

**G****Return of allotments of Shares**Pursuant to section 88(2) of the  
Companies Act 1985 (the Act)**88(2)****To the Registrar of Companies****Company Number****(REVISED 1988)**This form replaces forms  
PUC2, PUC3 and 88(2)**1. Name of company****2638489****Sun Life OLAC Limited****2. This section must be completed for all allotments**

Description of shares	Ordinary		
A Number allotted	2000000		
B Nominal value of each	£ 1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.00	£	£

**Date(s) on which shares were allotted****on 22 December 1993****The names and addresses of the allottees and the number of shares allotted to each should be given overleaf****3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)**

D Extent to which each share is to be treated as paid up (%)	N/A		
E Consideration for which the shares were allotted			

**NOTES**

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped certificate required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

**Presenter's name, address,****Telephone number and  
reference (if any):****CHAPP**

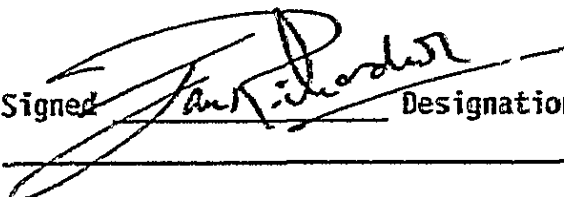
107 Cheapside  
LONDON  
EC2V 6DU

**Tel: 071-606 7788****For official use****Post room****30 DEC 1993****HOUSE**

## Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Sun Life Assurance Society plc 107 Cheapside, LONDON, EC2V 6DU	2000000		
Total	2000000		

Where the space given on this form is inadequate,  
continuation sheets should be used and the number of  
sheets attached should be indicated in the box opposite

Signed  Designation Secretary Date 23/12/93

# **KPMG** Peat Marwick

2-3 Dorset Rise  
Blackfriars  
London EC4Y 8AE

Telephone 071-236 8000  
Telefax 071-832 8292  
Telex 8811541 KPMGLON G  
DX 38000 Blackfriars

2638489

Private & confidential  
The Directors  
Sun Life Corporation plc  
107 Cheapside  
LONDON  
EC2V 6DU

**COPY**

Our ref gcr/sjs

Contact Mahmood Syed  
5331

16 December 1993

For the attention of I Richardson Esq

Dear Sirs

Notice of resignation

~~Sun Life Pension Scheme~~  
~~Sandpull Limited~~  
Sun Life Management Services Limited  
Sun Life Nominees Limited  
Sun Life Portfolio Nominees Limited  
Sun Life Technical Services Limited  
Sun Life Properties Limited  
Sun Life BM Limited  
North British Properties plc  
Aelian Property and Investments Limited  
Sun Life Financial Planning Limited  
Crestina Limited  
NBP Developments Limited  
Sun Life Broker Services Limited  
Sun Life Deutschland Limited  
Sun Life Direct Marketing Limited  
Sun Life Europe Investments Limited  
Sun Life Financial Associates Limited  
Sun Life Financial Services Limited  
Sun Life Global Services Limited  
Sun Life International Limited  
Sun Life OLAC Limited  
Sun Life SMC Limited  
Sun Life Unit Services Limited  
Suntrust Limited  
Windvale Limited

24.



We hereby give notice of our resignation as auditors of the above companies with effect from today.



Member firm of  
KPMG Peat Marwick Goerdeler

Responsible for the audit work and the audit report for the year 1993  
in accordance with the Auditing Regulations of the United Kingdom

The address for the audit report is: KPMG Peat Marwick Goerdeler  
2-3 Dorset Rise, Blackfriars, London EC4Y 8AE