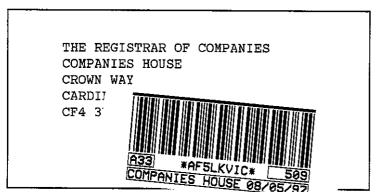


COMPANIES HOUSE



This form should be completed in black.

The information printed below is taken from Companies House records as at 24/04/97 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
0,9	0 5	9 ₁ 7

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.

00382817 of company number

F

company name

P.& O.PENSION FUNDS INVESTMENTS LIMITED

company type

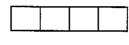
PRIVATÉ COMPANY LIMITED BY SHARES

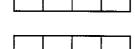
If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

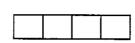
Day	Month	Year
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Day	Month	Year
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00382817	If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.			
Register of members (See 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)	Day Month Year			
Particulars of a new secretary must be notified on form 288.	Date of any change.			
JAMES EDWARD TOWNLEY MORRIS				
COBWEBS 46 FURZEHILL ROAD HEADLEY DOWN				
BORDON HAMPSHIRE GU35 8HA				
If this person has ceased to be secretary, please state when.	Day Month Year			
Directors (See note 7)	Day Month Year			
Particulars of a new director must be notified on	Day Month Year Date of any change.			
form 288. IAN GREGORY HOWIE				
BARNETT WINSWOOD THE FIRS POST OFFICE ROAD INKPEN				
BERKS RG15 OPU				
Date of Birth:- 04/11/50 Nat:BRITISH				
Occ: CHARTERED SURVEYOR	Day Manth Van			
If this person has ceased to be director, please state when.	Day Month Year			
Show any relevant current and previous directorships.				

If the information shown needs amendment, give 00382817 details below and the date of any change. **Directors - continued** Month Day Particulars. Date of any change. LYNNE LESLEY BULMER 244 KINGSTON ROAD STAINES MIDDLESEX TW18 1PG Date of Birth: - 06/08/47 Nat:BRITISH Occ: GROUP PERSONNEL 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 Day Year Particulars. Date of any change. SIR PETER GRENVILLE CAZALET 15 THAMES WALK HESTER ROAD LONDON SW11 3BG Date of Birth: - 26/02/29 Nat:BRITISH Occ:DIRECTOR Day Month Year If this person has ceased to be director, please Date of resignation. state when. Show any relevant current and previous directorships. Day Month Year Particulars. Date of any change. JOHN MARTIN CLAY 1 HERTSFIELD OAST STAPLEHURST ROAD MARDEN TONBRIDGE KENT TN12 9BW

Month

Day

Year

Date of resignation.

Date of Birth:- 20/08/27

Nat:BRITISH

OCC: MERCHANT BANKER

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

Show any relevant current and previous directorships.

PAGE

3

Day	Month	Year	
		. 1	Date of any change.

***************************************	•••••		
	• • • • • • • • • • • • • • • • • • • •		
	••••••••		
	•••••		
•••••			
Day	Month	Year	1
1		L	Date of resignation.
Day	Month	Year	1
		1	Date of any change.

Day	Month	Voor	
Day	Month	Year	Date of resignation
Day	Month	Year	Date of resignation.
Day	Month	Year	Date of resignation.
		1	Date of resignation.
Day I Day	Month Month	Year I Year	
		1	Date of resignation. Date of any change.
		1	
		1	
		1	
		1	
		1	
		1	

Directors - Continued
Particulars.
JOHN MALCOLM
CROSSMAN
THE OLD VICARAGE
CHURCH HILL RAMSEY
HARWICH
ESSEX CO12 5EU

Nat:BRITISH

Occ:CS If this person has ceased to be director, please

Date of Birth: - 11/10/40

Show any relevant current and previous directorships.

Particulars.

state when.

JACQUELINE ALISON FRASER 25 COLNE ROAD BRIGHTLINGSEA COLCHESTER ESSEX CO7 ODL

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.

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.

• • •	00382817				vn needs amendment, give late of any change.
Directors - continued		Day	Month	Year	
Particulars.		, Day	, I	, cai	Date of any change.
JAMES MARY MICHAEL KANE LYNDALE 23 LANGLEY ROAD LANGLEY SLOUGH					
BERKSHIRE SL3 7AE					
Date of Birth:- 07/10/33 Nat:BRITISH Occ:EXECUTIVE DIRECTOR		-			
If this person has ceased to be director, p state when.	blease	Day	Month	Year 	Date of resignation.
Show any relevant current and previous of	directorships.				
Particulars.		Day	Month	Year	Date of any change.
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, pstate when.	please	Day	Month	Year	Date of resignation.
Show any relevant current and previous	directorships.				
		Day	Month	Year	
Particulars.				1	Date of any change.
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, state when.	please	Day	Month	Year	Date of resignation.
Show any relevant current and previous	directorships.				

00382817	If the information shown needs amendment, give details below and the date of any change.
Directors - continued	
Particulars.	Day Month Year
KERRY WEST MOORE	Date of any change.
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.	Day Month Year
Show any relevant current and previous directorships.	
Particulars.	Day Month Year Date of any change.
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.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	
Particulars.	Day Month Year Date of any change.
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.	Day Month Year
Show any relevant current and previous directorships.	

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

Directors - continued	
Particulars.	Day Month Year
DONALD MODMAN	Date of any change.
RONALD NORMAN WALFORD	
12 GOPSHILL LANE	
GRETTON	
CHELTENHAM	
GLOUCESTERSHIRE GL54 5ET	
Date of Birth:- 19/07/44	
Nat:BRITISH	
Occ:FINANCIAL DIRECTOR	
	Day Month Year
If this person has ceased to be director, please state when.	Data of regionation
State Wileli.	Date of resignation.
Show any relevant current and previous directorships.	
,	
Particulars.	Day Month Year
	l l Date of any change.
GEOFFREY BRIAN	
WHITEHEAD	
REDCLIFFE	
BROWNLANDS ROAD SIDMOUTH	
DEVON EX10 9AR	
DETO, DELLO SIII	
Date of Birth:- 06/06/29	
Nat:BRITISH	
Occ:RETIRED	Day Month Year
If this person has ceased to be director, please	
state when.	Date of resignation.
Show any relevant current and previous directorships.	
and the state of t	
Particulars.	Day Month Year
	Date of any change.
NO MODE DIDEOMODG ADDITIONAL GROUPERDED	
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
ok bikholoko mobi be molified on form 200a.	
•	
	•
Market and the second s	Day Month Year
If this person has ceased to be director, please	
state when.	Date of resignation.
Show any relevant current and previous directorships.	
·	14414

Issued Share Capital (See note 8)	Class (eg Ordinary/ Preference etc.)	Number of shares issued	I nominal value (ie Number of shares
Enter details of all shares in issue at the date of this return.	ORDINARY	100	issued multiplied by nominal value per share) £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. The last full members list was at 09/05/96	There were no c	changes in the pe	Please mark the appropriate box.
	A list of change	s is enclosed mbers is enclosed	on paper paper
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	Signed 2	hum	· Secretary/ Director *
I certify that the information given in this return is true to the best of my knowledge and belief.	Date 7 May	1997	*(delete as appropriate)
I enclose the fee of £ 15. Cheques should be made payable to Companies House.		(enter number)	nave completed
	J E T MORRI	s, P&O PENSIO	NS DEPT
To whom should Companies House direct any enquiries	DORLAND HOUS	E, 14-16 REGE	NT STREET
about the information shown in this return?	LONDON		
		Postcod	e SW1Y 4PH
DAGE 9	Telephone 01	.71 283 8000	Ext 4116

LIST OF PAST AND PRESENT MEMBERS (continued) SCHEDULE TO FORM 363

Company Number: 00392917	·	Acc	ount of Share	S FORM 363
Company Number: 00382817 Company Name: P.& O.PENSION FUNDS INVESTMENTS LIMITED	Number of shares or amount of stock held by existing members at date of this return.	since the date or, in the case since the incorr company, by (a) persons w members, a (b) persons w	ho are still and	
Name and address	Number Currently Held	Number Transferred	Date of Registration of Transfer	Remarks
D E A MORRIS	26			
3 SPENCER HILL				
LONDON SW19 4PA				
K W MOORE	6			
EAST DENE, SALTERS LANE			1 - 110-30 113	
WINCHESTER, HAMPSHIRE SO22 5JP				
M OWEN	25			
1 THORNFIELD GARDENS				
SANDOWN PARK				
TUNBRIDGE WELLS			,	
KENT TN2 4RZ				
J D STIRLING GALLACHER	6			
"DENEWOOD", 20 THR MOUNT, FETCHAM				
LEATHERHEAD, SURREY KT22 9EE				
G B WHITEHEAD	6			
REDCLIFFE, BROWNLANDS ROAD				
SIDMOUTH				
DEVIB EX10 9AR				
•				

LIST OF PAST AND PRESENT MEMBERS	SCHEDULE TO FORM 363			
Company Number: 00382817		Particulars of s	ount of Share hares transferred	·\$
	Number of shares or		of the last return,	
Company Name:	amount of	since the incorp	of the first return, poration of the	
P.& O.PENSION FUNDS INVESTMENTS LIMITED	stock held	company, by		
	by existing	(a) persons wi	no are still	
	members at date of this	members, a		
	return.	(b) persons wi ceased to b	no have e members.	
	Number	NI. made and	Date of	
Name and address	Currently	Number	Registration	Remarks
	Held	Number Transferred	of Transfer	
SIR PETER CAZALET	6			
4 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	<u>.</u>			
D P HARRISON	6			
THE POPLARS, MATTERSEY THORPE		ļ		
DONCASTER				
YORKSHIRE 1 8N10 5EF			_	
SIR BRUCE MACPHAIL	6			
THORPE LUBENHAM HALL				
MARKET HARBOROUGH				
LEICESTERSHIRE LE16 9TR				<u> </u>

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 LYNNE LESLEY BULMER

List of Directorships

P&O Pension Funds Investments Ltd

JOHN MARTIN CLAY

List of Directorships

Charter Re-Insurance Company Limited

The Guardian Media Group plc

(Formerly The Guardian & Manchester Evening News plc)

Hambro Group Investments Limited

Hambro International Finance Limited

Hambros plc

The Hambro Trust Limited

(Formerly The Hambro Trust plc)

P&O Pension Funds Investments Limited

Past Directorships	Date Resigned
Cunningham Hart (Holdings) Limited Hambro Assured plc Hambro Assured Care plc Hambro Group Securities Limited C E Heath plc JFB Investments Limited Johnson & Firth Brown plc Johnson & Firth Brown (Trustees) Ltd Johnson & Firth Brown (Works Trustees) Ltd Norsk Hydro (UK) Limited Thornhope Limited Trade Indemnity Group plc	5. 4.93 31.12.95 31.12.95 23. 4.96 13. 1.94 2. 2.93 2. 2.93 2. 2.93 2. 2.93 31.12.95 29. 9.92 19. 5.94
Trans-America Investment Co Limited	23. 4.96

SIR PETER GRENVILLE CAZALET

List of Directorships

Date of Appointment

Energy Capital Investment Company plc
King George's Fund for Sailors (Hon. Secretary)
Lloyd's Register of Shipping
(Member of General Committee & Ex. Bd)
P&O Pension Funds Investments Limited
The Peninsular and Oriental Steam Navigation Company

Past Directorships	<u>Date Resigned</u>
APV plc	30. 9.96
De La Rue plc	July 1995
GKN plc	31.12.96
Top Salary Pay Review Body	1994
Wellcome Trust Limited	26.02.96

JOHN MALCOLM CROSSMAN

<u>List of Directorships</u>	Date of Appointment
MNOP Trustees Limited	15.10.93
MNOPP 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
Sitmar Cruises Limited	13. 7.93 (Date Resigned)
BI Employees Deposit Fund Limited	(Company being struck off)
B D East & Partners Limited	
Corporate Estates Investments Limited	دد دد
Carnglow Limited	66 66
Corporate Estates Limited	<i>دد دد</i>
Corporate Estates Investments Limited	"
Nalden Porpoerties Limited	"
C & D Commercial Developments Limited	٤૮
Central & District Properties (Westminster) Limited	44 44
TTPW Limited	66 66
Barkwell Mortgage and Investment Company Limited	66 66
Central & District Properties Limited	ε ε εε
Wiseman Woodward Limited	((((
P&O Short Sea Shipping Limited	7. 1.94
Bulk Shipping Associates Limited	
Panilette Limited	
Toweriver 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

	Date Resigned
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
Analgamated Developers (Buxton) Limited	30. 6.96
Atomstage Limited 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
	30. 6.96
Berham Property Company Limited Bilsite Limited	30. 6.96
Biscorn Investments Limited	30. 6.96
	30. 6.96
Bishopsgate Property & General Investments Limited	30. 6.96
Bovis Estates Limited	30. 6.96
Bovis Europe Limited Remin Properties Northern 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 CWT Developments (Manchester) Limited	30. 6.96
Canemarsh 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
2011011011010 (270.)	

Development for Trade and Industry Limited	30. 6.96
Drumhill Properties Limited	30. 6.96
EFH Limited	30. 6.96
Entergrove 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
Gladepark 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 Emitted 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
	30. 6.96
Stanhope Steamship Company Limited Sterling Guarantee Services Limited	30. 6.96
	30. 6.96
Sterling Guarantee Trust Limited Stock Conversion Limited	30. 6.96
Stock Conversion Limited Stoneleigh Finance (Control) Limited	30. 6.96
	30. 6.96
Thurne Properties Limited Tilland Limited	30. 6.96
Towbar Properties Limited	30. 6.96
Townal Properties Diffitted	23. 3.70

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

<u>P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817</u> <u>DAVID PETER HARRISON</u>

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 JAMES MARY MICHAEL KANE

List of Directorships

Bovis Construction Limited Harrow Enterprise Agency P&O Pension Funds Investments Limited

SIR BRUCE DUGALD MACPHAIL

List of Directorships

The Peninsular and Oriental Steam Navigation Company

Amountword Limited

Amountword (II) Limited

Balliol College Residences I plc

Balliol College Residence II plc

Balliol College Residence III plc

Buildkey Limited

Buildkey (II) Limited

Carlton Gardens Investments Limited

Chelsea Harbour Limited

Earls Court and Olympia Limited

Megdalen College Residences I plc

Magdalen College Residences II plc

Magdalen College Residences III plc

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
Chelsea Harbour Investments Limited	23.17.96
European Ferries Group Limited	12. 9.89
European Ferries Limited	12. 9.89
P&O Travel Limited	6. 2.91
Pall Mall Properties plc	13. 7.93
The West London Property Corporation Limited	12. 6.90
Venturetrade Limited	12. 6.90

<u>P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817</u> <u>JOHN TYNDALE MARDEN</u>

List of Directorships

P&O Cruises (UK) Limited
P&O Pension Funds Investments Limited

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

<u>List of Directorships</u>

P&O Pension Funds Investments Limited

DAVID EDWARD ALBAN MORRIS

<u>List of Directorships</u>	Date of Appointment
	4.40.00
The Peninsular and Oriental Steam Navigation Company	1.10.92
Beaufort Insurance Company Limited	1.10.92
Carlton Gardens Investments Limited	1.10.92
Managed Offices Limited	1.10.92
P&O Finance plc	1.10.92
P&O Overseas Holdings Ltd	1.10.92
P&O Properties International Limited	1.10.92
Proteus Insurance Company Limited	1.10.92
Member of the Council of Templeton College	1984
Bovis Homes Limited	16.12.96

Past Directorships	Date Resigned
British Consultants Bureau	November 91
Peat Marwick McLintock Acquisition Services	28. 9.92
Nolan, Norton & Company Limited	1992
Peat Marwick (Overseas MC) Limited	1992
KPMG Peat Marwick Management Consultants	1992
Hamton Limited	23.12.94
Sutten Limited	23.12.94

P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817 JAMES DESMOND STIRLING GALLACHER

List of Directorships

Marriot Food Services (Formerly Russell & Brand) as a non Executive Director P&O Pension Funds Investments Limited

RONALD NORMAN WALFORD

List of Directorships

Bovis Homes Limited

R T Warren (Builders, St Albans) Limited

Phoenix Securities (Developments) Limited

Bovis Insulation Limited

Bovis Homes Projects Limited

Bovis (New Ash Green) Limited

Bovis Homes South East Limited

Nisbett Contractors Limited

Bovis Homes Wessex Limited

Bovis Homes Cornwall Limited

Bovis Homes Devon Limited

Bovis (Holdings) Limited

Bovis Construction Limited

Bovis Homes Eastern Limited

H F Johnson (Hurworth) Limited

Aycliffe Homes Limited

Boyis Homes Midlands & Northern Limited

Hawkelm Limited

Bovis Homes Investments Limited

Bovis Homes Southern Limited

Bovis Country Homes Limited

Page-Johnson Properties Limited

H Newbury & Son (Builders) Limited

Malcolm Sanderson Estates Limited

Bovis Homes Scotland Limited

Bovis Homes Developments Limited

Unitpage Limited

Widebulk Limited

Albion Wharf Limited

Londonderry Estates Limited

Parkestrel Limited

Bovis Brunning Homes Inc (Georgia)

Bovis Homes Inc (Florida)

Bovis Brunning Homes Realty Inc

Bovis Homes (Ireland) Limited

Bishops Park Limited

P&O Pensions Funds Investments Limited

Past Directorships

R T Warren (Builders, Uxbridge) Limited Townunit Limited

St George Development Company Limited Oxford Land Limited (Alternate Director only)

Date Resigned

Liquidated 1988 1991 22 December 1993 23 July 1993

<u>P&O PENSION FUNDS INVESTMENTS LIMITED - COMPANY NO. 382817</u> <u>GEOFFREY BRIAN WHITEHEAD</u>

List of Directorships

Exxtor Group Holdings Limited P&O Pension Funds Investments Limited