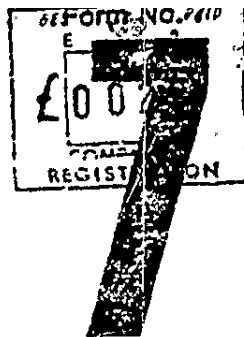


THE COMPANIES ACTS 1948 TO 1976

Annual return of a company not having a share capital

Pursuant to sections 125 of the Companies Act 1948
as amended by the Companies Act 1976 and to section
126 of the Companies Act 1948



Please do not
write in this
binding margin

For official use

Company number

11310

24

Annual return of

STANDARD LIFE ASSURANCE COMPANY

Please complete
legibly, preferably
in black type, or
bold block lettering

*delete if
inappropriate

†The year
entered in both
these spaces
should be the
same unless the
annual general
meeting is held
in the last 14
days of the
calendar year.

made up to the twenty third day of March 19 82 † being the fourteenth
day after the date of the annual general meeting for the year 19 82 †

Address of registered office of the company

3 GEORGE STREET

EDINBURGH, EH2 2XZ

Situation of the Registers of Members and Debenture Holders, if kept at an address
other than the registered office or where the Register of Members or the Register of
Debenture Holders is kept otherwise than in a legible form and the place for
inspection of such register is elsewhere than at the registered office, the
situation of such place for inspection.

Register of members (notes 1 and 2)

Register of debenture holders (notes 1 and 2)

Total amount of indebtedness of the company in respect of all
mortgages and charges which are required to be registered with
the Registrar of Companies (note 3) NONE £

Enter number
of continuation
sheets attached

We certify this return which comprises pages 1 and 2 [plus three continuation sheets] *

Signed [Signature] Director, and [Signature] Secretary

Binding companies see note 13

Presenter's name, address and
reference (if any):

A.J.A. Gray
Standard Life Assurance Co
3 George Street
EDINBURGH, EH2 2XZ.

For official use
General section

Postroom
21 4006

0020.0

21 APR 1982
Office PO

write clearly
Please complete legibly, preferably in black type, or bold black letter

Name (notes 5, 10 and 11)	GEORGE CHARLES PHILIP
Former name(s) (note 6)	none
Address (notes 11 and 12)	14 BLACKFORD ROAD, EDINBURGH, EH9 2DS.

Particulars of the persons who are directors of the company at the date of this return (note 4)

Name (note 5)		Nationality
Former name(s) (note 6)		Date of birth (note 7)
Address (note 8)		
Business occupation and particulars of other directorships (note 9)		

SEE SEPARATE SHEET

Name (note 5)		Nationality
Former name(s) (note 6)		Date of birth (note 7)
Address (note 8)		
Business occupation and particulars of other directorships (note 9)		

Name (note 5)		Nationality
Former name(s) (note 6)		Date of birth (note 7)
Address (note 8)		
Business occupation and particulars of other directorships (note 9)		

OTHER DIRECTORSHIPS OF THE DIRECTORS
OF THE STANDARD LIFE ASSURANCE COMPANY

JAMES GILBERT SYDNEY GAMMELL

Ivory & Sime Limited
Ivory & Sime Assets Limited
Ivory & Sime (Holdings) Limited
Bank of Scotland
Save and Prosper Group Limited
General Stockholders Investment Trust Limited
Isla Mines Limited
Caledonian Offshore Company Limited
Foxhall & Gyle Nurseries Limited
James Gammell & Sons Limited
Independent Investment Company plc
North Sea Assets plc
Viking Resources Trust plc
Atlantic Assets Trust plc
Castle Cairn (Financial Services) Limited
Cockrell Oil (U.K.) Corporation
Cairn Farm Services Limited
John G. Deacon Limited
Croftinloan (Holdings) Limited

SIR ERIC CRANT YARROW

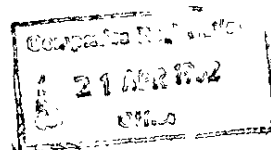
Yarrow and Company Limited
Yarrow (Developments) Limited
Y-Ard Limited
Yarrow Africa (Holdings) (Pty) Limited
Yarrow Africa Maritime Consultancy (Pty) Limited
Clydesdale Bank Limited

THOMAS NEILSON RISK

Bank of Scotland
The British Linen Bank Limited
Howden Group Limited
Merchants Trust Limited
MSA (Britain) Limited
Shell U.K. Limited

ALEXANDER MITCHELL HODGE

Edinburgh Western General Hospital Association of Friends
Scottish Union Jack Association
The Cruden Foundation Limited
Heatherset Management and Advisory Services Limited
H.P.L. Management Consultants Limited



COLIN ALEXANDER CROLE

Albyn Trust Limited
 Scotbits Securities Limited
 East of Scotland Investment Managers Limited
 Pentland Investment Trust Limited
 Dominion and General Trust Limited

BERTRAM DESMOND MISSELBROOK

None

JOHN FRANCIS HENRY TROTT

Kleinwort Benson Limited
 Brunner Investment Trust Limited

ROBERT COURTNEY SMITH

Scottish United Investors Limited
 Scottish United Investors (Management) Limited
 Sidlaw Group plc
 William Collins & Sons (Holdings) Limited
 St. Vincent Trust Limited
 Volvo Trucks (Great Britain) Limited
 British Aluminium Company Limited
 Alliance Trust Limited
 Second Alliance Trust Limited
 Aldee Leasing Limited
 Secdee Leasing Limited

NORMAN LESSELS

Anderson Strathclyde Limited
 Scottish Eastern Investment Trust Limited
 Brock's Fireworks Limited
 James Lindsay & Son Limited
 The Albyn Trust Limited
 Glazin and Berry Limited
 New Darien Oil Trust Limited
 Shanks & McEwan (Holdings) Limited
 The Edinburgh Adademy
 Stevenston Securities Limited
 Stevenston Life Assurance Company Limited

HARRY WINSOR MACDONELL

None

WILLIAM DAVID MULHOLLAND

None

LUCIEN GILBERT ROLLAND

None



NAME

(In the case of an individual, present Christian name or names and surname.
In the case of a corporation, the corporate name).

Any former
Christian name
or names and
surname

Usual residential address
(In the case of a corporation
the registered or principal
office).

Nationality

Business occupation and
particulars of other
Directorships

James Gilbert Sydney Gammell	None	British	Foxhall, Kirkliston, West Lothian.	Chartered Accountant
Sir Eric Grant Yarrow	None	British	Cloak, Kilmacolm, Renfrewshire.	Shipbuilder
Thomas Neilson Risk	None	British	10 Belford Place, Edinburgh.	Banker
Alexander Mitchell Hodge	None	British	Springbank, Brae Park, Edinburgh.	Writer to the Signet
Colin Alexander Crole	None	British	30 Inverleith Terrace, Edinburgh.	Chartered Accountant
Bertram Desmond Misselbrook	None	British	Cleughhead, by Annan, Dumfriesshire.	Company Director
John Francis Henry Trott	None	British	Odstock, Castle Hill, Bletchingley, Surrey.	Banker
Robert Courtney Smith	None	British	North Lodge, Dunkeld, Perthshire.	Chartered Accountant
Norman Lessels	None	British	12 Succoth Avenue, Edinburgh.	Chartered Accountant
Harry Winsor Macdonell	None	Canadian	90 Dunvegan Road, Toronto, Canada.	Barrister and Solicitor in Canada
William David Mulholland	None	United States of America	1296 Redpath Crescent, Montreal, Quebec, Canada.	President and Chief Executive Officer, Bank of Montreal
Lucien Gilbert Rolland	None	Canadian	Apt. B-60, 1321 Sherbrooke Street West, Montreal, Quebec, Canada.	President and Chief Executive Officer of Rolland Inc.

