

COMPANIES HOUSE

THE REGISTRAR OF COMPANIES COMPANIES HOUSE CROWN WAY CARDIFF CF4 3UZ COMPANIES HOUSE 22/06/99

This form should be completed in black.

The information printed below is taken from Companies House records as at 07/05/99 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	
2,3	0 5	9,9	

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.

Reg	ister	ea (וזזכ	ce ,	(See	note	3)
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RG21 6SZ

This is the address registered by Companies House. BASINGSTOKE HAMPSHIRE

Principal business activities (See note 4)

Trade classification is 6601 LIFE INSURANCE

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

00019772 of company number

company name

WINTERTHUR LIFE UK LIMITED

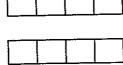
company type PRIVATE COMPANY LIMITED BY SHARES

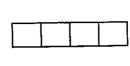
if you are making the return up to an earlier date show the date here. Please note that the form mu: be delivered to Companies House within 28 days (this earlier date.

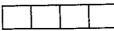
Day	Month	Year

Day	Month	Year

••••		







SCHEDULE TO FORM 363 LIST OF PAST AND PRESENT MEMBERS Company Number: 00019772 Particulars of shares transferred Number of since the date of the last return, shares or or, in the case of the first return, Company Name: amount of since the incorporation of the WINTERTHUR LIFE UK LIMITED stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Currently Transferred Registration Remarks Name and address of Transfer Held WINTERTHUR LIFE ULL 26,400,000 HOLOINGS LTD WINTERTHUR LOAM BASINGSTONE HANOTS RG23 7HW

LIST OF PAST AND PRESENT MEMBERS (continued) **SCHEDULE TO FORM 363** Account of Shares Company Number: 00019772 Particulars of shares transferred Number of since the date of the last return, shares or Company Name: or, in the case of the first return, WINTERTHUR LIFE UK LIMITED amount of since the incorporation of the stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Name and address Currently Registration Remarks Transferred of Transfer Held

	If the information shown needs amendment, give details below and, for secretary and director
Register of members (See note 5)	particulars, the date of any change.
The register is kept at	
REGISTERED OFFICE	
Moloidia of 1102	
Register of debenture holders (See note 6)	
Any register of debenture holders (or duplicate) is kept at	
Company Secretary (See note 7)	Day Month Year
Particulars of a new secretary must be notified on form 288.	Date of any change.
GEOFFREY JOHN	
BOUTLE	
3 WESTBROOK CLOSE OAKLEY	
BASINGSTOKE	
HAMPSHIRE RG23 7HW	
and the second s	Day Month Year_
If this person has ceased to be secretary, please state when.	Date of resignation.
State Wildia	
Directors (See note 7)	Day Month Year
Particulars of a new director must be notified on	Date of any change.
form 288.	
JOHN CHARLES FINAN	
ISOMER COTTAGE THE WARREN	
CAVERSHAM	
READING BERKSHIRE RG4 7TQ	
Date of Birth:- 02/05/38	
Nat:IRISH Occ:MANAGING DIRECTOR	
	Day Month Year
If this person has ceased to be director, please state when.	Date of resignation.
	SCE BUTTER HET
Show any relevant current and previous directorships.	SEE PATTACHED

PAGE

DIRECTORSHIP - MR J C FINAN

Current Directorships

Chief Executive Officer - Winterthur Life UK Limited Mortgage Marque Limited Pass Review Ltd Pass Loans Limited Pension Advisers Support Systems Limited

Previous Directorships

Unit Assurance Co Ltd UNUM Management Co Ltd

Pearl Assurance plc
Pearl Assurance Unit Funds Ltd
Pearl Assurance Marketing Services Ltd
Pearl Trust Managers Ltd
Pearl Assurance United Linked Pensions Ltd
MIM Britannia Unit Trust Managers Ltd
MIM Ltd
Britannia Securities Ltd
City & Provincial Home Loans Ltd
C & P (Commercial Mortgages) Ltd
NEL Britannia International Ltd
NEL Britannia Pensions Ltd
NEL Britannia Trustee Services Ltd
NEL Pensions Ltd
NEL Permanent Healthy Insurance Ltd

<u>DIRECTORSHIP – MR W N HOOD</u>

Current Directorships

Chairman, Wessex Water Services Ltd
Chairman, Wessex Water Commercial Ltd
Chairman, Wessex Property Services Ltd
Chairman, Wessex Water Trustee Company Ltd
Chairman, Wessex Waste Management Ltd
Director, Wessex International Water Services Ltd
Director, Wessex Managed Services Ltd
Director, Commercial Union Environment Trust Plc
Chairman, Bristol
Director, Winterthur Life UK Holdings Limited
Director, Winterthur Life UK Limited
Director, The Harbourside Centre
Chairman, MHIT Plc
Director, The Harbourside Foundation

DIRECTORSHIP - BARONESS HOOPER

Current Directorships

Winterthur Life UK Holdings Limited
Winterthur Life UK Limited
Medical Defence Union Ltd
Centre for Global Energy Studies Ltd
The Tablet Publishing Co Ltd
SmithKline Beecham Plc
Morgan Grenfell Latin American Companies Trust Plc

DIRECTORSHIP - MR R A F OSTIME

Current Directorships

Winterthur Life UK Holdings Limited Winterthur Life UK Limited

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

Directors - continued	Day Month Year
Particulars.	Date of any change.
WILLIAM NICHOLAS HOOD CBE 5 MILES ROAD	
CLIFTON BRISTOL AVON BS8 2JN	
Date of Birth:- 03/12/35 Nat:BRITISH Occ:COMPANY DIRECTOR	Day Month Year
If this person has ceased to be director, please state when.	Date of resignation.
Show any relevant current and previous directorships.	SEE ATTACHEO
Particulars.	Day Month Year Date of any change.
BARONESS GLORIA DOROTHY HOOPER BA 11 CLEVELAND ROW ST JAMES'S LONDON SWIA 1DH	
Date of Birth:- 25/05/39 Nat:BRITISH OCC:PEER OF THE REALM	Day Month Year
If this person has ceased to be director, please state when.	Date of resignation.
Show any relevant current and previous directorships.	SEE ATTACHED
Particulars.	Day Month Year Date of any change.
RICHARD ANTHONY FRANCIS OSTIME ROCKFIELD THREE STYLES ROAD FARNHAM SURREY GU9 7DE	
Date of Birth:- 01/07/34 Nat:BRITISH OCC:GENERAL MANAGER	•
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	

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If the information shown needs amendment, give " 00019772 details below and the date of any change. **Directors - continued** Day Month Year Particulars. Date of any change. THOMAS EDOUARD POPP ZUM HOELZI 15 WINTERTHUR CH8405 SWITZERLAND Date of Birth: - 01/07/49 Nat:SWISS OCC: INSURANCE MANAGER Day Month Year If this person has ceased to be director, please Date of resignation. state when. Show any relevant current and previous directorships. Month Year Day Particulars. Date of any change. DOCTOR STEPHANE CHARLES SARBACH ZUM HOELZLI 17 CH-8405 WINTERTHUR SWITZERLAND Date of Birth: - 13/12/47 Nat:SWISS Occ: MANAGER EUROPEAN DEPARTMENT Day Month Year If this person has ceased to be director, please Date of resignation. state when. Show any relevant current and previous directorships. Month Day Year Particulars. Date of any change. NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a. Day Month Year If this person has ceased to be director, please Date of resignation. state when. Show any relevant current and previous directorships.

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DIRECTORSHIP - MR T E POPP

Current Directorships

Winterthur Life UK Holdings Limited
Winterthur Life UK Limited
Churchill Management Limited
Churchill Insurance Co Limited
Companhia Europeia De Seguros SA, Portugal (a subsidiary of
Winterthur Swiss Insurance Co)
Hispanowin SA, Spain
Winterthur Seguros Generales, SA de Seguros y Reaseguros, Spain
Winterthur Vida Espanola, SA de Segusos sobre la Vida, Spain
Winterthur Salud, SA de Seguros
La Equitativa, SA de Seguros Sobre la Vida, Spain
La Equitativa, SA de Seguros de Riesgos Diversos, Spain
Schweiz, SA Espanola de Seguros y Reaseguros, Spain

Past Directorship

Churchill Insurance Co Limited (formally Housom Ltd)

DIRECTORSHIP - DR S SARBACH

Current Directorships

Winterthur-Europe Vie, Luxembourg Winterthur Life Holdings UK Limited Winterthur Life UK Limited

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

Directors - continued	Day Month Year
Particulars.	Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year
Particulars.	Day Month Year
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
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.	Day Month Year Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
If this person has ceased to be director, please state when. Show any relevant current and previous directorships.	Day Month Year Date of resignation.
Show ally televalit cultert and bigalons directorships.	

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Issued Share Capital (See note 8)	Class Number of Aggregate shares issued nominal value * Preference etc.) (ie Number of shares
Enter details of all shares in issue at the date of this return.	issued multiplied by nominal value per share)
Totalli.	ORDINARY 1,400,000
	<u>ORDINACY</u> 25,000,00 25,000,00
	(NON VOTIENG)
	Totals 26,400,000 <u>26,400,000</u>
List of past and present members	Please mark the
(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.	There were no changes in the period
The last full members list was at 23/05/98	
	A list of changes is enclosed not on paper paper
	A full list of members is enclosed
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.	
Oputificate	
Certificate	Signed Secretary/Director*
I certify that the information given in this return is true to the best of my knowledge and belief.	Date 9th Affin *(delete as appropriate)
I enclose the fee of £ 15.	
Cheques should be made payable to Companies House.	This return includes 6 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?	WINTERTHUR WAY, BASINGSTOUGH
PAGE 6	Telephone <i>01256 798238</i> Ext