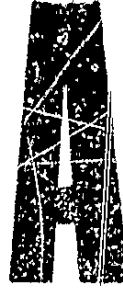


FORM ML8



BULK LIST OF SHAREHOLDERS OR MEMBERS

A bulk list (over 10 pages) for the company named below has been lodged but does not appear on this Annual Return microfiche.

If you wish to search the list, please enquire at the Search Control Counter.

Company Number 638918

Company Name San Atmarc and  
London Insurance PLC

Made-up-date 29 / 5 / 90

**A****COMPANIES FORM No 363****Annual Return****of a company****Pursuant to sections 363 and 364 of the Companies Act 1985****NOTE A Fee is payable on the registration of this return****To the Registrar of Companies****For official use****Company Number****Annual return of****638918****Sun Alliance and London Insurance Plc****The information in this return is as at****29 May 1990****(The date of this return)****Address of registered office of company****1 Bartholomew Lane, LONDON  
EC2N 2AB****Total amount of indebtedness of the company  
in respect of all mortgages and charges****£ Nil****If different from the  
registered office,  
state address where the  
register of members or  
any register of debenture  
holders or any duplicate  
or part of any register  
of debentures is kept or  
may be inspected****Register of members****Lloyds Bank PLC, Registrar's Department,  
Goring-by-Sea, WORTHING West Sussex BN12 6DA****Register of debenture holders****Particulars of the secretary****Name Henry Silver****Previous Name(s) None****Address 5 Green Lawns  
Hendon Lane  
Finchley  
LONDON N3 3SW****We certify this return which comprises pages 1 to 6 and 15 continuation sheets****Signed***Henry Silver***Director, and***Henry Silver***Secretary****Presenter's name, address  
and reference (if any):****H Silver  
1 Bartholomew Lane  
LONDON  
EC2N 2AB****For official use  
General section****Post room****LB40 x 2  
587387****COMPANIES HOUSE  
26 JUN 1990****CHAPP**

## Particulars of the director(s) of the company

Name Andrew Robert Coghill Arbuthnot	Business Occupation Director
Previous name(s) None	Nationality British
Address Monksfield House Tilford FARNHAM Surrey GU10 2AL	Date of birth 14/01/26
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Phoenix Assurance plc (resigned 05/07/89) Sun Alliance and London Assurance Company Limited (resigned 05/07/89) Sun Insurance Office Limited (resigned 05/07/89)	
Name Sir Christopher John Benson	Business Occupation Director
Previous name(s) None	Nationality British
Address Pauls Dene House Castle Road SALISBURY Wiltshire SP1 3RY	Date of birth 20/07/33
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Docklands Light Railway Limited (resigned 31/10/88) Dolphin Farms Limited Dolphin Property (Management) Limited	
Name Ronald Kenneth Bishop	Business Occupation Director
Previous name(s) None	Nationality British
Address 23 The Willows CHESHAM BOIS Buckinghamshire HP6 5NT	Date of birth 14/07/26
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Audatex (UK) Limited Boothdale Investments Ltd (resigned 31/10/85) Bradford Insurance Company Limited (resigned 31/10/85)	
Name Geoffrey Bowler	Business Occupation Director
Previous name(s) None	Nationality British
Address 13 Green Lane PURLEY Surrey CR8 3PP	Date of birth 11/07/24
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Beacon Insurance Company Limited (resigned 30/06/87) Bradford Insurance Company Limited (resigned 30/06/87) Charles Church Holdings plc	

## Particulars of the director(s) of the company

Name Geoffrey Ernest Brown	Business Occupation Insurance Manager
Previous name(s) None	Nationality British
Address Horseshoe House 19 Harmsworth Way Totteridge LONDON N20 8JT	Date of birth 21/07/30
Other relevant past or present directorships Alliance Assurance Company Limited Ilford Hill Development (Management) Ltd (Dissolved) (resigned 31/12/85) Phoenix Assurance plc (resigned 05/07/89) Sun Alliance and London Assurance Company Limited (resigned 05/07/89)	
Name The Earl of Robert Alexander Crawford & Balcarres	Business Occupation Director
Previous name(s) None	Nationality British
Address Balcarres Colinsburgh LEVEN Fife KY9 1HL Scotland	Date of birth 05/03/27
Other relevant past or present directorships Abela Holdings (UK) Limited Alliance Assurance Company Limited (resigned 05/07/89) J & S Sieger Ltd National Westminster Bank PLC (resigned 19/04/88)	
Name Leopold David de Rothschild	Business Occupation Director
Previous name(s) None	Nationality British
Address 11 Campden Hill Square LONDON W8	Date of birth 12/03/27
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) English Chamber Orchestra & Music Society Ltd Exbury Gardens Ltd Laing Properties Plc (resigned 27/04/90)	
Name Michael Lewis Dew	Business Occupation Insurance Manager
Previous name(s) None	Nationality British
Address Moor Cottage Iping MIDHURST Sussex GU29 0PJ	Date of birth 07/11/34
Other relevant past or present directorships Frankwood Property Co Ltd (resigned 23/02/88) Ilford Hill Development (Management) Ltd (Dissolved) (resigned 31/12/85) Imbercourt Properties Limited Kembrey Park Limited	

## Particulars of the director(s) of the company

Name Sir Derrick Holden-Brown	Business Occupation Director
Previous name(s) None	Nationality British
Address Copse House De La Warr Road MILFORD ON SEA Hampshire	Date of birth 14/02/23
Other relevant past or present directorships Aldenhall School Company (resigned 01/07/88) Alliance Assurance Company Limited (resigned 05/07/89) Allied Breweries Ltd Allied-Lyons Benevolent Trust Ltd	
Name John Nigel Courtenay James	Business Occupation Director
Previous name(s) None	Nationality British
Address 11 Wilton Place LONDON SW1X 8RL	Date of birth 31/03/35
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Grosvenor & Eaton Estates Developments Co Ltd Grosvenor Developments Ltd Grosvenor Estate Holdings	
Name Henry Neville Lindley Keswick	Business Occupation Director
Previous name(s) None	Nationality British
Address 28 Arlington House Arlington Street St James's LONDON SW1A 1RL	Date of birth 29/09/38
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) British & Chinese Corporation Ltd (resigned 06/07/87) British Executive Service Overseas Dairy Farm International Holdings Limited	
Name The Lord Robert Hugh Molesworth Kindersley	Business Occupation Director
Previous name(s) None	Nationality British
Address 25 Grafton Square LONDON SW4 0DB	Date of birth 18/08/29
Other relevant past or present directorships Aall Trust & Banking Corporation Ltd (resigned 31/12/87) Alliance Assurance Company Limited (resigned 05/07/89) Commonwealth Development Corporation (Chairman) (resigned 30/06/89) Lazard Brothers & Co Ltd	

## Particulars of the director(s) of the company

Name Henry Uvedale Antrobus Lambert Previous name(s) None Address 35 Malvern Court Onslow Square LONDON SW7 3HY	Business Occupation Director Nationality British Date of birth 09/10/25
Other relevant past or present directorships Alliance Assurance Company Limited (resigned 05/07/89) Barclays Bank PLC Barclays International Ltd (resigned 10/06/87) Barclays PLC	
Name David Burdett Money-Coutts Previous name(s) None Address Magpie House Peppard Common HENLEY-ON-THAMES Oxfordshire RG9 5JG	Business Occupation Director Nationality British Date of birth 19/07/31
Other relevant past or present directorships Abchurch Nominees Ltd (resigned 01/10/85) Alliance Assurance Company Limited (resigned 05/07/89) BCH Property Limited Bellgate Nominees Ltd (resigned 16/12/85)	
Name Roger Albert Gartside Neville Previous name(s) None Address Towngate House Tidebrook NR WADHURST Sussex TN5 6PE	Business Occupation Insurance Manager Nationality British Date of birth 23/12/31
Other relevant past or present directorships Al-Alamiya Insurance Company Limited Alliance Assurance Company Limited Beacon Insurance Company Limited Bradford Insurance Company Limited (resigned 05/07/89)	
Name William Gillies Niven Previous name(s) None Address The Well House Foxburrow Hill Road, Bramley GUILDFORD Surrey GU5 0BP	Business Occupation Director Nationality British Date of birth 25/09/24
Other relevant past or present directorships Acrecrest Limited (resigned 31/05/89) Alliance Assurance Company Limited (resigned 05/07/89) Beacon Insurance Company Limited (resigned 31/05/89) Bradford Insurance Company Limited (resigned 31/05/89)	

## Particulars of the director(s) of the company

Name Ralph Petty	Business Occupation Insurance Manager
Previous name(s) None	Nationality British
Address 17 Broadfields HARPENDEN Hertfordshire AL5 2HJ	Date of birth 17/09/35
Other relevant past or present directorships Guildhall Insurance Company Limited London Guarantee & Reinsurance Company Limited Phoenix Assurance Overseas Holdings Limited Phoenix Group P F Nominees Limited (resigned 11/02/88)	
Name Roger John Taylor	Business Occupation Insurance Manager
Previous name(s) None	Nationality British
Address The Toll House Bucks Green, Rudgwick HORSHAM West Sussex RH12 3JE	Date of birth 07/12/41
Other relevant past or present directorships Alliance Assurance Company Limited Bradford Insurance Company Limited (resigned 05/07/89) D A S Legal Expenses Insurance Company Limited (resigned 25/08/89) Fire Insurers' Research & Testing Organisation	
Name Samuel Charles Whitbread	Business Occupation Director
Previous name(s) None	Nationality British
Address Southill Park BIGGLESWADE Bedfordshire	Date of birth 22/02/37
Other relevant past or present directorships Boddingtons Breweries PLC (resigned 11/09/87) Brewers' Society Business in the Community (resigned 01/08/88) Gems (Wax Models) Limited (resigned 14/04/86)	
Name Brian Alfred Wright	Business Occupation Insurance Manager
Previous name(s) None	Nationality British
Address Fairways Colley Manor Drive REIGATE Surrey RH2 9JS	Date of birth 06/02/30
Other relevant past or present directorships Alliance Assurance Company Limited Foxstern Limited Hogg Robinson Property Services Limited Horsham Mobile Physiotherapy Service Ltd (resigned 23/06/86)	

(Company 638918)

Particulars of other directorships held or previously held, specifying  
the director in question

Directorships for A R C Arbuthnot

The London Assurance (resigned 05/07/89)

Directorships for Sir Christopher Benson

English Property Corporation plc (resigned 31/08/88)  
Fairfield Properties (86 Southwark Bridge Road) Limited  
(resigned 31/08/88)  
Fairfield Properties (Gatwick) Limited (resigned 31/08/88)  
Fairfield Properties (Southwark) Limited (resigned 31/08/88)  
Fairfield Properties Company (128/132 B.High St) Limited  
(resigned 31/08/88)  
Fairfield Properties Company (93/95 Borough High St) Limited  
(resigned 31/08/88)  
Fairfield Properties Company (97/99 Borough High St) Limited  
(resigned 31/08/88)  
Fairfield Properties Company (Bermondsey) Limited (resigned 31/08/88)  
Fairfield Properties Company (George Row) Limited (resigned 31/08/88)  
Fairfield Properties Company (Metropolitan) Limited (resigned 31/08/88)  
Fairfield Properties Company (Riverside) Limited (resigned 31/08/88)  
Fairfield Properties Investment Company (Mayfair) Limited  
(resigned 31/08/88)  
Fairfield Property Co.(Mayfair) Holdings Limited (resigned 31/08/88)  
Freeholds and Leaseholds (Manchester) Limited (resigned 31/08/88)  
House of Fraser Limited (resigned 31/01/86)  
J Sanders and Sons (Holdings) Limited (resigned 31/08/88)  
London Docklands Development Corporation (resigned 31/10/88)  
London Land & Property Company Limited (resigned 31/08/88)  
Manchester Commercial Buildings Company Limited (resigned 31/08/88)  
MEPC (Slough) Limited (resigned 31/08/88)  
MEPC Arcadia Limited (resigned 31/08/88)  
MEPC Corporate Services Limited (resigned 31/08/88)  
MEPC Developments Limited (resigned 31/08/88)  
MEPC Farringdon Street Limited (resigned 31/08/88)  
MEPC Glasgow Limited (resigned 31/08/88)  
MEPC Guildford Properties Limited (resigned 31/08/88)  
MEPC King's Road Limited (resigned 31/08/88)  
MEPC Maxal Limited (dissolved 18.7.88) (resigned 18/07/88)  
MEPC Mayfair Properties Limited (resigned 31/08/88)  
MEPC Munich Limited (resigned 31/08/88)  
MEPC Pall Mall Limited (resigned 31/08/88)  
MEPC plc  
MEPC Profit-Sharing Scheme Nominees Limited  
MEPC Projects Limited (resigned 31/08/88)  
MEPC Tunbridge Wells Limited (resigned 31/08/88)  
MEPC United Kingdom Limited (resigned 31/08/88)  
Metestates Limited (resigned 31/08/88)  
Ortem Developments Limited (resigned 31/08/88)  
Ortem Estates Limited (resigned 31/08/88)  
Park Lane Travel Pty Limited



Particulars of other directorships held or previously held, specifying the director in question

#### Directorships for Sir Christopher Benson

Pauls Dene Properties Limited  
 Phoenix Assurance plc (resigned 05/07/89)  
 Reedpack Limited  
 REPS Limited (resigned 31/08/88)  
 Royal Opera House Covent Garden Limited  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The Boots Company PLC  
 The Housing Corporation  
 The London Assurance (resigned 05/07/89)  
 The London County Freehold and Leasehold Properties Limited (resigned 31/08/88)  
 The Metropolitan Railway Surplus Lands Company Limited (resigned 31/08/88)  
 The Oldham Estate Company plc (resigned 31/08/88)  
 Town Investments Limited (resigned 31/08/88)  
 Trepan Limited (resigned 31/08/88)  
 Tuckridge Limited (resigned 31/08/88)  
 Waddon Property Management Limited (resigned 31/08/88)  
 West Riding House Limited (resigned 31/08/88)

#### Directorships for R K Bishop

Clearfol Investment Limited (resigned 31/10/85)  
 D A S Legal Expenses Insurance Company Limited (resigned 31/10/85)  
 Ebor Phoenix Assurance Company Limited (resigned 31/10/85)  
 Fortress Insurance Company Limited (resigned 31/10/85)  
 Hardington Investment Limited (resigned 31/10/85)  
 Harewood Downs Golf Club Ltd (resigned 22/11/86)  
 Liverpool Marine and General Insurance Company Limited (resigned 31/10/85)  
 London Guarantee & Reinsurance Company Limited (resigned 31/10/85)  
 Phoenix Assurance Overseas Holdings Limited (resigned 31/10/85)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Phoenix Assurance Trustee Company Limited (resigned 31/10/85)  
 Phoenix Group P F Nominees Ltd (resigned 31/10/85)  
 Phoenix Redcliffe Ltd (resigned 31/10/85)  
 Property Growth (Holdings) Limited (resigned 31/10/85)  
 Property Growth Assurance Company Limited (resigned 31/10/85)  
 Property Growth Pensions and Annuities Limited (resigned 31/10/85)  
 Sherborne Lane Properties Holdings Limited (resigned 31/10/85)  
 Sherborne Lane Properties Limited (resigned 31/10/85)  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 Swiss Reinsurance Company (UK) Ltd  
 Tariff Reinsurances Limited (resigned 31/10/85)  
 The Century Insurance Company Limited (resigned 31/10/85)  
 The City Fire Insurance Co Ltd  
 The Insurance Technical Bureau (resigned 31/10/85)  
 The London Assurance (resigned 05/07/89)  
 The Northern Maritime Insurance Company Limited (resigned 31/10/85)

(Company 638918)  
Particulars of other directorships held or previously held, specifying  
the director in question

Directorships for R K Bishop

The Pennine Insurance Company Limited (resigned 31/10/85)  
The Union Marine and General Insurance Company Limited (resigned 31/10/85)  
Watling Street Properties Ltd (resigned 31/10/85)

Directorships for G Bowler

Ebor Phoenix Assurance Company Limited (resigned 30/06/87)  
ECIT Finance Limited  
Elders Insurance Company Limited (resigned 30/06/87)  
Equity Consort Investment Trust P.L.C.  
Guildhall Insurance Company Limited (resigned 30/06/87)  
Lancaster plc  
Liverpool Marine and General Insurance Company Limited (resigned 30/06/87)  
London & County Glazing Company Limited (resigned 30/06/87)  
London Guarantee & Reinsurance Company Limited (resigned 30/06/87)  
N M Rothschild Asset Management (Holdings) Limited  
N M Rothschild Asset Management Limited  
National Vulcan Engineering Insurance Group Limited (resigned 30/06/87)  
Phoenix Assurance Overseas Holdings Limited (resigned 30/06/87)  
Phoenix Assurance plc (resigned 05/07/89)  
Property Growth Assurance Company Limited (resigned 30/06/87)  
Property Growth Pensions and Annuities Limited (resigned 30/06/87)  
Reedham Park Tennis Club Ltd  
Rothschild Trust Company Limited  
Sal Pension Fund Limited (resigned 30/06/87)  
Sun Alliance and London (Overseas) Limited (resigned 30/06/87)  
Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
Sun Alliance Fund Management Limited (resigned 30/06/87)  
Sun Alliance Linked Life Insurance Limited (resigned 30/06/87)  
Sun Alliance Pensions Life & Investment Services Limited  
(resigned 30/06/87)  
Sun Alliance Pensions Limited (resigned 30/06/87)  
Sun Alliance Trust Company Limited (resigned 30/06/87)  
Sun Insurance Office Limited (resigned 05/07/89)  
Tariff Reinsurances Limited (resigned 30/06/87)  
The British Aviation Insurance Co Ltd (resigned 02/07/87)  
The British Law Insurance Company Limited (resigned 30/06/87)  
The Century Insurance Company Limited (resigned 30/06/87)  
The London Assurance (resigned 05/07/89)  
The London Assurance Nominees Limited (resigned 30/06/87)  
The National Transit Insurance Company Limited (resigned 30/06/87)  
The Northern Maritime Insurance Company Limited (resigned 30/06/87)  
The Pennine Insurance Company Limited (resigned 30/06/87)  
The Planet Assurance Company Limited (resigned 30/06/87)  
The Sea Insurance Company Limited (resigned 30/06/87)  
The Union Marine and General Insurance Company Limited (resigned 30/06/87)  
The Westminster Fire Office (resigned 30/06/87)  
Watling Street Properties Ltd (resigned 30/06/87)

Directorships for G E Browne

Sun Alliance Fund Management Limited

Particulars of other directorships held or previously held, specifying the director in question

Directorships for G E Browne

Sun Alliance Investment Management Limited  
Sun Alliance Pension Scheme Investment Management Limited  
Sun Alliance Unit Trust Management Limited  
Sun Insurance Office Limited  
The London Assurance  
Watling Street Properties Limited

Directorships for The Earl of Crawford & Balcarres

Phoenix Assurance plc (resigned 05/07/89)  
Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
Sun Insurance Office Limited (resigned 05/07/89)  
The London Assurance (resigned 05/07/89)  
The Scottish American Investment Co PLC (resigned 31/12/88)

Directorships for L D de Rothschild

N.M. Rothschild & Sons Ltd  
N.M. Rothschild Asset Management Ltd  
Phoenix Assurance plc (resigned 05/07/89)  
Rothschild Trust Corporation Limited  
Rothschilds Continuation Ltd  
Second Continuation Ltd  
Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
Sun Insurance Office Limited (resigned 05/07/89)  
The London Assurance (resigned 05/07/89)

Directorships for M L Dew

Phoenix (Norbury & Birmingham) Limited  
Phoenix Metropolitan Investments Limited  
Sun Alliance Group Properties Limited  
Sun Alliance Pension Scheme Investment Management Limited  
Sun Alliance Property Construction Limited  
Temple Gate Management Ltd (Dissolved) (resigned 31/12/85)  
Watling Street Properties Limited

Directorships for Sir Derrick Holden-Brown

Allied-Lyons Charitable Trust  
Allied-Lyons Eastern Limited  
Allied-Lyons First Pension Trust Ltd  
Allied-Lyons Investments Ltd

Particulars of other directorships held or previously held, specifying the director in question

Directorships for Sir Derrick Holden-Brown

Allied-Lyons Pensions Services Limited  
 Allied-Lyons PLC  
 Allied-Lyons Second Pension Trust Ltd  
 Bibby Transport Ltd (resigned 01/01/86)  
 Brewing Research Property Co Ltd  
 Broad Street Securities Ltd  
 Denmark Street Bristol Second Pension Trust Ltd  
 Gomiddle Limited  
 Hiram Walker (Scotland) Pension Trust Limited (resigned 01/07/89)  
 Hiram Walker-Allied Vintners Limited  
 J Lyons & Co Ltd  
 J R Phillips & Co Ltd (resigned 01/05/88)  
 Midland Bank Plc (resigned 08/04/88)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Portsmouth Naval Heritage Trust  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The Brewers' Society Ltd  
 The London Assurance (resigned 05/07/89)  
 The White Ensign Association Limited  
 William Grant & Sons (UK Sales) Ltd (resigned 27/02/89)

Directorships for J N C James

Grosvenor Estate International Developments  
 Grosvenor Estate International Properties  
 Grosvenor Estates Limited  
 Grosvenor International Ltd  
 Grosvenor Investments Limited  
 Grosvenor Investments Ltd (resigned 01/04/86)  
 Grosvenor Precinct (Chester) Ltd (resigned 01/01/87)  
 Grosvenor Westminster Holdings Ltd  
 Judge Kestrel Ltd (resigned 31/10/86)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Realty Insurances Ltd  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 Surveyors Holdings Ltd (resigned 31/03/86)  
 The London Assurance (resigned 05/07/89)  
 The Royal Bank of Scotland Group plc  
 The Royal Bank of Scotland plc  
 Tilford Bach Festival Choir and Orchestra Limited  
 W heatsheaf Developments  
 W heatsheaf Investments (resigned 30/04/86)  
 Williams & Glyn's Bank Ltd (resigned 30/09/85)  
 Woolwich Equitable Building Society (resigned 31/12/89)

Directorships for H N L Keswick

Hong Kong Association

Particulars of other directorships held or previously held, specifying the director in question

#### Directorships for H R L Keswick

Howe Matheson & Co Ltd (resigned 02/06/86)  
 Howe Matheson Tankers Ltd (resigned 02/06/86)  
 J M I B Management Ltd (resigned 15/04/86)  
 Jardine (Lloyds Underwriting Agents) Ltd (resigned 31/12/87)  
 Jardine Matheson Holdings Limited  
 Jardine Matheson Underwriting Agencies Ltd (resigned 31/12/87)  
 Jardine Pacific Holdings  
 Jardine Strategic Holdings  
 Keswick Nominees Ltd  
 Mandarin Oriental International Limited  
 Matheson & Co Ltd  
 Matheson (Chartering) Ltd (resigned 03/03/87)  
 Matheson Bank Ltd (formerly Matheson Trust Co Ltd) (resigned 17/11/87)  
 Matheson Freight Services (Hldgs) Ltd (resigned 07/06/85)  
 Matheson Freight Services Ltd (resigned 30/06/86)  
 Matheson Investments Ltd (resigned 17/11/87)  
 Matheson Motor Holdings Ltd (resigned 17/11/87)  
 Matheson Petroleum Co Ltd (resigned 03/03/87)  
 Matheson Properties Co Ltd (resigned 03/03/87)  
 Matheson Shipping Services Ltd (resigned 03/03/87)  
 Matheson Trading Co Ltd (resigned 03/03/87)  
 Mathesons Nominees Ltd (resigned 17/11/87)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Robert Fleming Holdings Ltd  
 Rothmans International plc  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The Epsom Grand Stand Association  
 The Hongkong and Shanghai Banking corpn (London Advisory)  
 The Hongkong Land Company Limited  
 The London Assurance (resigned 05/07/89)  
 Thistle Insurance Co Ltd (resigned 17/11/87)  
 United Racecourses Ltd (resigned 16/05/90)  
 Walbrook Holdings Ltd (resigned 17/11/87)

#### Directorships for The Lord Kindersley

Phoenix Assurance plc (resigned 05/07/89)  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The All England Lawn Tennis Ground Ltd  
 The All England Motor Park Ltd  
 The London Assurance (resigned 05/07/89)  
 The Maersk Co Ltd  
 The Wimbledon Lawn Tennis Museum Ltd (resigned 31/12/87)  
 Witan Investment Co Ltd (resigned 17/07/85)

#### Directorships for H U A Lambert

Bleachingley & Hathersham Estate Company

Particulars of other directorships held or previously held, specifying the director in question

#### Directorships for H U A Lambert

British Airways PLC (resigned 31/12/89)  
 Cuckseys Farms Ltd  
 London House for Overseas Graduates (resigned 01/10/85)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The Agricultural Mortgage Corporation PLC  
 The Bankers Clearing House Ltd (resigned 01/10/85)  
 The London Assurance (resigned 05/07/89)  
 The White Ensign Association Limited

#### Directorships for D B Money-Coutts

Bishopsgate International Nominees Ltd (resigned 01/10/85)  
 BPUT Nominees Ltd (resigned 01/10/85)  
 Broca Nominees (M & G Group) Ltd (resigned 01/10/85)  
 Business in the Community (resigned 01/08/88)  
 Charifund Nominees Ltd (resigned 01/10/85)  
 Charities Investment Managers Ltd  
 Coutts & Co  
 Coutts Finance Company  
 Coutts Property Company  
 Davearne Nominees Ltd (resigned 01/10/85)  
 Dun & Bradstreet Ltd (resigned 31/05/87)  
 Finserve Nominees Ltd (resigned 01/10/85)  
 Gerrard & National Holdings PLC  
 Gerrard & National PLC (resigned 01/10/86)  
 Jason Nominees Ltd (resigned 01/10/85)  
 M & G Group PLC  
 M & G Limited  
 Malyons Nominees Ltd (resigned 01/10/85)  
 MGA Nominees Ltd (resigned 01/10/85)  
 MGC Nominees Ltd (resigned 01/10/85)  
 MGQ Nominees Ltd (resigned 01/10/85)  
 MGX Nominees Ltd (resigned 01/10/85)  
 Mirglip Nominees Ltd (resigned 01/10/85)  
 National Westminster Bank PLC (resigned 24/04/90)  
 Phoenix Assurance plc (resigned 05/07/89)  
 Silver Rose Nominees Ltd (resigned 01/10/85)  
 Strand Nominees Ltd (resigned 01/10/85)  
 Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
 Sun Insurance Office Limited (resigned 05/07/89)  
 The Leonard Hackett Memorial Trust  
 The London Assurance (resigned 05/07/89)  
 The Old Etonian Trust

#### Directorships for R A G Neville

D A S Legal Expenses Insurance Company Limited (resigned 25/08/89)

(Company 638918)  
Particulars of other directorships held or previously held, specifying  
the director in question

Directorships for R A G Neville

Elders Insurance Company Limited  
Guildhall Insurance Company Limited  
Liverpool Marine and General Insurance Company Limited  
London Guarantee & Reinsurance Company Limited  
National Vulcan Engineering Insurance Group Limited (resigned 07/12/89)  
Phoenix Assurance Overseas Holdings Limited  
Phoenix Assurance plc  
Property Growth Assurance Company Limited  
Property Growth Pensions and Annuities Limited  
Sal Pension Fund Limited  
Sun Alliance and London Assurance Company Limited  
Sun Alliance Fund Management Limited (resigned 05/07/89)  
Sun Alliance Group Properties Limited  
Sun Alliance Insurance International Limited  
Sun Alliance Insurance Overseas Limited  
Sun Alliance Insurance UK Limited  
Sun Alliance Investment Management Limited  
Sun Alliance Linked Life Insurance Limited (resigned 05/07/89)  
Sun Alliance Linked Life Insurance Limited  
Sun Alliance Mortgage Company Limited (resigned 05/07/89)  
Sun Alliance Pensions Life & Investment Services Limited  
(resigned 05/07/89)  
Sun Alliance Pensions Limited (resigned 05/07/89)  
Sun Alliance Property Construction Limited (resigned 31/05/89)  
Sun Alliance Trust Company Limited  
Sun Alliance Unit Trust Management Limited (resigned 05/07/89)  
Sun Insurance Office Limited  
Tariff Reinsurances Limited  
The Century Insurance Company Limited  
The London Assurance  
The London Assurance Nominees Limited  
The National Transit Insurance Company Limited  
The Northern Maritime Insurance Company Limited  
The Pennine Insurance Company Limited (resigned 05/07/89)  
The Sea Insurance Company Limited  
The Union Marine and General Insurance Company Limited  
The White Ensign Association Limited

Directorships for W G Niven

Bretmead Limited (resigned 31/05/89)  
Clearfol Investment Limited (resigned 31/05/89)  
Concord European Holdings Limited (resigned 31/05/89)  
Ebor Phoenix Assurance Company Limited (resigned 31/05/89)  
Elders Insurance Company Limited (resigned 31/05/89)  
Fortress Insurance Company Limited (resigned 31/05/89)  
Frankswood Property Co Ltd (in liquidation) (resigned 23/02/88)  
Guildhall Insurance Company Limited (resigned 31/05/89)  
Ilford Hill Development (Management) Ltd (dissolved) (resigned 31/12/85)

(Company 636912)

Particulars of other directorships held or previously held, specifying  
the director in question

**Directorships for W G Niven**

Imbercourt Properties Limited (resigned 31/05/89)  
Kembrey Park Limited (resigned 31/05/89)  
Liverpool Marine and General Insurance Company Limited (resigned 31/05/89)  
London Guarantee & Reinsurance Company Limited (resigned 31/05/89)  
National Vulcan Engineering Insurance Group Limited (resigned 31/05/89)  
No 3 Copthall Buildings Limited (resigned 17/01/86)  
Phoenix (Norbury & Birmingham) Limited (resigned 31/05/89)  
Phoenix Assurance Overseas Holdings Limited (resigned 31/05/89)  
Phoenix Assurance plc (resigned 05/07/89)  
Phoenix Group P F Nominees Limited (resigned 11/02/88)  
Phoenix Metropolitan Investments Limited (resigned 31/05/89)  
Property Growth (Holdings) Limited (resigned 31/05/89)  
Property Growth Assurance Company Limited (resigned 31/05/89)  
Property Growth Pensions and Annuities Limited (resigned 31/05/89)  
Sal Pension Fund Limited (resigned 22/12/87)  
Securities (Western) Management Ltd (resigned 16/05/86)  
Sun Alliance and London Assurance Company Limited (resigned 05/07/89)  
Sun Alliance Fund Management Limited (resigned 31/05/89)  
Sun Alliance Group Properties Limited (resigned 31/12/88)  
Sun Alliance Insurance International Limited (resigned 31/05/89)  
Sun Alliance Insurance Overseas Limited (resigned 31/05/89)  
Sun Alliance Insurance UK Limited (resigned 31/05/89)  
Sun Alliance Investment Management Limited (resigned 31/12/88)  
Sun Alliance Linked Life Insurance Limited (resigned 31/05/89)  
Sun Alliance Management Services Limited (resigned 31/05/89)  
Sun Alliance Mortgage Company Limited (resigned 31/05/89)  
Sun Alliance Pensions Life & Investment Services Limited  
(resigned 31/05/89)  
Sun Alliance Pensions Limited (resigned 31/05/89)  
Sun Alliance Property Construction Limited (resigned 31/05/89)  
Sun Alliance Trust Company Limited (resigned 31/05/89)  
Sun Alliance Unit Trust Management Limited (resigned 31/05/89)  
Sun Insurance Office Limited (resigned 05/07/89)  
Tariff Reinsurances Limited (resigned 31/05/89)  
Temple Gate Management Ltd (dissolved) (resigned 31/12/85)  
The Century Insurance Company Limited (resigned 31/05/89)  
The London Assurance (resigned 05/07/89)  
The London Assurance Nominees Limited (resigned 31/05/89)  
The National Transit Insurance Company Limited (resigned 31/05/89)  
The Northern Maritime Insurance Company Limited (resigned 31/05/89)  
The Peninsula Insurance Company Limited (resigned 31/05/89)  
The Sea Insurance Company Limited (resigned 31/05/89)  
The Union Marine and General Insurance Company Limited (resigned 31/05/89)  
The Westminster Fire Office Limited (resigned 31/05/89)  
Watling Street Properties Limited (resigned 31/05/89)

**Directorships for R Petty**

Sun Alliance Insurance Overseas Limited



Particulars of other directorships held or previously held, specifying the director in question

Directorships for R Petty

Sun Alliance Insurance UK Limited (resigned 05/07/89)  
 The Century Insurance Company Limited  
 The City Fire Insurance Company Limited (resigned 31/10/85)  
 The Sea Insurance Company Limited

Directorships for R J Taylor

Loss Prevention Certification Board Limited  
 Loss Prevention Technical Centre  
 Mynshul Group PLC  
 National Vulcan Engineering Insurance Group Limited  
 Phoenix Assurance plc  
 Sun Alliance and London Assurance Company Limited  
 Sun Alliance Insurance Overseas Limited  
 Sun Insurance Office Limited  
 Swinton (Holdings) Limited  
 The British Aviation Insurance Company Limited  
 The Fire Protection Association (resigned 08/03/90)  
 The London Assurance  
 The Loss Prevention Council  
 The Pennine Insurance Company Limited (resigned 05/07/89)  
 The Sea Insurance Company Limited

Directorships for S C Whitbread

Marston Thompson & Evershed PLC (resigned 11/09/87)  
 S C Whitbread Farms  
 Whitbread and Company, Public Limited Company  
 Whitbread Investment Company, PLC  
 Whitbread Pensions Trustees Limited  
 Whitbread Share Ownership Trustees Limited

Directorships for B A Wright

Lautro Ltd (resigned 30/06/89)  
 Mynshul Group PLC  
 Phoenix Assurance plc  
 Property Growth Assurance Company Limited  
 Property Growth Pensions and Annuities Limited  
 Sal Pension Fund Limited  
 Sun Alliance and London Assurance Company Limited  
 Sun Alliance Fund Management Limited  
 Sun Alliance Life Limited  
 Sun Alliance Linked Life Insurance Limited  
 Sun Alliance Mortgage Company Limited (resigned 05/07/89)

(Company 638918)  
Particulars of other directorships held or previously held, specifying  
the director in question

Directorships for B A Wright

Sun Alliance Pensions Life & Investment Services Limited  
(resigned 05/07/89)

Sun Alliance Pensions Limited

Sun Alliance Unit Trust Management Limited

Sun Insurance Office Limited

Swinton (Holdings) Limited

The London Assurance

## Summary of share capital and debentures

Nominal share capital £ 200,000,000

divided into:-

Number of shares	Class	Nominal value of each share
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800,000,000	Ordinary	£ 0.25p
		£
		£
		£
		£

## Issued share capital and debentures

1 Number of shares of each class taken up at the date of this return

Number	Class
1 789,390,126	Ordinary
2	
3	
4	
5	

2 Number of shares of each class issued subject to payment wholly in cash

1 49,551,157	Ordinary
2	
3	
4	
5	

3 Number of shares of each class issued as fully paid up for a consideration other than cash

1 737,838,969	Ordinary
2	
3	
4	
5	

Amount per share

4 Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up

1 £ Nil		
2 £		
3 £		
4 £		
5 £		

5 Number of shares (if any) of each class issued at a discount

1 Nil	
2	
3	
4	
5	

Summary of share capital and debentures continued

(Company 638918)

	Amount	Number	Class
6 Amount of discount on the issue of shares which has not been written off at the date of this return	£ Nil		
7 Amount per share called up on number of shares of each class	£ 0.25	49,551,157	Ordinary
	£		
	£		
	£		
8 Total amount of calls received	£ 12,387,789		
	£		
	£		
	£		
9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	£ 184,459,742	737,838,969	Ordinary
	£		
	£		
	£		
10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	£ Nil		
	£		
	£		
	£		
11 Total amount of calls unpaid	£ Nil		
12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures	£ Nil		
13 Total amount of the sums allowed by way of discount for any debentures since the date of the last return	£ Nil		
14 Total number of shares of each class forfeited		Nil	
15 Total amount paid (if any) on shares forfeited	£ Nil		
16 Total amount of shares for which share warrants to bearer are outstanding	£ Nil		
17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	ISSUED £ Nil		
	SURRENDERED £ Nil		
18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind		Nil	

## LIST OF PAST AND PRESENT MEMBERS

Folio in register ledger con- taining partic- ulars	Names and Addresses

(Company 638918)

Page 6

# SUN ALLIANCE AND LONDON INSURANCE plc

Statement pursuant to the Companies Act 1985, Section 231 (Schedule 5 Part 1) of interests in Subsidiary Companies at 31 December 1989.

<u>Name of Country of Incorporation</u>	<u>Percentage of shares held</u>	
	<u>By Parent Company</u>	<u>By Subsidiaries</u>
<u>UNITED KINGDOM</u>		
Acrecrest Ltd	100	
Alliance Assurance Co. Ltd		100
Beacon Insurance Co. Ltd	100*	
Beacon Insurance Co. Ltd	100	
Bradford Insurance Co. Ltd	100	
Bretmead Ltd		100
Century Insurance Co. Ltd., The (Registered In Scotland)	100	
Clearfol Investment Ltd		100
Concord European Holdings Ltd		100x
Concord European Holdings Ltd		100+
Damage Control Ltd		100
Directors and Officers Ltd		100
Elders Insurance Co Ltd	100	
Employers Protection Advisory Services Ltd		100
Employers Protection Insurance Services Ltd		100
Employers Protection Management Services Ltd		100
Fortress Insurance Co. Ltd	100	
Guildhall Insurance Co. Ltd	100	
Homebuyers Protection Limited		100
Independent Systems Ltd		100
Intellectual Property Insurance Services Ltd		100
International Assistance Services Ltd		100
Kembrey Park Ltd		100
Legal Benefits Ltd		100
Legal Expenses Ltd		100
Liverpool Marine and General Insurance Co Ltd	100	
London Assurance, The		100
London Guarantee & Reinsurance Co Ltd	100	
Meadowside Insurance Services Ltd		100
National Transit Insurance Co Ltd, The	100	
National Vulcan Engineering Insurance Group Ltd		100
National Vulcan Safety Products Ltd		100
Northern Maritime Insurance Co Ltd, The	100	
North Park Computer Services Ltd		100x
Pennine Insurance Company Ltd, The		100
Phoenix Assurance Overseas Holdings Ltd		100
Phoenix Assurance plc		100
Phoenix Metropolitan Investments Ltd		100
Phoenix (Norbury & Birmingham) Ltd		100
Property Growth Assurance Co Ltd		100

<u>Name of Country of Incorporation</u>	<u>Percentage of shares held</u>	
	<u>By Parent Company</u>	<u>By Subsidiaries</u>
<u>UNITED KINGDOM</u>		
Property Growth Pension and Annuities Ltd		100
Property Growth (Holdings) Ltd	100	
Ra Group Ltd	100	
Sea Insurance Co Ltd, The		100
Sun Alliance and London Assurance Co Ltd		100
Sun Alliance Insurance International Ltd	100	
Sun Alliance Insurance Overseas Ltd	100	
Sun Alliance Insurance UK Ltd	100	
Sun Alliance Life Ltd		100
Sun Alliance Linked Life Insurance Ltd		100
Sun Alliance Managed Pensions Services Ltd		100
Sun Alliance Management Services Ltd	100	
Sun Alliance Pensions Life and Investment Services Ltd		100
Sun Alliance Pensions Ltd		100
Sun Insurance Office Ltd		100
Syntelligence International Ltd		65
Tariff Reinsurances Ltd		100
The Legal Protection Group Ltd	100	
Thompson (C.H.) Ltd		100
Truscotts Estate Agency Limited		100
Union Marine and General Insurance Co Ltd, The		100
Vulcan Boiler Engineering Services Ltd		100
<u>ANTIGUA</u>		
Caribbean Alliance Insurance Co Ltd		75
<u>AUSTRALIA</u>		
Bridge Street Properties Pty Ltd		100
CIL Australia Pty Ltd		100
CIL Brokerage Pty Ltd		100
Lombard Insurance Co (Australia)		100
Lombard Insurance Investments Ltd		100
Phoenix Securities Pty Ltd		100
Sun Alliance Australia Ltd		100
Sun Alliance Funds Management Ltd		100
Sun Alliance Holdings Ltd		100
Sun Alliance Insurance Ltd		100
Sun Alliance Investments Proprietary Ltd		100
Sun Alliance Life Assurance Ltd		100
Sun Alliance Mortgage Insurance Ltd		100
Sun Alliance Nominees Pty Ltd		100
Sun Alliance Superannuation Management Pty Ltd		100
World Cover Travel Insurance Services Pty Ltd		100



<u>Name of Country of Incorporation</u>	<u>Percentage of shares held</u>	
	<u>By Parent Company</u>	<u>By Subsidiaries</u>
<u>BAHAMAS</u>		
Sun Alliance Insurance Co (Bahamas) Ltd		100
<u>BELGIUM</u>		
Sun Alliance Phoenix SA		100
J Thompson & Co N.V.		100
<u>BERMUDA</u>		
Century Insurance Co (Bermuda) Ltd		100
Codanforsikring (Bermuda) Ltd		100
Sun Insurance Co (Bermuda) Ltd		100
<u>BRAZIL</u>		
London Seguradora SA		100
<u>CANADA</u>		
Sun Alliance and London Assurance Co. (Canada)		100
Sun Alliance Insurance Co		100
Yonge Wellington Property Ltd		100
<u>CHANNEL ISLANDS</u>		
Sun Alliance International Life Assurance Co Ltd		100
Sun Alliance Trust Co (Guernsey) Ltd		100
Sun Alliance Trust Co (Jersey) Ltd		100
<u>DENMARK</u>		
Arbejdsskade Forsikringsselskabet Fjerde So A/S		100
A/S Opnaesgaard I		100
A/S Opnaesgaard II		100
A/S Forsikringsselskabet Codan		67.19
A/S Forsikringsselskabet Codan Liv		100
Codan Arbejdsskade-forsikring A/S		100
Ejendomsaktieselskabet Ibstrupparken I		100
Fjerde Soforsikringsselskab A/S		100
Forsikrings - Aktieselskabet "Dannevirke"		100
Forsikrings - Aktieselskabet Danske Minerva		100
Schmidt & Iversen - Int. System		100
- Ass. Agentur A/S		100

Percentage of shares held

<u>Name of Country of Incorporation</u>	<u>By Parent Company</u>	<u>By Subsidiaries</u>
<u>FRANCE</u>		
Groupe Barthelemy S.A.		100
Concordia Rouen SARL		100
Sun Alliance Immobilier S.A.		100
<u>GERMANY</u>		
Atlas Haus - und Grundstucksdienst Gmb		100
Deutsche Versicherungs - Gesellschaft in Bremen		100
Emil Tornquist Sohn GMBH, Hamburg		100
Securitas Bremer Allegemeine Versicherungs A.G.		98.8
Securitas-Gilde Lebensversicherung A.G.		100
<u>GIBRALTAR</u>		
Phoenix International (Gibraltar) Ltd		100
<u>GREECE</u>		
Sun Alliance Insurance (Hellas) SA		100
<u>INDONESIA</u>		
Samarang Sea & Fire Insurance Co Ltd		79
<u>IRELAND (REPUBLIC OF)</u>		
Patriotic Assurance Co Ltd, The		100
<u>ITALY</u>		
Sun Alliance Vita (SRL)		99
<u>JAMAICA</u>		
Phoenix Properties Limited		100
<u>KENYA</u>		
Phoenix of East Africa Assurance Co Ltd		61.4
<u>MALAYSIA</u>		
Sun Alliance Insurance (Malaysia) Sdn Bhd		60

Percentage of shares held

<u>Name of Country of Incorporation</u>	<u>By Parent Company</u>	<u>By Subsidiaries</u>
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NETHERLANDS

Beleggingsmaatschappij van de Hollandsche Verzekering Societeit van 1808 (BV)		100
Concordia Holdings BV		100
Concordia Rouen BV		100
Concordia Zoeterwoude BV		100
Hollandsche Verzekering Societeit van 1808 NV		100
Lazard & Willing BV		100
Lazard en Willing Assurantien BV		100
Pakketpolis BV		100
Verzekering Maatschappij Minerva NV		100
Verzekering Maatschappij "West Europa" NV		100
Willing Holding BV		100

NEW ZEALAND

Phoenix Assurance of New Zealand Ltd		100
Royal Life Holdings (NZ) Ltd		100
Royal Life (NZ) Ltd		100
Royal Life Marketing (NZ) Ltd		100
Royal Shield Superannuation Investments Ltd		100
Sun Alliance Insurance Ltd		100
Sun Alliance Life Ltd		100

PORTUGAL

Santos Silva Lda		100
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PUERTO RICO

Alvarez Conde Insurance Agency Inc		100
Sun Alliance Insurance Co of Puerto Rico Inc		97.06
Sun Alliance (Puerto Rico) International Agencies Inc		100

SINGAPORE

Sun Alliance Insurance (Singapore) Ltd		100
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SOUTH AFRICA (REPUBLIC OF)

Phoenix Assurance of South Africa Ltd		100
Playford Investments (PTY) Ltd		100
Portion 1 of Stand 210 Rosebank Pty Ltd		100
Protea Assurance Co Ltd		79.7
Protea Assurance Properties (Pty) Ltd		100
Protea GMS (Pty) Ltd		100