

Please complete in typescript, or in bold black capitals.

BULK LIST HANDES

363a

Annual Return

Company Number

2863362

Company Name in full

|--|--|

* F363AD40*

MASTHEAD INSURANCE UNDERWRITING PLC

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

Day	Month	Year
13	10	96

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.

Day	Month	Year
31	07	97

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

LONDON

EC3N 4HA

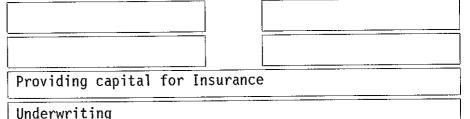
41 Tower Hill

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

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

DX 33050 Cardiff

Page 1

Register of members (See note 5) If the register of members is not kept at the		LL0YI	DS BANK REGISTE	RARS		
registered office, state here	where it is kept.	THE	CAUSEWAY			
	Post town	WORT	HING			
	County / Region	WEST	SUSSEX		Postcode	BY99 6DA
Register of Debentur	e holders					
(see note 6) If there is a register of debe and it is not kept at the regi		(the	registered of	fice)		
state here where it is kept.	Stered office,					
	Post town				1	
	County / Region				Postcode	
Company type (See no	ote 7)		٦			
Public limited company		Х				
Private company limited by s	hares					
Private company limited by g share capital	uarantee without					
Private company limited by s section 30	hares exempt under	Please mark the appropriate box				
Private company limited by gunder section 30	juarantee exempt					
Private unlimited company w	rith share capital					
Private unlimited company w	vithout share capital					
Company Secretary	(see notes 1-5)	Detai	ls of a new compa	any secretai	ry must be not	tified on form 288a.
(Please photocopy this area to provide Name	* Style / Title	Mr		*	Honours etc	
details of joint secretaries).	Forename(s)	Pete	er Laurence			
* Voluntary details.	Surname	Patr	rick ————————			
	ious forename(s)					
Prev	vious surname(s)			<u> </u>		
Addre	SS	6 H	ighland Grove			
Usual residential						
address must be given. In the case of a	Post town	BIL	_ERICAY			
corporation, give the registered or principal	County / Region	Esse	ex		Postcode	CM11 1AF
office address.	Country					D 0
						Page 2

Directors (see notes 1) Please list directors in a	- ,	Details of new directors mus	t be notfied on form	288a			
Name	* Style / Title	Sir		Day	Month	Year	
	* Honours etc		Date of birth	03	04	35	
	Forename(s)	Jeffery Haverstock					
	Surname	Bowman					
Pr	evious forename(s)				·		
P	revious surname(s)						
Addre	ess	The Old Rectory					
tterest versida máint		Church Road, Boreham					
Usual residential address must be given. In the case of a	Post town	CHELMSFORD					
corporation, give the registered or principal	County / Region	Essex	Postcode	СМЗ	3EP		
office address.	Country	England	Nationality	Brit	ish		
Busir	ness occupation	Chartered Accountant					
Othe	r directorships	See attached list					
* Voluntary details.							
Name	* Style / Title	Sir	-	Day	Month	Year	
	* Honours etc	GCMG,GCVO	Date of birth	28	10	32	
	Forename(s)	Ewen Alistair John					
	Surname	Fergusson					
Р	revious forename(s)						
ı	Previous surname(s)						
Addı	ress	11 Iverna Court					
Usual residential address must be	Post town	LONDON					
given. In the case of corporation, give the	County / Region		Postcode	W8 6	5TX		
registered or principa office address.	Country		Nationality	/ Brit	tish		
Bus	iness occupation	Director of Companie	S				
Oth	er directorships	See attached list					

Directors (see no Please list directors in			Details of new directors mu	st be notified on for	m 288a.		
N	ame	* Style / Title	Mr		Day	Month	Year
		* Honours etc		Date of birth	02	10	41
		Forename(s)	Michael Fitzgerald				
		Surname	Heathcoat Amory				
	Previ	ous forename(s)					
	Pı	revious surname					
Д	Address		3 Montrose Court				
Harri varidantin	,		Princes Gate				
Usual residential address must be)	Post town	LONDON				
given. In the case corporation, give registered or princ	the	County / Region		Postcod	e SW7	2QH	
office address.	σιραι	Country					
N	Nationa	lity	British				
1	Busines	s occupation	Director of Companie	S			
,	Other d	lirectorships	See attached list			-	
ı	Name	* Style / Title * Honours etc	Mr	Date of birth	Day 25	Month 02	Year 36
		Forename(s)	Peter Denis				
		Surname	Hill-Wood		· · · · · · · · · · · · · · · · · · ·		
	Prev	vious forename(s)					
	F	Previous surname					
Address		13 Smith Terrace					
Usual residentia address must b given. In the cas	е	Post town	LONDON				
corporation, give registered or prin	the	County / Region		Postco	de SW3		
office address.		Country					
	Nation	ality	British				
	Busine	ss occupation	Banker				
	Other	directorships	See attached list				
* Voluntary details.				P:	20 3 C	ontinuatio	n sheet

Directors (see not Please list directors in		r	Details of new directors r	nust be notified on t	orm 2	88a.		
Na	ame	* Style / Title	Mr		Da	ìV	Month	Year
		* Honours etc		Date of birtl			01	48
		Forename(s)	William Andrew Char	^les	-			
		Surname	Thomson					
	Prev	vious forename(s)						
	F	Previous surname						
Ad	ddress	5	24 Hermitage Drive					
Usual residential address must be given. In the case corporation, give t		Post town County / Region	EDINBURGH Mid Lothian	Postc	ode [EH10	6BY	
registered or princi		Country	Scotland		<u></u>			
N	lation	-	British					
		ss occupation	Ship Owner					
		directorships	See attached list					
N	ame	* Style / Title * Honours etc		Date of birt		ay	Month	Year
		Forename(s)						
		Surname						
	Pre	vious forename(s)						
	I	Previous surname						
A	ddres	s						
Usual residential address must be given. In the case		Post town			-:-			
corporation, give registered or princ		County / Region		Posto	ode _			
office address.		Country						
Nationality								
E	Busine	ess occupation						
(Other	directorships						
* Voluntary details.					Page 3	, Coi	ntinuation	n sheet 2

	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	Sir Jeffery Haverstock Bowman
† Directors only. † Other directorships	Gibbs Mew plc
_	Masthead A Limited
NOTES	
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.	Masthead B Limited
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	Masthead C Limited
- for names not used since the age of 18 or for at least 20 years	Masthead D 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.	Masthead E Limited
Other directorships.	Yieldsharp 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.	
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. 	

•	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	Sir Ewen Alistair John Fergusson
† Directors only. † Other directorships	Action Centre for Europe Limited
NOTES	BCH Property Limited (resigned 03/11/95)
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.	British Telecom PLC
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	Brunner Investment Trust PLC
- 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	Coutts & Co Group Limited
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.	Masthead A Limited
Other directorships. Give the name of every company incorporated in Great	Masthead B Limited
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	Masthead C Limited
dormant a parent company which wholly owned the company making the return, or	Masthead D Limited
 another wholly owned subsidiary of the same parent company. 	Masthead E Limited
	Murray Lawrence (Underwriting Agents) Limited
	Murray Lawrence Members Agency Limited
	Savoy Hotel PLC
	Sun Alliance & London Insurance PLC (resigned 19/07/96)
	Sun Alliance Group PLC (resigned 19/07/96)
	·

•	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
. ,	
Directors Name	Michael Fitzgerald Heathcoat Amory
† Directors only. † Other directorships	Allenby House Management Limited
NOTES	Beechcliff 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.	Bering Netherlands BV (resigned 17/11/93)
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	Boyd Nominees Limited
- for names not used since the age of 18 or for at least 20 years	Brint 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.	Central & Provincial Management Limited
Other directorships.	China Investment Trust PLC
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	Craigston Limited
 dormant a parent company which wholly owned the company making the return, or 	CST Emerging Asia Trust PLC
 another wholly owned subsidiary of the same parent company. 	CST Securities Limited
	Emerging Eastern Europe Limited (resigned 17/03/94)
	Exmoor Dual Investment Trust PLC
	Hong Kong Investment Trust PLC
	Hong Kong Securities Limited
	JIGIT Securities Limited
	Jupiter Administration Services Limited

Jupiter Asset Management Limited

2863362
MASTHEAD INSURANCE UNDERWRITING PLC
Michael Fitzgerald Heathcoat Amory
Jupiter International Green Investment Trust PLC
Jupiter Merlin Unit Trust Management Ltd
Jupiter Split Investment Trust PLC
Jupiter Tarbutt (Nominees) Limited
Jupiter Tyndall (Asia) Ltd (resigned 05/07/94)
Jupiter Tyndall Group PLC
Jupiter Tyndall Merlin Limited
Jupiter Tyndall Pension Trust Limited
Jupiter Unit Trust Managers Ltd
Knightsbridge Asset Management Limited
Ledburn Properties Limited (resigned 31/10/94)
London & Devonshire Investments Ltd
London & Devonshire Trust Ltd
Lowman Financing Ltd
Lowman Manufacturing Co Ltd
Masthead A Limited
Masthead B Limited

Company Number

Company Name

Directors Name

† Other directorships

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

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

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

- a parent company which wholly owned the company

- another wholly owned subsidiary of the same parent

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

† Directors only.

on the usual residential line.

Other directorships.

concerned was a director, was

making the return, or

least 20 years

NOTES

Other relevant directorships

•	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	Michael Fitzgerald Heathcoat Amory
† Directors only. † Other directorships	Masthead C Limited
NOTES	Masthead D 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.	Masthead E Limited
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	Medland Sanders & Twose Ltd
 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 	Merlin International Green Investment Trust PLC
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.	MIGIT Securities Limited
Other directorships. Give the name of every company incorporated in Great Britain of which the person concerned is a director or	National & Foreign Securities Trust Ltd
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	Pitchcroft Limited
	Pitchwell Limited
company.	Primadonna PLC
	PWS Holdings PLC
	Queen Anne's Gate Asset Management Limited
	Quest Securities Ltd
	Riverman Properties Ltd
	RLI Holdings Limited
	Rowansound Ltd

Saxon Trust Ltd

2863362
MASTHEAD INSURANCE UNDERWRITING PLC
Michael Fitzgerald Heathcoat Amory
Second Kingside Investment Co Ltd
Speedway Sign Service (Provincial) Limited (resigned 18/08/93)
Speedway Sign Service Ltd (resigned 18/08/93)
Speedway Signs PLC (resigned 18/08/93)
St Helier Trust Co Ltd (resigned 09/04/92)
Stancroft Investments Limited
Stancroft Securities Limited (resigned 31/10/94)
Stancroft Trust Ltd
Stancroft Trust Property Holdings Ltd (resigned 31/10/94)
Stenner of Tiverton Ltd (resigned 24/08/92)
Tarbutt & Company Limited
The River Plate & General Investment Trust PLC
Twose of Tiverton Ltd
Tyndall Administration Services Limited
Tyndall Bank PLC (resigned 31/08/94)
Tyndall Group Limited
Tyndall Holdings Limited

Other relevant directorships

Company Number

Company Name

Directors Name

† Directors only.

† Other directorships

NOTES

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

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

- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent

1	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	Michael Fitzgerald Heathcoat Amory
† Directors only. † Other directorships	Tyndall Investment Management Limited
† Directors only. † Other directorships	
NOTES	Tyndall Pension Trust 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.	Vantage Securities Limited
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.	

Other relevant directorships **Company Number** 2863362 MASTHEAD INSURANCE UNDERWRITING PLC Company Name Peter Denis Hill-Wood **Directors Name** Arsenal Football Club Limited † Other directorships BBV-Hambros Asset Management (Guernsey) Limited (resigned 10/03/94) Show the full forenames, NOT INITIALS, If the director Corney & Barrow Group Limited or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office Hambros Bank Limited (resigned 01/04/96) Give previous forenames or surname(s) except: - for a married woman, the name by which she was - for names not used since the age of 18 or for at Hambros Tower Hill Holdings Limited (resigned 10/03/94) 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 Masthead A Limited known before he or she adopted the title or preceded Masthead B 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. You may exclude a company which either is, or at all Masthead C Limited times during the past five years when the person Masthead D Limited - a parent company which wholly owned the company - another wholly owned subsidiary of the same parent Masthead E Limited Quest Securities Limited River Plate & General Investment Trust Company Limited RNPFN Pensions Management Limited Royal National Pension Fund for Nurses The Hambro Trust Limited (resigned 10/03/94) The Olympus Trust PLC (resigned 10/03/94)

† Directors only.

on the usual residential line.

Other directorships.

concerned was a director, was

making the return, or

company.

least 20 years

known before marriage need not be given.

NOTES

	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	William Andrew Charles Thomson
† Directors only. † Other directorships	Alba Trees PLC
NOTES	Caledonian Property One Limited (resigned 01/01/94)
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.	Celtic Tankers PLC
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	Countrywide Property Two PLC
 for names not used since the age of 18 or for at least 20 years 	Edinburgh Maritime 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.	Edinburgh Tankers PLC
Other directorships. Give the name of every company incorporated in Great	Forth Ports Authority (resigned 18/02/92)
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	Forth Ports PLC
 dormant a parent company which wholly owned the company making the return, or 	Forth Tankers PLC
 another wholly owned subsidiary of the same parent company. 	Masthead A Limited
	Masthead B Limited
	Masthead C Limited
	Masthead D Limited
	Masthead E Limited
	Newcastle P & I Association (Bermuda) Limited
	Newcastle P & I Association (Guernsey) Limited
	Newcastle P & I Club

•	Other relevant directorships
Company Number	2863362
Company Name	MASTHEAD INSURANCE UNDERWRITING PLC
Directors Name	William Andrew Charles Thomson
† Directors only. † Other directorships	Whitburn Travel Limited
NOTES	
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.	

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 ordinary	40,251,000	£10,062,750.00
	Totals	40,251,000	£10,062,750.00
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 i	n the period	
returns. (see note 10)	A list of changes is enclo	on paper	in another format
	A full list of members is e	enclosed	X
Elective resolutions (Private companies only) (See note 11)	If at the date of this retu	ırn an election is in forc annual general meetir	re to dispense with ngs, mark this box
	If at the date of this retu laying acc	urn an election is in forc counts in general meeti	se to dispense with ngs, <i>mark this box</i>
Certificate	I certify that the informa knowledge and belief.	ation given in this return	n is true to the best of my
Signe	d	Da	te 24.6.196
† Please delete as appropriate	† a directo r/secretary	•	
When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.	This return include	s 2 (enter number)	continuation sheets.
Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should	K-A A Thomas		
	41 Tower Hill		
contact if there is any query.	LONDON EC3N 4HA	Tel 071 480	5000
	DX number	DX exchange	



FORM ML8



BULK LIST OF SHAREHOLDERS OR MEMBERS

A bulk list (over 10 pages) of allotments 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_	2863362
Company Name	MASTHEAD INSULANCE UNDERWRITING
Made-up-date	13-10-96