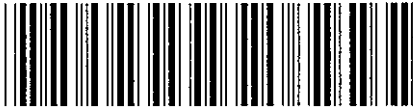


288a

APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number 3456361

Company Name in full OLD MUTUAL INTERNATIONAL HOLDINGS (UK)
LIMITED



* F 2 8 8 A E 7 0 *

Date of appointment Day Month Year
27 11 97

†Date of birth Day Month Year
17 06 49

Appointment form

Notes on completion
appear on reverse.

Appointment as director



as secretary



Please mark the appropriate box. If appointment is
as a director and secretary mark both boxes.

*Style / Title

MR

*Honours etc

Forename(s)

GARTH

Surname

GRIFFIN

Previous
Forename(s)

NONE

Previous
Surname(s)

NONE

Usual residential
address

KLAASENBOSCH COTTAGE, 78 BROMMERSVLEI ROAD

Post town

CONSTANTIA 7800

Postcode

County / Region

Country

SOUTH AFRICA

†Nationality

SOUTH AFRICAN/BRITISH

†Business occupation

DIRECTOR

†Other directorships
(additional space on page 2)

PLEASE SEE OVERLEAF

I consent to act as **director / secretary of the above named company

* Voluntary details.
† Directors only.

Consent signature

Garth Griffin

Date

9.12.97

A director, secretary etc must sign the form below

Signed

Adam Batty

Date

27/11/97

† Please delete as appropriate.

Please give name, address
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

(**a director / secretary / administrator / administrative receiver / receiver manager / receiver)

ADAM BATTY, NORTON ROSE, KEMPSON HOUSE,
CAMOMILE STREET, LONDON, EC3A 7AN

Tel: 0171-283-6000

DX number

DX exchange DX 85 LONDON



KLO *KP0101VI* 1049
COMPANIES HOUSE 10/12/97

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

Companies House, Crown Way, Cardiff, CF4 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

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

for companies registered in Scotland

DX 235 Edinburgh

Company Number

3456361

† Directors only

† Other directorships

CURRENT DIRECTORSHIPS :

FAIRBAIRN INVESTMENT COMPANY LIMITED

OLD MUTUAL GROUP (UK) LIMITED

OMLA HOLDINGS LIMITED

OLD MUTUAL LIFE ASSURANCE COMPANY LIMITED

OLD MUTUAL INTERNATIONAL MARKETING SERVICES
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 execute 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.