSITIVE POWER
0 |
| | 10. SHARED DISPOSITIVE POWER
61,900 |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
61,900
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.8%
-
14. TYPE OF REPORTING PERSON *
IV
-

*SEE INSTRUCTIONS BEFORE FILLING OUT!

STATEMENT ON SCHEDULE 13D

This Statement on Schedule 13D (the "Statement") is filed on behalf of the Filing Parties (defined below).

ITEM 1. SECURITY AND ISSUER.

The class of equity securities to which this Statement relates is the common stock, par value \$1.00 per share (the "Common Stock"), of Michael Baker Corporation, a Pennsylvania corporation (the "Issuer"). The principal executive offices of the Issuer are located at Airside Business Park, 100 Airside Drive, Moon Township, Pennsylvania 15108.

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

ITEM 2. IDENTITY AND BACKGROUND.

2 (a-c, f).

I. FILING PARTIES:

This Statement is filed on behalf of the following five persons, who are collectively referred to as the "Filing Parties":

1. Acquisitor Holdings (Bermuda) Ltd., a company incorporated in Bermuda ("Acquisitor"), with a business address of Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. Acquisitor was formed in 2002 and endeavors to achieve a high rate of capital growth for its shareholders by acquiring significant holdings in companies which the members of its Board of Directors consider to be fundamentally sound but which are valued at a discount to the Directors' estimate of their private market value. Acquisitor is managed by its Board of Directors.
2. J O Hambro Capital Management Group Limited ("J O Hambro Group") is a corporation organized under the laws of England with its principal office and business at Ryder Court, 14 Ryder Street, London SW1Y 6QB England. J O Hambro Group functions as the ultimate holding company for J O Hambro Capital Management Limited.
3. J O Hambro Capital Management Limited ("J O Hambro Capital Management") is a corporation organized under the laws of England with its principal office and business at Ryder Court, 14 Ryder Street, London SW1Y 6QB England. J O Hambro Capital Management is principally engaged in the business of investment management and advising. It serves as co-investment adviser to North Atlantic Smaller Companies Investment Trust plc ("NASCIT") and American Opportunity Trust plc ("American Opportunity Trust") and as investment adviser to Oryx International Growth Fund Limited ("Oryx"), The Trident North Atlantic Fund ("Trident North Atlantic") and The Trident European Fund ("Trident European"), as well as to private clients.
4. Christopher Harwood Bernard Mills is a British citizen whose business address is Ryder Court, 14 Ryder Street, London SW1Y 6QB England. His principal employment includes service as executive director of NASCIT and American Opportunity Trust, as a director of J O Hambro Group, J O Hambro Capital Management, Trident North Atlantic, Oryx, Acquisitor plc and Acquisitor, and as co-investment adviser to NASCIT and American Opportunity Trust.
5. American Opportunity Trust is a corporation organized under the laws of England with its principal office and business at Ryder Court, 14 Ryder Street, London SW1Y 6QB England. American Opportunity Trust is a publicly-held investment trust company. Christopher Harwood Bernard Mills and J O Hambro Capital Management serve as co-investment advisers to American Opportunity Trust.

Page 7 of 22

II. CONTROL RELATIONSHIPS:

J O Hambro Capital Management is a wholly-owned subsidiary of J O Hambro Group.

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Christopher Harwood Bernard Mills serves as a director of J O Hambro Group, J O Hambro Capital Management, and Acquisitor, and as executive director of American Opportunity Trust.

III. EXECUTIVE OFFICERS AND DIRECTORS:

In accordance with the provisions of General Instruction C to Schedule 13D, information concerning the executive officers and directors of the Filing Parties is included in Schedule A hereto and is incorporated by reference herein.

(d) Criminal Proceedings

During the last five years, neither the Filing Parties (or a controlling entity thereof) nor any executive officer or director of any of the Filing Parties (or a controlling entity thereof) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) Civil Securities Law Proceedings

During the last five years, neither the Filing Parties (or a controlling entity thereof) nor any executive officer or director of any of the Filing Parties (or a controlling entity thereof) has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The aggregate purchase price of the 410,800 shares of Common Stock beneficially held by Acquisitor is \$4,132,277. All of the shares of Common Stock beneficially owned by Acquisitor were paid for using its working capital funds.

The aggregate purchase price of the 61,900 shares of Common Stock beneficially held by American Opportunity Trust is \$537,199 (exclusive of brokerage fees and commissions). All of the shares of Common Stock beneficially held by American Opportunity Trust were paid for using its working capital funds.

ITEM 4. PURPOSE OF TRANSACTION.

The Filing Parties believe that the shares of Common Stock of the Issuer are undervalued and represent an attractive investment opportunity. They presently have no plans or proposals which would relate to or result in any of the matters set forth in subparagraphs (a) - (j) of Item 4 of Schedule 13D except as set forth herein. The Filing Parties intend to have open communications with the Issuer's management in order to monitor their efforts to increase stockholder value. Depending on various factors including, without limitation, the Issuer's financial position and investment strategy, the price levels of the shares of Common Stock, conditions in the securities markets and general economic and industry conditions, the Filing Parties may in the future take such actions with respect to their investment in the Issuer as they deem appropriate, including without limitation purchasing additional shares of Common Stock in the open market or otherwise, making an offer to purchase up to all of the Issuer's outstanding shares of Common Stock through a negotiated transaction

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

or otherwise, seeking to elect a slate of directors to the Issuer's board of directors or presenting proposals for stockholders' consideration at an annual or special meeting of the Issuer's stockholders. The Filing Parties may also sell some or all of their shares of Common Stock in the open market or through privately negotiated transactions, or change their intention with respect to any and all matters referred to in this Item 4.

Page 8 of 22

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a)-(b) The aggregate number and percentage of the outstanding Common Stock of the Issuer beneficially owned (i) by each of the Filing Parties, and (ii) to the knowledge of the Filing Parties, by each other person who may be deemed to be a member of the group, is as follows:

Filing Party	Aggregate Number of Shares	Number of Shares: Sole Power to Vote or Dispose	Number of Shares: Shared Power to Vote or Dispose	Approximate Percentage*
Acquisitor	410,800	410,800	0	4.95%
J O Hambro Group	61,900	0	61,900	0.75%
J O Hambro Capital Management	61,900	0	61,900	0.75%
Christopher H. B. Mills	472,700	0	472,700	5.69%
American Opportunity Trust	61,900	0	61,900	0.75%

* Based on 8,303,123 shares of Common Stock, par value \$1.00 per share, outstanding as of March 17, 2003, which is based on information reported in the Issuer's Annual Report on Form 10-K, for the year ended December 31, 2002.

Page 9 of 22

(c) During the past 60 days, the Filing Parties effected no transactions in the Common Stock other than those set forth in the following table:

Date	Filing Party	Buy or Sell	Number of Shares	Price
4/2/2003	Acquisitor Holdings (Bermuda) Ltd.	Buy	7,200	\$ 8.43
5/14/2003	Acquisitor Holdings (Bermuda) Ltd.	Buy	168,900	\$ 8.55

All of the above transactions were effected on the open market.

(d) No person other than the Filing Parties is known to have the right to receive, or the power to direct the receipt of dividends from, or the

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

proceeds from the sale of, such shares of Common Stock.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

As co-investment advisers to American Opportunity Trust, Christopher Harwood Bernard Mills and J O Hambro Capital Management share the right to transfer and vote the shares of the Common Stock of the Issuer pursuant to an agreement dated as of January 7, 1993 between American Opportunity Trust and J O Hambro Capital Management.

On May 27, 2003, the Filing Parties entered into the Joint Filing Agreement, which is attached hereto as an exhibit and incorporated herein by reference.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

The following documents are filed herewith or incorporated by reference herein:

(a) Administration, Management and Custody Management Agreement dated as of January 7, 1993 between J O Hambro Capital Management and American Opportunity Trust.

(b) Joint Filing Agreement dated as of May 27, 2003 by and among Acquisitor Holdings (Bermuda) Ltd., J O Hambro Capital Management Group Limited, J O Hambro Capital Management Limited, American Opportunity Trust Plc and Christopher H. B. Mills.

Page 10 of 22

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Dated: May 27, 2003

ACQUISITOR HOLDINGS (BERMUDA) LTD.

J O HAMBRO CAPITAL MANAGEMENT GROUP LIMITED

By: /s/ Duncan Soukup

By: /s/ R. G. Barrett

Name: Duncan Soukup
Title: Deputy Chairman

Name: R. G. Barrett
Title: Director

J O HAMBRO CAPITAL MANAGEMENT LIMITED

AMERICAN OPPORTUNITY TRUST PLC
By: J O Hambro Capital Management Limited, Its investment advisor

By: /s/ R. G. Barrett

By: /s/ R. G. Barrett

Name: R. G. Barrett
Title: Director

Name: R. G. Barrett
Title: Director

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

/s/ Christopher Mills

CHRISTOPHER MILLS

Page 11 of 22

SCHEDULE A

Information Concerning Directors and Executive Officers of the Filing Parties

The following table sets forth certain information concerning each of the directors and executive officers of Acquisitor Holdings (Bermuda) Ltd. ("Acquisitor") as of the date hereof.

Name: Duncan Soukup
(Deputy Chairman)
Citizenship: British
Business Address: 118 E. 25th Street, 8th Floor
New York, New York 10010
USA
Principal Occupation: Deputy Chairman, Acquisitor
Managing Director, Acquisitor plc
President and Chief Executive Officer, Lionheart Group, Inc.
Managing Director, New York Holdings Ltd.

Name: Luke Oliver Johnson
(Director)
Citizenship: British
Business Address: Clarendon House
2 Church Street
Hamilton HM 11
Bermuda
Principal Occupation: Director, Acquisitor
Director, Acquisitor plc
Chairman, Signature Restaurants plc

Name: John Stanislas Albert Radziwill
(Chairman)
Citizenship: British
Business Address: Clarendon House
2 Church Street
Hamilton HM 11
Bermuda
Principal Occupation: Chairman, Acquisitor
Chairman, Acquisitor plc
Chairman and Chief Executive Officer, New York Holdings Ltd.
Director, Goldcrown Group Limited
Director, International Assets Holding Corporation

Name: James Ozanne
(Non-Executive Director)
Citizenship: USA
Business Address: Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Principal Occupation: Non-Executive Director, Acquisitor
Principal, Greenrange Partners
Director, Financial Security Assurance

Page 12 of 22

Name: Christopher Harwood Bernard Mills
(Non-Executive Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Non-Executive Director, Acquisitor
Non-Executive Director, Acquisitor plc
Executive Director, NASCIT
Executive Director, American Opportunity Trust
Director, J O Hambro Capital Management

Name: Peter Melhado
(Non-Executive Director)
Citizenship: USA
Business Address: Clarendon House
2 Church Street
Hamilton HM 11
Bermuda
Principal Occupation: Non-Executive Director, Acquisitor
General Partner, Polaris Partners, L.P.

Name: Timothy James Carey Lovell
(Non-Executive Director and Assistant Secretary)
Citizenship: British
Business Address: 9 Walton Street
1st Floor
London
England SW3 2JD
Principal Occupation: Finance Director, Acquisitor plc

Page 13 of 22

The following table sets forth certain information concerning each of the directors and executive officers of J O Hambro Capital Management Group Limited ("J O Hambro Group") as of the date hereof.

Name: James Daryl Hambro
(Chairman)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Chairman, J O Hambro Capital Management

Name: Christopher Harwood Bernard Mills
(Director)
Citizenship: British

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England

Principal Occupation: Non-Executive Director, Acquisitor
Non-Executive Director, Acquisitor plc
Executive Director, NASCIT
Executive Director, American Opportunity Trust
Director, J O Hambro Capital Management

Name: Nichola Pease
(Director and Chief Executive)

Citizenship: British

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England

Principal Occupation: Director and Chief Executive, J O Hambro Capital
Management

Name: Basil Postan
(Director)

Citizenship: British

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England

Principal Occupation: Director, J O Hambro Capital Management

Page 14 of 22

Name: Graham Warner
(Director)

Citizenship: British

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England

Principal Occupation: Director, J O Hambro Capital Management

Name: Robert George Barrett
(Director)

Citizenship: British

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England

Principal Occupation: Director, J O Hambro Capital Management

Name: Nicholas James Measham
(Director)

Citizenship: British

Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Name: Willem Vinke
(Director)
Citizenship: Dutch
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Page 15 of 22

The following table sets forth certain information concerning each of the directors and executive officers of J O Hambro Capital Management Limited ("J O Hambro Capital Management") as of the date hereof.

Name: James Daryl Hambro
(Managing Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Managing Director, J O Hambro Capital Management

Name: Christopher Harwood Bernard Mills
(Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Non-Executive Director, Acquisitor
Non-Executive Director, Acquisitor plc
Executive Director, NASCIT
Executive Director, American Opportunity Trust
Director, J O Hambro Capital Management

Name: Nichola Pease
(Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director and Chief Executive, J O Hambro Capital Management

Page 16 of 22

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Name: Basil Postan
(Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Name: Robert George Barrett
(Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Name: Nicholas James Measham
(Director)
Citizenship: British
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Name: Willem Vinke
(Director)
Citizenship: Dutch
Business Address: J O Hambro Capital Management Limited
Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Director, J O Hambro Capital Management

Page 17 of 22

The following table sets forth certain information concerning each of the directors and executive officers of American Opportunity Trust plc ("American Opportunity Trust") as of the date hereof.

Name: R. Alexander Hammond-Chambers
(Chairman)
Citizenship: British
Business Address: 29 Rutland Square
Edinburgh EH1 2BW
Scotland
Principal Occupation: Non-Executive Director, American Opportunity Trust

Name: Christopher Harwood Bernard Mills
(Executive Director)

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Citizenship: British
Business Address: Ryder Court
14 Ryder Street
London SW1Y 6QB
England
Principal Occupation: Non-Executive Director, Acquisitor
Non-Executive Director, Acquisitor plc
Executive Director, American Opportunity Trust
Executive Director, NASCIT
Director, J O Hambro Capital Management

Name: John Gildea
(Director)
Citizenship: USA
Business Address: Gildea Management Company(1)
537 Steamboat Road
Greenwich, Connecticut 06830
Principal Occupation: Managing Director, Gildea Management Company

Name: The Hon. James J. Nelson
(Director)
Citizenship: British
Business Address: Foreign & Colonial Ventures(2)
4th Floor
Berkeley Square House
Berkeley Square
London W1X 5PA
England
Principal Occupation: Director, Foreign & Colonial Ventures

(1) Gildea Management Company is principally engaged in the investment management business.

(2) Foreign & Colonial Ventures is principally engaged in the investment management business.

Page 18 of 22

Name: Iain Tulloch
(Director)
Citizenship: British
Business Address: Murray Johnstone Ltd.(3)
7 West Nile Street
Glasgow G2 2PX
Scotland
Principal Occupation: Director, Murray Johnstone Ltd.

Name: Philip Ehrman
(Director)
Citizenship: British
Business Address: Gartmore Investment Management Ltd.(4)
Gartmore House
16-18 Monument Street
London EC3R 8AJ
England

Edgar Filing: ACQUISITOR HOLDINGS BERMUDA LTD - Form SC 13D

Principal Occupation: Investment Manager, Gartmore Investment Management Ltd.