

Please complete in typescript, or in bold black capitals.

GUINNESS MAHON 265344 £414×23 363a

Annual Return

Company Number

1524848

Company Name in full

Guinness Mahon I	Pension Fund 1	rustees Limit	ed	

* F363AD40 *

Date of this return/See note 1)

The information in this return is made up to

Day	Month	Year
01	09	1996

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
01	09	1997

32 ST. MARY AT HILL

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

EC3P 3AJ

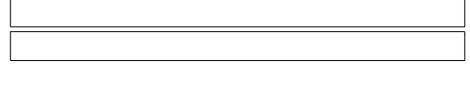
Principal business activities

(See note 4)

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

8629	

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

Register of members (See note 5) If the register of members is not kept at the registered office, state here where it is kept.	32 ST. MARY AT HILL					
Post town	LONDON					
County / Region		Postcode	EC3P 3AJ			
Register of Debenture holders (See note 6) If there is a register of debenture holders						
and it is not kept at the registered office, state here where it is kept.						
Post town						
County / Region		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	Pleas	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						
Company Secretary(see notes 1-5)	Details of a new company	y secretary must be notified	l on form 288a.			
(Please photocopy this area to provide Name * Style / Title details of joint	MRS	*Honours etc	FCIS			
secretariés). Forename(s)	CAROLINE SUSAN					
Surname * Voluntary details.	FREEMAN					
Previous forename(s)	CAROLINE SUSAN	CAROLINE SUSAN				
Previous surname(s)	CHALMERS					
Address	85 BROOKSIDE AVENUE		/			
Usual residential						
address must be given. In the case of a Post town corporation, give the	ASHFORD					
registered or principal office address. County / Region	MIDDLESEX	Postcode	TW15 3LZ			
Country	ENGLAND					

Directors (see notes 1 to 5) Please list directors in alphabetical order.			Details of new directors	must be notifie	ed on form 28	38a			
	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc		Da	ate of birth	30	11	1936	
Forename(s)		ANTHONY JAMES	<u> </u>						
		Surname	CHIVERS						
	Prev	vious forename(s)							
	Pre	vious surname(s)							
	Address		RYLANDS, PLUMPTON LA	NE					
Usual resident			PLUMPTON						
address must be given. In the ca corporation, given	se of a	Post town	LEWES						
registered or pri office address.	incipal	County / Region	EAST SUSSEX		Postcode	BN7 3AP			
		Country	ENGLAND		Nationality		BRITISH		
	Business	coccupation	STOCKBROKER						
	Other di	rectorships	See attached list						
* Voluntary details	ş.								
					·				
	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc		D	ate of birth	18	01	1943	
		Forename(s)	RICHARD RUSSELL						
		Surname	FARRELL						
	Pre	vious forename(s)							
	Pre	evious surname(s)							
	Address		HALL BARN CLOSE						
Usual residen address must b	эе		CHAPEL LANE BLEWBURY						
given. In the ca corporation, give registered or pre-	ve the	Post town	DIDCOT						
office address.		County / Region	OXON		Postcode				
		Country	ENGLAND		Nationality	BRITIS	SH		
	Busines	s occupation	MANAGER						
Other directorships			See attached list			•			

Directors(see Please list direc		ohabetical order	Details of new directors	must be notified	l on form 2	88a.			
	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc		Dat	e of birth	03	80	1933	
	Foreneme(s)		KEITH MALCOLM HEDLEY						
		Surname	MILLAR						
	Prev	vious forename(s)							
	F	Previous surname							
	Address		BEAUMANS FARMHOUSE						
Usual resident	tial								
address must be given. In the ca	e se of a	Post town	WADHURST						
corporation, giv registered or pri office address.		County / Region	SUSSEX		Postcode	TN5 6HL			
office address.		Country	ENGLAND						
	National	ity	BRITISH						
Business occupation			RETIRED STOCKBROKER						
	Other di	rectorships	See attached list						
	Name	* Style / Title	MR	}		_			
	IVallie	-]]	ما المارية	Day 14	Month 09	Year 1940	
		* Honours etc							
		Forename(s)	JOHN ARTHUR THOMAS						
		Surname	WEDGWOOD						
	Pre	vious forename(s)							
		Previous surname							
	Address	;	32 CHANTRY CLOSE					/	
Usual residen	tial			111		*			
address must be given. In the ca	oe ase of a	Post town	BISHOPS STORTFORD						
corporation, giver registered or prooffice address.	rincipal	County / Region	HERTFORDSHIRE		Postcode	CM23	3 2SN		
220 22410001		Country	ENGLAND						
	National	lity	BRITISH						
Business occupation Other directorships			COMPANY SECRETARY						
			See attached list		, , , , , , , , , , , , , , , , , , , 				
* Voluntary details.			7						

Directors (see notes 1-5) Please list directors in alphabetical order		Details of new directors	s must be notifie	ed on form 2	88a.			
N	lame	* Style / Title	MR			Day	Month	Year
		* Honours etc		Da	ate of birth $\Big[$	15	05	1941
		Foreneme(s)	MICHAEL JOHN		•			
		Surname	WHITMARSH					
	Previ	ious forename(s)						
	P	revious surname						
A	ddress		"THE WIRRALS", 9 BROA	ADHURST				
Usual residentia	al							
address must be given. In the case		Post town	ASHTEAD					
corporation, give registered or princ	the	County / Region	SURREY		Postcode	KT21	1QB	
office address.		Country	ENGLAND					
N	lationali	ty	BRITISH					
В	Business	occupation	MERCHANT BANKER					
Other directorships		ectorships	See attached list					
N.	lame	* Caula / Tiala		٦				
N	varne	* Style / Title]]		Day	Month	Year
		* Honours etc			ate of birth			<u></u>
		Forename(s)						
		Surname						
	Prev	vious forename(s)						
	F	Previous surname		- 				
Δ	Address							
Usual residentia	o.l							
address must be given. In the case	•	Post town						
corporation, give registered or prin	the	County / Region			Postcode			
office address.		Country						
N	Vationali	_]			
		coccupation			1			
		rectorships						
* Voluntary details.								·

Company Number 1524848 **Guinness Mahon Pension Fund Trustees Limited** Company Name CHIVERS ANTHONY JAMES **Directors Name BELL NOMINEES LIMITED** † Other directorships † Directors only. **HCL NOMINEES LIMITED NOTES** HENDERSON CROSTHWAITE 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 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 subsidary of the same parent company.

Other relevant directorships

	Other relevant directorships
Company Number	1524848
Company Name	Guinness Mahon Pension Fund Trustees Limited
Dive stove News	FARRELL RICHARD RUSSELL
Directors Name	FARRELL RICHARD ROSSELL
† Directors only. † Other directorships	GUINNESS FLIGHT GLOBAL ASSET MANAGEMENT LIMITED
	GUINNESS FLIGHT INVESTMENT MANAGEMENT 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.	GUINNESS MAHON UNIT TRUST MANAGERS 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.	HEARING RESEARCH TRUST
- 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 subsidery of the same parent company. 	

	Other relevant directorships
Company Number	1524848
Company Name	Guinness Mahon Pension Fund Trustees Limited
Directors Name	MILLAR KEITH MALCOLM HEDLEY
Directors Hame	
† Directors only. † Other directorships	ABBEY NATIONAL BENEFIT CONSULTANTS LIMITED
	ABBEY NATIONAL BENEFIT CONSULTING GROUP 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	BELL NOMINEES LIMITED
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.	ENTERPRISE INNS LIMITED
- for names not used since the age of 18 or for at least 20 years	GUINNESS FLIGHT GLOBAL ASSET MANAGEMENT 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.	HCL NOMINEES LIMITED
Other directorships.	HENDERSON CROSTHWAITE 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	LISTMAST LIMITED (LIQUIDATED)
- dormant	MASTERMACE LIMITED (LIQUIDATED)
 a parent company which wholly owned the company making the return, or 	
 another wholly owned subsidary of the same parent company. 	MENDISK LIMITED (LIQUIDATED)
	R & R NOMINEES LIMITED
	TUDOR NOMINEES LIMITED
	WHITE & CHEESMAN LIMITED (LIQUIDATED)
	WHITE CHEESMAN & CO. LIMITED (LIQUIDATED)
	YZX LIMITED (IN LIQUIDATION)

Other relevant directorships **Company Number** 1524848 Company Name Guinness Mahon Pension Fund Trustees Limited WEDGWOOD JOHN ARTHUR THOMAS **Directors Name** 37, LOMBARD STREET LIMITED (LIQUIDATED) † Other directorships † Directors only. ADUR CIVIC DEVELOPMENT COMPANY LIMITED (LIQUIDATED) **NOTES** CHERRIPLAS LIMITED (LIQUIDATED) 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. COLLINSWOOD TRADING LIMITED (LIQUIDATED) 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 FITZALAN COURT LIMITED (LIQUIDATED) 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 G M B H LIMITED (IN LIQUIDATION) Other directorships. **GUINNESS MAHON ENERGY LIMITED (LIQUIDATED)** 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. **GUINNESS MAHON FINANCE LIMITED (LIQUIDATED)** 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 **GUINNESS MAHON INVESTMENTS LIMITED (LIQUIDATED)** a parent company which wholly owned the company making the return, or - another wholly owned subsidary of the same parent **GUINNESS MAHON SECURITIES LIMITED (LIQUIDATED)** company. **GUINNESS MAHON SERVICES LIMITED (IN LIQUIDATION) GUINNESS PEAT CHEMICALS LIMITED (LIQUIDATED)** H.E. HANDSCOMB LIMITED HALKYN DISTRICT UNITED MINES LIMITED LASMO (GEPI) LIMITED LASMO (MASSANGA) LIMITED LASMO (UEUK) LIMITED

	Other	relevant directorships			
Company Number	1524848				
Company Name	Guinness Mahon Pension Fund Trustees Limited				
Directors Name	WEDGWOOD JOHN ARTHUR THOMAS				
		-			
† Directors only. † Other directorships	LASMO (UFAIL) LIMITED				
	LASMO (UHL) LIMITED				
NOTES	LASMO (USPAR) 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.	LASINO (OSPAN) ENVITED				
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	LASMO AFRIQUE LIMITED				
for names not used since the age of 18 or for at least 20 years	LASMO FIFI ZAITUN 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.	LASMO FINANCE LIMITED				
Other directorships.	LASMO 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.					
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	LASMO OIL (EGYPT) LIMITED				
- dormant	LASMO OIL (GUYANA) LIMITED				
 a parent company which wholly owned the company making the return, or 					
 another wholly owned subsidary of the same parent company. 	LASMO SECURITIES LIMITED				
	LASMO SHIPPING LIMITED (DISSOLVED)				
	LASMO SINGAPORE LIMITED				
	LASMO SUMATRA LIMITED				
	LASMO TANGERANG LIMITED				
	LASMO TRUSTEE COMPANY LIMITED				
	LONDON & SCOTTISH MARINE OIL LIMITED				
	NEPTUNE OIL LIMITED				

	Other relevant directorships				
Company Number					
Company Name	Guinness Mahon Pension Fund Trustees Limited				
Directors Name	WEDGWOOD JOHN ARTHUR THOMAS				
† Directors only. † Other directorships	OIL EXPLORATION (HOLDINGS) LIMITED				
	OIL EXPLORATION (SCOTLAND) 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.	R. SUMNER & CO. LIMITED (LIQUIDATED)				
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	WIGGLESWORTH LIMITED (LIQUIDATED)				
- 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 subsidery of the same parent company.					

	Other relevant directorships					
Company Number						
Company Name	Guinness Mahon Pension Fund Trustees Limited					
Directors Name	WHITMARSH MICHAEL JOHN					
	<u></u>					
† Directors only. † Other directorships	ARDARA INVESTMENTS LIMITED (LIQUIDATED)					
	ASHTEAD SQUASH RACKETS CLUB LIMITED					
NOTES	GUINNESS MAHON DATA SERVICES LIMITED (LIQU	UDATED)				
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surmame 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.	LOMO (NO. 1) LIMITED (LIQUIDATED)					
- for names not used since the age of 18 or for at least 20 years	STARTOLL LIMITED (LIQUIDATED)					
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		g g				
- dormant						
 a parent company which wholly owned the company making the return, or 						
 another wholly owned subsidery 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)		
	ORDINARY	2	£ 2.00		
	Totals	2	£ 2.00		
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				
returns. (see note 10)		on pape	r in another format		
	A list of changes is end	closed			
	A full list of members is	s enclosed X			
Elective resolutions (Private companies only) (See note 11)	If at the date of this return an election is in force to dispense with annual general meetings, mark this box				
		turn an election is in for ounts in general meetin			
Certificate	I certify that the inform knowledge and belief.	nation given in this retur	n is true to the best of my		
Signed	P.S. Iven	Date	23/9/96		
† Please delete as appropriate.	† a director/secretary				
When you have signed the return send it with the fee to the Registrar of Companie Cheques should be made payable to Companies House.	This return includes.	es 2 co	ontinuation sheets.		
Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.	THE SECRETARY, 32 ST. MARY	AT HILL, LONDON, EC3P 3AJ			
		Tel 0171 623 93	333		
	DX number	DX exchange			



List of past and present members

Please complete in typescript, or in bold black capitals.	Schedule to f	orm 363a	, 363b		
Company Number	1524848		į		
Company Name in full	Guinness Mahon Pension Fund Trustees Limited				
	or amount of the date of the stock held by first return, since existing members company) by at date of this return. Number or Number or Date of the date of the stock held by first return, since company) by at date of this company) by at date of the date of		of the last return, since the income the income the income the income the income who are still ons who have come the of	who are still members, and who have ceased to be members. Date of	
Name and address	amount currently held	amount Transferred	registration of transfer	Remarks	
GMG NOMINEES LIMITED 32 ST. MARY AT HILL, LONDON, ENGLAND, EC3 3AJ	P Ordinary 1				
GMG NOMINEES (NO.2) LIMITED 32 ST. MARY AT HILL, LONDON, ENGLAND, EC3 3AJ	P Ordinary 1				