



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



A32 *AXSL6G4A* 662
COMPANIES HOUSE 07/05/99

This form should be completed in black.

The information printed below is taken from Companies House records as at 27/04/99
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
09	05	99

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.

DORLAND HOUSE
14-16 REGENT STREET
LONDON
SW1Y 4PH

Principal business activities (See note 4)

Trade classification is
7484 OTHER BUSINESS ACTIVITIES

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

RB0P3/L5

363s

00367

Annual Return

of company number 00362817

F

company name

P. & O. PENSION FUNDS INVESTMENTS 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 must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

Day	Month	Year

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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

REGISTERED OFFICE

Register of debenture holders *(See note 6)*

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.

JAMES EDWARD TOWNLEY
MORRIS
COBWEBS
46 FURZEHILL ROAD HEADLEY DOWN
BORDON
HAMPSHIRE GU35 8HA

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.

IAN GREGORY HOWIE
BARNETT
WINSWOOD THE FIRS POST OFFICE ROAD
INKPEN
BERKS RG17 9PT

Day Month Year

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Date of any change.

Date of Birth:- 04/11/50
Nat:BRITISH
Occ:CHARTERED SURVEYOR

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.

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363

Company Number: 00382817	Account of Shares			Remarks
Company Name: P. & O. PENSION FUNDS INVESTMENTS LIMITED	Number of shares or amount of stock held by existing members at date of this return.	Particulars of shares transferred since the date of the last return, or, in the case of the first return, since the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members.		
Name and address		Number Currently Held	Number Transferred	
D E A MORRIS	26			
3 SPENCER HILL				
LONDON SW19 4PA				
K W MOORE	6			
EAST DENE, SALTERS LANE				
WINCHESTER, HAMPSHIRE SO22 5JP				
M OWEN	25			
1 THORNFIELD GARDENS				
SANDOWN PARK				
TUNBRIDGE WELLS				
KENT TN2 4RZ				
J D STIRLING GALLACHER	6			
"DENEWOOD", 20 THE MOUNT, FETCHAM				
LEATHERHEAD, SURREY KT22 9EE				
G B WHITEHEAD	6			
REDCLIFFE, BROWNLANDS ROAD				
SIDMOUTH				
DEVON EX10 9AR				

LIST OF PAST AND PRESENT MEMBERS

SCHEDULE TO FORM 363

Company Number: 00382817	Account of Shares			Remarks
Company Name: P. & O. PENSION FUNDS INVESTMENTS LIMITED	Number of shares or amount of stock held by existing members at date of this return.	Particulars of shares transferred since the date of the last return, or, in the case of the first return, since the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members.		
		Number Currently Held	Number Transferred	
Name and address				
SIR PETER CAZALET	6			
15 THAMESWALK, HESTER ROAD				
LONDON SW11 3BG				
J M CLAY	6			
1 HERTSFIELD OAST				
STAPLEHURST ROAD				
MARDEN, TONBRIDGE				
KENT TN12 9BW				
J M CROSSMAN	7			
THE OLD VICARAGE				
CHURCH HILL, RAMSEY				
HARWICH				
ESSEX CO12 5EU				
D P HARRISON	6			
THE POPLARS, MATTERSEY THORPE				
DONCASTER				
YORKSHIRE DN10 5EF				
SIR BRUCE MACPHAIL	6			
THORPE LUBENHAM HALL				
MARKET HARBOROUGH				
LEICESTERSHIRE LE16 9TR				

Continued overleaf

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

Directors - continued

Particulars.

JOHN TYNDALE
MARDEN
11 REWLANDS DRIVE
WINCHESTER
HAMPSHIRE SO22 6PA

Date of Birth:- 12/06/50
Nat:BRITISH
Occ:MARINE OPERATIONS

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.

FLEET SERVICES DIRECTOR

Day Month Year

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Date of resignation.

Particulars.

CLIFFORD LEROY
MILLER
THE BEACONS
CADMORE END
HIGH WYCOMBE
BUCKINGHAMSHIRE HP14 3PL

Date of Birth:- 08/12/41
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

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Date of any change.

Day Month Year

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Date of resignation.

Particulars.

KERRY WEST
MOORE
EAST DENE SALTERS LANE
WINCHESTER
HAMPSHIRE SO22 5JP

Date of Birth:- 05/05/27
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

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Date of any change.

Day Month Year

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Date of resignation.

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

Directors - continued

Particulars.

DEREK
KINGSTON
ASHDOWN LODGE ROAD
GREAT BEALINGS
WOODBIDGE
SUFFOLK IP13 6NW

Date of Birth:- 24/08/37

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

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Date of any change.

Day Month Year

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Date of resignation.

Particulars.

NICHOLAS LAWRENCE
LUFF
30 KINGS AVENUE
CARSHALTON
SURREY SM5 4NX

Date of Birth:- 11/03/67

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

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Date of any change.

Day Month Year

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Date of resignation.

Particulars.

SIR
BRUCE DUGALD
MACPHAIL
THORPE LUBENHAM HALL
MARKET HARBOROUGH
LEICESTERSHIRE LE16 9TR

Date of Birth:- 01/05/39

Nat:BRITISH

Occ:MANAGING 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.

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

Directors - continued

Particulars.

JACQUELINE ALISON
FRASER
25 COLNE ROAD
BRIGHTLINGSEA
COLCHESTER
ESSEX CO7 0DL

Date of Birth:- 06/12/61

Nat:BRITISH

Occ:PERSONNEL MANAGER

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
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Date of resignation.

Particulars.

DAVID PETER
HARRISON
THE POPLARS
MATTERSEY THORPE
DONCASTER
YORKSHIRE DN10 5EF

Date of Birth:- 07/08/39

Nat:BRITISH

Occ:CHARTERED ACCOUNTANT

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
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Date of resignation.

Particulars.

ROWAN ROBIN
HOPE
5 CHANTRY STREET
LONDON
N1 8NL

Date of Birth:- 29/01/46

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
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Date of resignation.

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

Directors - continued

Particulars.

TERENCE CHARLES
CAIRNS
54 MILLSIDE DRIVE
CULTER DEN PETERCULTER
ABERDEEN
ABERDEENSHIRE AB1 0WH

Date of Birth:- 18/07/47

Nat:BRITISH

Occ:MANAGING 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 any change.

08 / 07 / 47

Day Month Year

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Date of resignation.

Particulars.

JOHN MARTIN
CLAY
1 HERTSFIELD OAST
STAPLEHURST ROAD MARDEN
TONBRIDGE
KENT TN12 9BW

Date of Birth:- 20/08/27

Nat:BRITISH

Occ:RETIRED 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

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Date of resignation.

Particulars.

JOHN MALCOLM
CROSSMAN
THE OLD VICARAGE
CHURCH HILL RAMSEY
HARWICH
ESSEX CO12 5EU

Date of Birth:- 11/10/40

Nat:BRITISH

Occ:CS

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.

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

Directors - continued

Particulars.

DAVID EDWARD ALBAN
MORRIS
3 SPENCER HILL
LONDON
SW19 4PA

Date of Birth:- 24/08/35
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

Date of any change.

Day	Month	Year

Date of resignation.

Particulars.

JAMES DESMOND
STIRLING GALLACHER
DENEWOOD 20 THE MOUNT
FETCHAM
LEATHERHEAD
SURREY KT22 9EE

Date of Birth:- 28/07/32
Nat:BRITISH
Occ:SPECIAL ADVISOR

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.

Day	Month	Year

Date of resignation.

Particulars.

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

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

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

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

00382817

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)
ORDINARY	100	£100
Totals	100	£100

List of past and present members

(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.

Please mark the
appropriate box.

There were no changes in the period

☐

The last full members list was at 09/05/98

	on paper	not on paper
A list of changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
A full list of members is enclosed	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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.

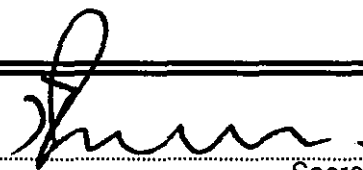
☐**Certificate**

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

I enclose the fee of £ 15.

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

Signed



Secretary/Director

*(delete as appropriate)

Date 6 May 1999

This return includes 19 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?

J E T MORRIS, P&O PENSIONS DEPT

DORLAND HOUSE, 14-16 REGENT STREET

LONDON

Postcode SW1Y 4PH

Telephone 0171 283 8000 Ext 4116

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

IAN GREGORY HOWIE BARNETT

List of Directorships

Chelsea Harbour Limited
Crowngap Investments Limited
P&O Pension Funds Investments Limited
P&O Properties Limited
P&O Property Holdings Limited

Past Directorships

Date Resigned

Chelsea Harbour Investments Limited

23.12.96

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

TERENCE CHARLES CAIRNS

List of Directorships

P&O Scottish Ferries Limited

P&O Scottish Ship Management Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

JOHN MARTIN CLAY

List of Directorships

The Guardian Media Group plc
(Formerly The Guardian & Manchester Evening News plc)
P&O Pension Funds Investments Limited

Past Directorships

Date Resigned

Charter Re-Insurance Company Limited	5. 7.97
Hambro Assured plc	31.12.95
Hambro Assured Care plc	31.12.95
Hambro Group Securities Limited	22. 7.97
Hambro Group Investments Limited	22. 7.97
Hambro International Finance Limited	22. 7.97
Hambros plc	22. 7.97
The Hambro Trust Limited	22. 7.97
(Formerly The Hambro Trust plc)	
C E Heath plc	13. 1.94
Norsk Hydro (UK) Limited	31.12.95
Trade Indemnity Group plc	19. 5.94
Trans-America Investment Co Limited	23. 4.96

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

JOHN MALCOLM CROSSMAN

List of Directorships

Date of Appointment

MNOPF Trustees Limited	15.10.93
MNOPF Trustees Limited	4.6.96
MNRPF Trustees Limited	
Middle East Navigation Aids Service	17.6.93
P&O Pension Funds Investments Limited	18.5.93

Past Directorships

Date Resigned

BI Employees Deposit Fund Limited	(Date Resigned) (Company being struck off)
B D East & Partners Limited	" "
Corporate Estates Investments Limited	" "
Carnglow Limited	" "
Corporate Estates Limited	" "
Corporate Estates Investments Limited	" "
Nalden Properties Limited	" "
C & D Commercial Developments Limited	" "
Central & District Properties (Westminster) Limited	" "
TTPW Limited	" "
Barkwell Mortgage and Investment Company Limited	" "
Central & District Properties Limited	" "
Wiseman Woodward Limited	" "
P&O Short Sea Shipping Limited	7.1.94
Bulk Shipping Associates Limited	
Panilette Limited	
Tower River Limited	
Brantown Properties Limited	6.12.95
Canston Investments Limited	6.12.95
Coventry Trading Estates Limited	6.12.95
Currie Investments Limited	6.12.95
E F Rhodes and Company Limited	6.12.95
Fehrstock Investments Limited	6.12.95
Grosvenor Developments (Scotland) Limited	6.12.95
Kelburne Properties Limited	6.12.95
Oakmead Investments Limited	6.12.95
Safron Properties Limited	6.12.95
Titanprime Limited	6.12.95
Toledocliffe Limited	6.12.95
Voyager Properties Limited	6.12.95
The West London Property Corporation Limited	6.12.95

	<u>Date Resigned</u>
The Peninsular and Oriental Steam Navigation Company	30. 6.96
Abbott & Goldman Limited	30. 6.96
Addison Estates & Investments Limited	30. 6.96
Aldbury (Property) Limited	30. 6.96
Amalgamated Developers (Buxton) Limited	30. 6.96
Atomstage Limited	30. 6.96
Audley Properties Limited	30. 6.96
Avebury One Limited	30. 6.96
Avner Enterprises Limited	30. 6.96
Belfast Steamship Company Limited	30. 6.96
Berham Property Company Limited	30. 6.96
Bilsite Limited	30. 6.96
Biscorn Investments Limited	30. 6.96
Bishopsgate Property & General Investments Limited	30. 6.96
Bovis Estates Limited	30. 6.96
Bovis Europe Limited	30. 6.96
Bovis Properties Northern Limited	30. 6.96
Bovis Properties Scotland Limited	30. 6.96
Bovisgate Properties Limited	30. 6.96
Braham Shipping Limited	30. 6.96
Brishaw Securities Limited	30. 6.96
Broadgate Securities Limited	30. 6.96
Butler's & Colonial Properties Limited	30. 6.96
CCL (Belmont) Limited	30. 6.96
CCL (Birmingham) Limited	30. 6.96
CCL (Kenton) Limited	30. 6.96
CCL (Malden) Limited	30. 6.96
CCL (Trent) Limited	30. 6.96
CCL (Uxbridge) Limited	30. 6.96
CCL (Vectis) Limited	30. 6.96
CCL (Watford) Limited	30. 6.96
CCL (Worthing) Limited	30. 6.96
CCL Land Developments Limited	30. 6.96
CCL Properties Limited	30. 6.96
C E (1994) Limited	30. 6.96
CWT Developments (Manchester) Limited	30. 6.96
Canemars Limited	30. 6.96
Cerland Properties Limited	30. 6.96
Certown Properties Limited	30. 6.96
Cerwood Properties	30. 6.96
Charbond Limited	30. 6.96
Charlwood Alliance Properties Limited	30. 6.96
Chelsea Harbour (Marina) Limited	30. 6.96
The City Property Investment Trust Corporation Limited	30. 6.96
Civil Land Limited	30. 6.96
Coast Lines Limited	30. 6.96
Comtile Investments Limited	30. 6.96
Curriemuir Investments Limited	30. 6.96

Denchbridge (1984) Limited	30. 6.96
Development for Trade and Industry Limited	30. 6.96
Drumhill Properties Limited	30. 6.96
EFH Limited	30. 6.96
Entergrave Limited	30. 6.96
European Ferries Limited	30. 6.96
FCS Estate Management Limited	30. 6.96
Ferndale Homes (Kent) Limited	30. 6.96
Financial Trust Limited	30. 6.96
Frank C Strick & Company (Glasgow) Limited	30. 6.96
Glade Park Limited	30. 6.96
Gleniffer Finance Corporation Limited	30. 6.96
Great West Plaza Estates Limited	30. 6.96
Guardford Limited	30. 6.96
Haymarket Insurance Company Limited	30. 6.96
Hindover Property Company Limited	30. 6.96
Imperial Wharf Limited	30. 6.96
Kingston Trading Estates Limited	30. 6.96
LG Properties (Holdings) Limited	30. 6.96
LG Property Holdings Limited	30. 6.96
LG Properties (UK) Limited	30. 6.96
Laing Estates (Liverpool) Limited	30. 6.96
Laing Investment Company (Central) Limited	30. 6.96
Laing Investment Company (Southern) Limited	30. 6.96
Laing Investments (Cathedral Road) Limited	30. 6.96
Laing Properties Limited	30. 6.96
Laing Property Services Limited	30. 6.96
Laing's Capital Centre Development Limited	30. 6.96
Lanereach Limited	30. 6.96
Lidward Securities Limited	30. 6.96
Linfire Limited	30. 6.96
Lisgold Limited	30. 6.96
London & Leeds Properties Limited	30. 6.96
London Scottish Developments Limited	30. 6.96
London Scottish Properties Limited	30. 6.96
The London Silver Vaults Limited	30. 6.96
Longway Estates Limited	30. 6.96
MCP (1988) Limited	30. 6.96
MCP (Daventry) Limited	30. 6.96
Mapvent Limited	30. 6.96
Mervest (Sloane) Limited	30. 6.96
Millbank Investments (Melksham) Limited	30. 6.96
Mircent Limited	30. 6.96
Monarch Steamship Company Limited	30. 6.96
Mulliner House Dormant Company No. 1 Limited	30. 6.96
Mulliner House Dormant Company No. 2 Limited	30. 6.96
Mulliner House Dormant Company No. 3 Limited	30. 6.96
Mulliner House Dormant Company No. 4 Limited	30. 6.96
Mulliner House Dormant Company No. 5 Limited	30. 6.96
Mulliner House Dormant Company No. 6 Limited	30. 6.96

Mulliner House Dormant Company No. 7 Limited	30. 6.96
Mulliner House Dormant Company No. 8 Limited	30. 6.96
Mulliner House Dormant Company No. 9 Limited	30. 6.96
Nalden Properties Limited	30. 6.96
Normandy Ferries Limited	30. 6.96
Nosil Estates (Investments) Limited	30. 6.96
Old Course Golf & Country Club Limited	30. 6.96
Orion Property Trust Limited	30. 6.96
P&O Agency Services Limited	30. 6.96
P&O American Holdings Limited	30. 6.96
P&O Aviation Limited	30. 6.96
P&O Computer Services Limited	30. 6.96
P&O Construction Limited	30. 6.96
P&O Container (Assets) Limited	30. 6.96
P&O Finance plc	30. 6.96
P&O Group Charitable Trust Limited	30. 6.96
P&O Harbours Limited	30. 6.96
P&O Incentive Trustees Limited	30. 6.96
P&O Limited	30. 6.96
P&O Mobile Lab Limited	30. 6.96
P&O Offshore Projects Limited	30. 6.96
P&O Oil Limited	30. 6.96
P&O Overseas Holdings Limited	30. 6.96
P&O Overseas Transport Limited	30. 6.96
P&O Petroleum Limited	30. 6.96
P&O Property Limited	30. 6.96
P&O Services Group Limited	30. 6.96
P&O Shipping Limited	30. 6.96
P&O Subsea Limited	30. 6.96
P&O Tankmasters Limited	30. 6.96
PFI (1991) Limited	30. 6.96
Pall Mall Properties plc	30. 6.96
Patchstart Limited	30. 6.96
Practisell Limited	30. 6.96
Provincial & Suburban Investments (Alperton) Limited	30. 6.96
Ravenreed Limited	30. 6.96
SCIT Finance Limited	30. 6.96
SCIT Finance (Scotland) Limited	30. 6.96
SCIT Industrial Estate (Western Avenue) Limited	30. 6.96
SGT Investments Limited	30. 6.96
SPU Limited	30. 6.96
Scottish Site Improvements Limited	30. 6.96
Sea Oil Services Limited	30. 6.96
Shimpling Properties Limited	30. 6.96
Sitmar Cruises Limited	30. 6.96
Stanhope Steamship Company Limited	30. 6.96
Sterling Guarantee Services Limited	30. 6.96
Sterling Guarantee Trust Limited	30. 6.96
Stock Conversion Limited	30. 6.96
Stoneleigh Finance (Control) Limited	30. 6.96

Thurne Properties Limited	30. 6.96
Tilland Limited	30. 6.96
Towbar Properties Limited	30. 6.96
Town & City Accounts Limited	30. 6.96
Town & City Construction Company Limited	30. 6.96
Town & City (Manchester) Developments Limited	30. 6.96
Town & City Properties Limited	30. 6.96
Town & City Properties (Holdings) Limited	30. 6.96
Townsend Ferries & Shipping Limited	30. 6.96
Townsend Thoresen Properties (Germany) Limited	30. 6.96
Townsend Thoresen Properties (Windsor) Limited	30. 6.96
Unicos Property Corporation Limited	30. 6.96
Voyager Properties Limited	30. 6.96
The West London Property Corporation Limited	30. 6.96
Wharf Holdings Limited	30. 6.96

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

JACQUELINE ALISON FRASER

List of Directorships

P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

DAVID PETER HARRISON

List of Directorships

Harrison Catering Services Limited
P&O Pension Funds Investments Limited
The P&O Services Group Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

ROWAN ROBIN HOPE

List of Directorships

Beeton Rumford Limited

Earls Court Limited

Olympia Exhibitions Limited

P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

DEREK KINGSTON

List of Directorships

Bovis International Limited

P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

NICHOLAS LAWRENCE LUFF

<u>List of Directorships</u>	<u>Date of Appointment</u>
P&O Finance plc	1. 8.94
Beaufort Insurance Company Limited	20. 5.98
Proteus Insurance Company Limited	" "
Tilbury Container Services Pensions Limited	25. 2.97
Tilbury Container Services Limited	
Southampton Container Terminals Pension Trustees Limited	12. 3.97
Southampton Container Terminals Limited	
Carlton Gardens Investments Limited	1. 1.99
Managed Offices Limited	1. 1.99
Peninsular and Oriental Steam Navigation Company	
P&O Pension Funds Investments Limited	9. 3.99
P&O Properties International Limited	1. 1.99
P&O Overseas Holdings Limited	1. 1.99

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

SIR BRUCE DUGALD MACPHAIL

List of Directorships

The Peninsular and Oriental Steam Navigation Company
Amountword Limited
Amountword (II) Limited
Buildkey Limited
Buildkey (II) Limited
Carlton Gardens Investments Limited
Chelsea Harbour Limited
Earls Court and Olympia Limited
P&O Container Line Limited
P&O Overseas Holdings Limited
P&O Pension Funds Investments Limited
P&O Property Holdings Limited
P&O Properties International Limited

Past Directorships

Date Resigned

Balliol College Residences I plc	12.11.98
Balliol College Residences II plc	12.11.98
Balliol College Residences III plc	12.11.98
Chelsea Harbour Investments Limited	23.17.96
Magdalen College Residences I plc	12.11.98
Magdalen College Residences II plc	12.11.98
Magdalen College Residences III plc	12.11.98
Pall Mall Properties plc	13. 7.93

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

JOHN TYNDALE MARDEN

List of Directorships

P&O Cruises (UK) Limited

P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

CLIFFORD LEROY MILLER

List of Directorships

Middle East Navigation Aids Service
P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

KERRY WEST MOORE

List of Directorships

P&O Pension Funds Investments Limited

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

DAVID EDWARD ALBAN MORRIS

List of Directorships

P&O Pension Funds Investments Limited

Past Directorships

Date Resigned

Beaufort Insurance Company Limited	31.12.98
Bovis Homes Limited	03.12.97
Carlton Gardens Investments Limited	31.12.98
Hamton Limited	23.12.94
Managed Offices Limited	31.12.98
P&O Finance plc	31.12.98
P&O Overseas Holdings Ltd	31.12.98
P&O Properties International Limited	31.12.98
Proteus Insurance Company Limited	31.12.98
Sutten Limited	23.12.94
Templeton College	05.05.95
The Peninsular and Oriental Steam Navigation Company	31.12.98

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817

JAMES DESMOND STIRLING GALLACHER

List of Directorships

P&O Pension Funds Investments Limited

Past Directorships

Date Resigned

Marriot Food Services (Formerly Russell & Brand)
as a non Executive Director

31.12.97