

Please complete in typescript, or in bold black capitals.

N 555 x57

919471

Annual Return

Commercial Union Properties Limited

Company Number

	_	<u> </u>	<u> </u>	 	 _		
875470							
L————				 	 		_

Company Name in full

* F363AD40 *

Date of this return (See note 1) The information in this return is made up to

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.
at the appropriate time.

Day	Month	Year
26	01	1999

Day Month Year 26 01 2000

Registered Office(See note 3) Show here the address at the date of this return.

Any change of registered office must be notified on form 287.

Post town

County / Region

Postcode

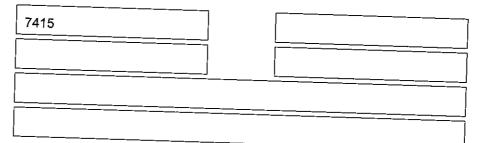
ST. HELEN'S	
1 UNDERSHAFT	
LONDON	
EC3P 3DQ	

Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

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





Form revised March 1995

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

Page 1

Register of members(See note 5)					
If the register of members is not kent at the					
registered office, state here where it is kept.					
Post tov	vn				
County / David					
County / Region	Postcode				
Register of Debenture holders	s				
If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.					
Post tow	n				
County / Regio					
Journal of the state of the sta	Postcode				
Company type (See note 7)					
Public limited company					
Private company limited by shares	X				
Private company limited by guarantee without share capital					
Private company limited by shares exempt under section 30	Please mark the appropriate box				
Private company limited by guarantee exempt under section 30					
Private unlimited company with share capital					
Private unlimited company without share capital					
Communication					
Company Secretary(see notes 1-5)	Details of a new company secretary must be notified on form 288a.				
(Please photocopy this area to provide details of joint Name * Style / Title	*Honours etc				
secretaries). Forename(s)					
* Voluntary details.	CGU COMPANY SECRETARIAL SERVICES LIMITED				
Previous forename(s)					
Previous surname(s)	COMMERCIAL UNION COMPANY SECRETARIAL SERVICES LIMITED				
Address	ST. HELEN'S				
Usual residential	1 UNDERSHAFT				
address must be given. In the case of a Post town	LONDON				
corporation, give the registered or principal County / Region office address.	Postcode EC3P 3DQ				
Country	ENGLAND				

Please list director	otes 1 to 5) is in alphabetical order.	Details of new direct	tors must be notified on fo	rm 288a	l				
1	s <i>in alphabelical order.</i> a me * Style / Title	MB							
	- y.o / / kik			Day	Month	Yea			
	* Honours et		Date of birth	27	10	1946			
	Forename(s	ALAN HENRY							
	Surname	CLIFTON							
	Previous forename(s))							
	Previous surname(s))		-					
Ad	dress	WILLOW CORNER, 28 R	AINSFORD AVENUE						
Usual residentia	I								
address must be given. In the case o	fa Post town	CHELMSFORD			===				
corporation, give the registered or princip office address.	•	County / Region ESSEX	Postcod	e CM1	CM1 2PJ				
	Country	, ENGLAND	Nationalit	<u> </u>					
Bus	siness occupation	MANAGING DIRECTOR							
Oth	ner directorships	See attached list							
* Voluntary details.				_===	====	=			
									
Nan	ne * Style / Title	MR		Day	Month	Year			
	* Honours etc		Date of birth	08	05	1953			
	Forename(s)	JAMES FERGUSON							
	Surname	DRYSDALE	DRYSDALE						
	Previous forename(s)								
	Previous surname(s)								
Add	ress	165 GLASGOW ROAD							
Usual residential address must be									
given. In the case of a	a Post town	PERTH							
registered or principa office address.	I County / Region	PERTHSHIRE	Postcode	PH2 0L					
	Country	SCOTLAND	Nationality	BRITIS	======================================				
Busi	ness occupation	MANAGER							
Othe	r directorships	NO OTHER DIRECTORSHI	PS						
	Ī					_			

Directors (see r		Details of new directors must be notified on form 288a.							
•	rs in alphabetical order ame * Style / Titl		7	/					
	- J.		_		Day	Month	Year		
	* Honours et		Date	of birth	01	10	1942		
	Foreneme(s	ian douglas							
	Surname	e MATHIESON					===		
	Previous forename(s	3)							
	Previous surname	е							
Ad	ddress	ALLOWAY, MAPLEFIELD	LANE						
Usual residentia	a <i>l</i>	CHALFONT ST. GILES							
address must be given. In the case of	of a Post town	1							
corporation, give the registered or principal	ie County/Dominu	BUCKS	F	ostcode	HP8 4TY				
office address.	Country	ENGLAND			HP8 4				
Na	tionality	PDITION							
Bu	siness occupation	BRITISH							
Other directorships		MANAGING DIRECTOR							
	rer directorships	See attached list							
Nai	me * Style / Title	MR.							
	* Honours etc			Γ	Day	Month	Year —		
			Date of	f birth	23 	02	1949 		
	Forename(s)	MICHAEL EDWARD							
	Surname	PERKINS							
	Previous forename(s)								
	Previous surname								
Ado	iress	24 MELBOURNE ROAD, TEDDINGTON							
Jsual residential						====			
address must be liven. In the case of	D ()	MIDDLESEX							
corporation, give the egistered or principa	_				TW11 90				
ogistored of principal office address.	Country	ENGLAND	Po	stcode	L				
N-4:									
	onality	BRITISH							
	iness occupation er directorships	CHARTERED SURVEYOR							
	a anectorships	See attached list							
√oluntary details.									

Directors (see notes 1-5) Please list directors in alphabetical order		Details of new director	ors must be not	ified on for	m 288a.					
•	Name	* Style / Titl	e MR			Day	Monti	. Varu		
		* Honours et	c FCCA	Da	ate of birth	20	07	Year 1946		
		Foreneme(s) PATRICK JAMES			<u></u>		1940		
		Surname	SHANAHAN							
	Pre	vious forename(s)		====					
	1	Previous surname								
	Address	5	SWALLOWFIELD HOUSE	, KEYMER ROAD						
Usual resid			KEYMER							
address mu given. In the	case of a	Post town	SUSSEX					===-		
corporation, registered or	principal	County / Region	WEST SUSSEX		Postcode					
office addres	S .	Country	ENGLAND			BN6 8QU				
	National	ity	BRITISH							
	Business	s occupation	MANAGER							
	Other dir	ectorships	COMMERCIAL UNION PROPERTIES (INVESTMENTS) LIMITED							
			LIMITED LINIES (INVESTMENTS) LIMITED							
	Name	* Ch. 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	MR							
	Name	* Style / Title			_	Day	Month	Year		
		* Honours etc	BSC MBA FIA FIAA AAI	Date	of birth	19	03	1944		
		Forename(s)	PHILIP JOHNSON							
		Surname	TWYMAN							
	Previo	ous forename(s)								
	Pre	evious surname						==-		
	Address		61 ROWAN LODGE, KENSINGTON GREEN							
Usual reside	ntial		MARLOES ROAD							
address must given. In the ca	be	Post town	LONDON		====					
corporation, giv	e the	County / Region				 W8 5UJ				
office address.		L_	ENGLAND	'	Postcode					
	Nationality		AUSTRALIA							
	Business of	F	ACTUARY/FINANCE DIRECTOR							
	Other direc		See attached list		==					
Voluntary details.		ļ								

•	Other relevant directorships
Company Numbe	r 875470
Company Name	Commercial Union Properties Limited
Directors Name	CLIFTON ALAN HENRY
† Directors only. † Other directorships	CGU FINANCIAL MANAGEMENT LIMITED
	CGU SPECIAL INVESTMENTS LIMITED
NOTES Show the full forenames, NOT INITIALS. If the director or secretary is a correction.	COMMERCIAL UNION ASSET MANAGEMENT LIMITED
or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line. Give previous forenames or surname(s) except:	COMMERCIAL UNION ASSURANCE COMPANY PLC
known before marriage need not be given.	COMMERCIAL UNION FINANCIAL HOLDINGS LIMITED
A peer or individual known by a title may state the title	COMMERCIAL UNION INVESTMENT MANAGEMENT LIMITED
known before he or she adopted the title or preceded to it.	
Other directorships.	COMMERCIAL UNION INVESTMENTS LIMITED
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	COMMERCIAL UNION MORLEY LIMITED
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	COMMERCIAL UNION NOMINEES LIMITED
- a parent company which wholly owned the company making the return, or	COMMERCIAL UNION PENSIONS MANAGEMENT LIMITED
- another wholly owned subsidient of the com-	GA INVESTMENT MANAGEMENT SERVICES LIMITED
G	SAFLAC NOMINEES LIMITED
G	ENERAL ACCIDENT MANAGED PENSION FUNDS LIMITED
G	EOFFREY MORLEY UNIT MANAGERS LIMITED
LY	EPAGNE DE FRANCE SA
PF	REMIUM MANAGEMENT LIMITED
QU	JILTER & CO LIMITED

	Other relevant directorships
Company Number	er 875470
Company Name	Commercial Union Properties Limited
Directors Name	CLIFTON ALAN HENRY
† Directors only. † Other directorships	QUILTER HOLDINGS LIMITED
† Directors only. † Other directorships	
	RBC KITCAT & SAFRAN
NOTES	STEERLINE LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	
- for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	
- dormant	
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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L.	

	Other relevant directorships
Company Numbe	r 875470
Company Name	Commercial Union Properties Limited
Directors Name	MATHIESON IAN DOUGLAS
† Directors only. † Other directorships	COMMERCIAL UNION ASSET MANAGEMENT LIMITED
Norma	COMMERCIAL UNION INVESTMENT MANAGEMENT LIMITED
NOTES Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the	COMMERCIAL UNION PROPERTIES (ESTATE SERVICES) LIMITED
on the usual residential line. Give previous forenames or surname(s) executive.	COMMERCIAL UNION PROPERTIES (INVESTMENTS) LIMITED
- for a married woman, the name by which she was known before marriage need not be given for names not used since the age of 18 or for at least 20 years	COMMERCIAL UNION PROPERTIES (UK) LIMITED
A peer or individual known by a title may state the state.	GA INVESTMENT MANAGEMENT SERVICES LIMITED
Other directorships.	GENERAL ACCIDENT DEVELOPMENTS LIMITED
	HOLLOWAYS' PROPERTIES LIMITED
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	KENSINGTON COMMERCIAL PROPERTY HOLDINGS LIMITED
- dormant - a parent company which wholly owned the company making the return, or	KENSINGTON COMMERCIAL PROPERTY INVESTMENTS LIMITED
- another wholly owned subsidiary of the come name	PALAVILLE LIMITED
C	PUARRYVALE ONE LIMITED
Q	UARRYVALE THREE LIMITED
So	OUTH EAST PROPERTIES (REDHILL) LIMITED
S	F. JAMES' REAL ESTATE COMPANY LIMITED
ТІІ	MBERLAINE PROPERTIES P.L.C.
W	ATLING STREET PROPERTIES LIMITED

•	Other relevant directorships
Company Number	r 875470
Company Name	Commercial Union Properties Limited
Directors Name	PERKINS MICHAEL EDWARD
† Directors only. † Other directorships	COMMERCIAL UNION ASSET MANAGEMENT LIMITED
	COMMERCIAL UNION PROPERTIES (INVESTMENTS) LIMITED
NOTES	HAVEN CARE CENTRES LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	HOLLOWAYS' PROPERTIES LIMITED
- for names not used since the age of 18 or for at least 20 years	KENSINGTON COMMERCIAL PROPERTY HOLDINGS LIMITED
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	KENSINGTON COMMERCIAL PROPERTY INVESTMENTS LIMITED
Other directorships.	LUC HOLDINGS LIMITED
F	ST. JAMES' REAL ESTATE COMPANY LIMITED
You may exclude a company which although a	WATLING STREET PROPERTIES LIMITED
- dormant	
- a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	
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•	Other relevant directorships
. Company Number	r 875470
Company Name	Commercial Union Properties Limited
Directors Name	TWYMAN PHILIP JOHNSON
† Directors only. † Other directorships	CGU LIFE ASSURANCE LIMITED
	CGU LIFE HOLDINGS LIMITED
NOTES Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the	CGU LINKED LIFE ASSURANCE LIMITED
on the usual residential line. Give previous forenames or surname(s) except: - for a married woman, the name by which she uses	CGU PLC
known before marriage need not be given. - for names not used since the age of 18 or for at least 20 years	COMMERCIAL UNION ASSURANCE COMPANY PLC
A peer or individual known by a title may state the strip.	COMMERCIAL UNION INVESTMENT MANAGEMENT LIMITED
Other directorships.	GA INVESTMENT MANAGEMENT SERVICES LIMITED
	GAFLAC NOMINEES LIMITED
Vous may evalude a service of the se	GENERAL ACCIDENT FIRE AND LIFE ASSURANCE CORPORATION P.L.C.
- dormant - a parent company which wholly owned the company making the return, or	GENERAL ACCIDENT PLC
- another wholly owned subsidians of the come	GENERAL ACCIDENT STAFF PENSION TRUSTEE LIMITED
C	QUILTER HOLDINGS LIMITED
S	COTTISH INSURANCE CORPORATION LIMITED
S	TEERLINE LIMITED
·	K TRUSTEES LIMITED
Y	ORKSHIRE INSURANCE COMPANY LIMITED /THE

Issued share capital (see note 9) Enter details of all the shares in issue at the date of this return.	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share)
	25P ORD	112,000,000	£ 28,000,000.00
	Totals	112,000,000	£ 28,000,000.00
List of past and present members (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two	There were no changes in the period		
returns. (see note 10)	A list of changes is enclose	on paper sed	in another format
	A full list of members is en	nclosed X	
Elective resolutions (Private companies only) (See note 11)	If at the date of this return a	an election is in force to nnual general meetings	o dispense with , mark this box
	If at the date of this return laying account	an election is in force to nts in general meetings,	dispense with mark this box
Certificate	I certify that the information knowledge and belief.	n given in this return is t	rue to the best of my
Signed		Date Date	22/2/99
† Please delete as appropriate.	TOTAL COMPANY	FOF	
When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.	CECRETARIAL SERVICES This return includes	CIMITED	nuation sheets.
Please give the name, address, relephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.	GROUP LEGAL AND SECRETARIAL, S	T HELENS, 1 UNDERSHAFT, LONI	DON, EC3P 3DQ
any query.		Tel	
	DX number	DX exchange	



Please complete in typescript, or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

•	5 m and to form 505a, 505b
Company Number	875470
Company Name in full	Commercial Union Properties Limited
Name and address	Number of shares or amount of stock held by existing members company) by at date of this return. Number or Number or Number or amount amount registration currently held Transferred of the last return (or in the case of the incorporation of the incorporation of the case of the incorporation of the incorporation of the incorporat
COMMERCIAL UNION ASSURANCE COMPANY PLO ST. HELEN'S, 1 UNDERSHAFT, LONDON, EC3P 3DO ENGLAND	25p Ord 112,000,000