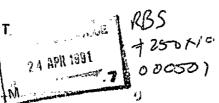
THE SECRETARIAT Lyons Information Systems



| | | X |
|---|--|--------|
| | Amual | Return |
| Company number | CN 557732 | F |
| Company name | Sun Life Financial Associates Ltd. | |
| Date of this return The information on this return is made up to | Day Month Year DA 27 03 91 | |
| Date of next return I wish to make the next return to | DB | |
| Registered Office This is the Address at the date of this return | RO 107 Cheapside | |
| Any change of registered office must be notified on form 287 | Post town LONDON County/Region Postcode EC2V 6DU | |
| Principal business activities The trade classification code number(s) for principal activity or activities is (are) | PA 8 6 2 9 | |

| Register of Members | RM (the registered office) | |
|---|--------------------------------------|--------|
| The register of members is kept at | | |
| | Post town | |
| | County/Region | |
| | Postcode | |
| | | |
| Register of Debenture Holder | RD NOT APPLICABLE | R |
| A register of debenture holders is kept at | | |
| | Post town | |
| | County/Region | |
| | Postcode | |
| | | |
| Company type | T2 Private company limited by shares | |
| | | |
| Company Secretary | | |
| Name * Style/Title | e CS Mr. | |
| Forenames | s John Dudley | |
| Surname | e Webster | |
| * Honours etc | C | |
| Previous forenames | S | |
| Previous surname | | |
| Usual residential address | s AD 10 Herrydown Way | |
| | | |
| | Post town CHISLEHURST | |
| | County/Region Kent | |
| | Postcode BR7 5RS Country | |
| * Voluntary details | | Page 1 |
| | | NSWW. |

| Name | * Style/Title | CD Mr. | 8 |
|-----------|---------------------|------------------------------------|----------|
| | Forenames | Peter Brian | |
| | Surname | Austen | |
| | * Honours etc | | |
| | Previous forenames | | |
| | Previous surname | | [|
| Usua 1 | residential address | AD 1 Winchester Close | {} |
| | ; | | |
| | | Post town BROMLEY |] |
| | ; | County/Region Kent | |
| | i | Postcode BR2 OPX Country | |
| | Date of birth | DO 30 06 29 Nationality NA British | <u> </u> |
| | Business occupation | OC Director, SLFA |] |
| | Other directorships | 0D None | |
| | | | |
| ** | 40.34743 | | Л |
| Name | * Style/Title | CD Mr. | |
| | Forenames | Paul James | |
| | Surname | Barlow | |
| | * Honours etc | | |
| | Previous forenames | | |
| | Previous surname | | |
| Usual | residential address | AD 44 Chantry View Road | |
| | · | | |
| | | Post town GUILDFORD | |
| | | County/Region Surrey | |
| | | Postcode GUI 3XT Country | |
| | Date of birth | DO 12 07 44 Nationality NA British | |
| | Business occupation | OC A.G.H. (Marketing & Sales) | |
| | Other directorships | GD Hone | |
| * Volunta | ary details | | Page 3 |

| | Company 557732 |
|--|------------------------------------|
| Directors (continued) | |
| Name * Style/Title | CD Mr. |
| Forenames | Geoffrey |
| Surname | Harrison-Dees |
| * Honours etc | |
| Previous forenames | |
| Previous surname | |
| Usual residential address | AD Portland House |
| | Rickling Green |
| | Post town SAFFRON WALDEN |
| | County/Region Essex |
| | Postcode CB11 3YG Country |
| Date of birth | DO 09 06 38 Hationality NA British |
| Business occupation | OC G.M. Marketing & Sales |
| Other directorships | OD None |
| | |
| Name * Style/Title | CD Mr |
| Forenames | Paul Leslie |
| | |
| Surname * Honours etc | Smith |
| | |
| Previous forenames | |
| Previous surname Usual residential address | AD 4 Frobisher Avenue |
| usual residencial address | AD 4 Frobisher Avenue Portishead |
| | |
| | Post town BRISTOL |
| | County/Region Avon |
| | Postcode BS20 9X8 Country |
| Date of hirth | DO 02 06 48 Wationality WA British |

Date of birth
Business occupation
Other directorships

9C

00

Director(Kkt & Dev) SLFA

None

* Voluntary details

| D | de 04 - 7 - 17 14 7 - | | R |
|-----------|-----------------------|------------------------------------|--------|
| Name | * Style/Title | CD Mr. | |
| | Forenames | Thomas | |
| | Surname | Swan | |
| | * Honours etc | | |
| | Previous forenames | | |
| | Previous surname | | |
| Usual | residential address | AD The Spinney, 21 Ladythorn Cres. | |
| | | Bramhall ,Stockport | |
| | | Post town | |
| | | County/Region Cheshire | |
| | | Postcode SK7 2HB Country | |
| | Date of birth | DO 03 08 30 Nationality NA British | |
| | Business occupation | OC Director, SLFA | |
| | Other directorships | OD None | - |
| | ļ | | |
| | | | |
| Name | * Style/Title | CD Mr. | |
| | Forenames | Andrew Manning | |
| | Surname | Veal | |
| | * Honours etc | | |
| | Previous forenames | |] |
| | Previous surname | | |
| Usual | residential address | AD Lower Frys | |
| | | St. Mary's Street | |
| | | Post town AXERIDGE | |
| | | County/Region Somerset | |
| | | Postcode BS26 2BN Country |] |
| | Date of birth | DO 16 06 40 Nationelity HA British | |
| | Business occupation | OC Deputy Man.Director, SLFA | |
| | Other directorships | OD None | |
| * Volunta | ary details | (Continuation sheet 2) | Page 3 |

| Issu | ed | shar | re (| capita | 1 | |
|------|-----|------|------|---------|-----|-----|
| The | sha | res | in | issue | at | the |
| date | of | th | is i | re turn | are | • |

| Class | Number | Aggregate Nominal Value |
|--------------------------|-----------------|----------------------------|
| £1 Ordinary | 2 | 2.00 |
| | | |
| | | |
| | | |
| | | |
| | | |
| Totals | 2 | 2.00 |
| A full list of members i | s enclosed on p | aper |

List of past and present Members

Elective resolutions (Private companies only)

None

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 £25.

Make cheques payable to Companies House.

Signed Secretary/Director *

Secretary/Director *
(* delete as appropriate)

Date

This return includes 2 continuation sheets.

Contact point address

J.I. Fyfe 107 Cheapside LONDON

Postcode EC2V 6DU

Telephone 071-606 7788

Extension

Complete List of Members for Sun Life Financial Associates Ltd.

| Member's Name | | |
|---------------|------------|--------|
| North British | Properties | p.1.c. |
| 107 Cheapside | , LONDON | • |
| EC2V 60U | | |

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary | 0 | 1 | | 01/04/87 | |
| Shares | | | 1 | 14/09/88 | 0 |

Member's Name and Address North British Properties p.l.c. &, R.F.C. Zamboni 107 Cheapside, LONDON, EC2V 6DU

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary Shares | 0 | 1 | 1 | 01/04/87 | 0 |

Member's Name and Address Sun Life Assurance Society plc 107 Cheapside, LONDON EC2V 6DU

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary Shares | , in the second | 1 | | 14/09/88 | 1 |

Member's Name and Address Sun Life Nominees Ltd. 107 Cheapside, LONDON EC2V 6DU

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| £1 Ordinary Shares | 7 | 1 | | 14/09/88 | 1 |