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COMPANIES FORM No.155(6)a

Declaration in relation to assistance for the acquisition of shares.

155(6)a

Please do not write in this margin

Pursuant to section 155(6) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

--	--	--

2659917

Name of company

* BURKE FORD REED INSURANCE MANAGEMENT LIMITED

Note
Please read the notes on page 3 before completing this form.

* insert full name of company

§ insert name(s) and address(es) of all the directors

~~1. We~~ DOMINIC JAMES BURKE OF OLD HALL COTTAGE, SOUTH DRIVE, LIVERPOOL, L12 1LQ, SIMON CURTIS OF PARK FARMHOUSE, VICARAGE LANE, TARPORLEY, IAN COLIN SANDERS OF WHITEGATE, NEW HEY, LIVERPOOL, L12 1LH, ROBERT DAVID PETERSON OF THE PADDOCKS, 135 STATION ROAD, LINGFIELD, SURREY AND MICHAEL JOHN BOYLE OF 21 SUMMERVILLE GARDENS, WARRINGTON, CHESHIRE, DONALD CARMAEL OF BRACKEN HILL, REDFORD, MIDHURST, WEST SUSSEX, GU29 0QG

† delete as appropriate

~~the sole director~~ ☒ all the directors ☐ of the above company do solemnly and sincerely declare that:

The business of the company is:

~~(a) that of a recognised bank licensed institution within the meaning of the Banking Act 1979~~

~~(b) that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on insurance business in the United Kingdom~~

(c) something other than the above

The company is proposing to give financial assistance in connection with the acquisition of shares in the [company] ~~company's holding company~~

The assistance is for the purpose of [that acquisition] ^{and} [reducing or discharging a liability incurred for the purpose of that acquisition].†

The number and class of the shares acquired or to be acquired is: 700 ORDINARY SHARES OF 10 PENCE EACH

Presentor's name address and reference (if any):

CHAFFE STREET
BROOK HOUSE
70 SPRING GARDENS
MANCHESTER
M2 2BQ

REF: RHS/JRH

For official Use

General Section

Post room



JMA *J1UMNAA7* 221
COMPANIES HOUSE 05/04/95

The assistance is to be given to: (note 2) THR PERSONS REFERRED TO IN APPENDIX 1

Please do not
write in
this margin

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

The assistance will take the form of:

THE AGREEMENT BY THE COMPANY TO RELEASE TO THE PERSONS REFERRED TO IN APPENDIX 1 AND PAY ON THEIR BEHALF £91,000 TO MRS MARGARET FORD AS PART PAYMENT FOR THE SALE BY HER OF 700 ORDINARY SHARES OF 10 PENCE EACH IN THE CAPITAL OF THE COMPANY TO THE PERSONS NAMED IN APPENDIX ONE PURSUANT TO AN AGREEMENT BETWEEN THOSE PERSONS, MRS FORD AND THE COMPANY IN SATISFACTION OF MONIES PAID TO THE COMPANY BY THOSE PERSONS IN APRIL 1993 ON TERMS THAT SUCH MONIES WERE NOT REPAYABLE BY THE COMPANY;

THE PAYMENT BY THE COMPANY OF STAMP DUTY ON THE PURCHASE PRICE OF £101,900 OF THE SHARES REFERRED TO ABOVE;

THE PAYMENT BY THE COMPANY OF ALL LEGAL COSTS AND OTHER EXPENSES RELATING TO THE TRANSACTIONS REFERRED TO ABOVE.

The person who ~~has acquired~~ will acquire† the shares is:

THE PERSONS REFERRED TO IN APPENDIX 1

† delete as
appropriate

The principal terms on which the assistance will be given are:

AS SET OUT IN THE AGREEMENT REFERRED TO ABOVE; AND

THE PAYMENT OF THE STAMP DUTY REFERRED TO ABOVE; AND

THE PAYMENT BY THE COMPANY OF THE LEGAL COSTS AND OTHER EXPENSES REFERRED TO ABOVE

The amount of cash to be transferred to the person assisted is £ 91,000

The value of any asset to be transferred to the person assisted is £ _____

The date on which the assistance is to be given is ON OR BEFORE 10th May, 19 95

Please do not
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Please complete
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bold block lettering

* delete either (a) or
(b) as appropriate

~~X~~ We have formed the opinion, as regards the company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts. (note 3)

(a) ~~X~~ We have formed the opinion that the company will be able to pay its debts as they fall due during the year immediately following that date] * (note 3)

~~(b) It is intended to commence the winding up of the company within 12 months of that date, and I/we have formed the opinion that the company will be able to pay its debts in full within 12 months of the commencement of the winding up. * (note 3)~~

And I/we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at

Liverpool

the 29th day of

MARCH

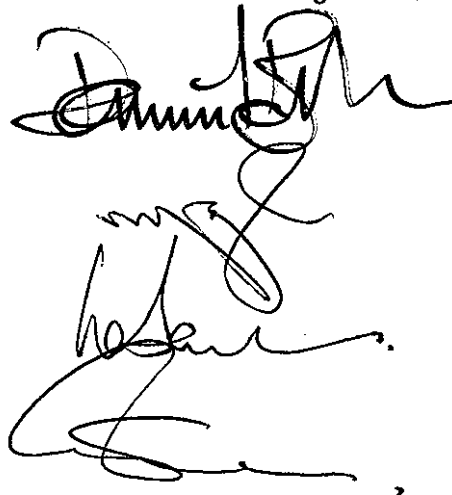
one thousand nine hundred and NINETY FIVE

before me

Paul J. Jones

A Commissioner for Oaths or Notary Public or Justice of the Peace or a Solicitor having the powers conferred on a Commissioner for Oaths.

Declarants to sign below



NOTES

- 1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.
- 2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.
- 3 Contingent and prospective liabilities of the company are to be taken into account - see section 156(3) of the Companies Act 1985.
- 4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.

APPENDIX 1

ROBERT DAVID PETERSON The Paddocks 135 Station Road Lingfield Surrey	61	£ 8,879.86
BARRY JAMES RODGERS Medlars 13 Wheatfields Grove Green Maidstone Kent ME14 5SL	8	£1,164.57
BURKE & SANDERS (HOLDINGS) LIMITED 15/17 Stanley Street Liverpool L1 6AA	381	£55,462.71
CHRISTOPHER LESLIE REED Acorn House Billericay Essex CM11 1HG	201	£29,259.86
THOMAS ANDERSON BLYTH 51 Lampson Road Killearn Glasgow CG3 9CT	33	£ 4,803.86
DAVID GEORGE LOFTING Mill House Mill Lane Little Yeldham Essex	8	£ 1,164.57
MICHAEL JOHN BOYLE 21 Summerville Gardens Warrington Cheshire	8	£ 1,164.57

CHADWICK & CO

c h a r t e r e d a c c o u n t a n t s

Tower Building, Water Street, Liverpool L3 1PQ


AUDITORS' REPORT TO THE DIRECTORS OF BURKE FORD REED INSURANCE

MANAGEMENT LIMITED PURSUANT TO SECTION 156(4) OF THE COMPANIES ACT 1985

We have examined the attached statutory declaration of the Directors dated 29 March 1995 in connection with the proposal that the Company should give financial assistance for the purchase of 700 of the Company's ordinary shares of 10p each. We have enquired into the state of the Company's affairs so far as necessary for us to review the bases for the statutory declaration.

We are not aware of anything to indicate that the opinion expressed by the Directors in their declaration as to any of the matters mentioned in section 156(2) of the Companies Act 1985 is unreasonable in all the circumstances.

29 March 1995


CHADWICK & CO
CHARTERED ACCOUNTANTS
REGISTERED AUDITOR

G

COMPANIES FORM No.155(6)a

Declaration in relation to assistance for the acquisition of shares.

155(6)a

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Pursuant to section 155(6) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

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2659917

Name of company

* BURKE FORD REED INSURANCE MANAGEMENT LIMITED

Note
Please read the notes on page 3 before completing this form.

* insert full name of company

† insert name(s) and address(es) of all the directors

We of DOMINIC JAMES BURKE OF OLD HALL COTTAGE, SOUTH DRIVE, LIVERPOOL, L12 1LQ, SIMON CURTIS OF PARK FARMHOUSE, VICARAGE LANE, TARPORLEY, IAN COLIN SANDERS OF WHITEGATE, NEW HEY, LIVERPOOL, L12 1LH, ROBERT DAVID PETERSON OF THE PADDOCKS, 135 STATION ROAD, LINGFIELD, SURREY AND MICHAEL JOHN BOYLE OF 21 SUMMERVILLE GARDENS, WARRINGTON, CHESHIRE, DONALD CARPMAEL OF BRACKEN HILL, REDFORD, MIDHURST, WEST SUSSEX, GU29 0QG

† delete as appropriate

~~the sole director~~ [all the directors]† of the above company do solemnly and sincerely declare that:

The business of the company is:

~~(a) that of a recognised bank licensed institution within the meaning of the Banking Act 1979,~~

~~(b) that of a person authorised under section 2 or 4 of the Insurance Companies Act 1982 to carry on insurance business in the United Kingdom,~~

(c) something other than the above

§ delete whichever is inappropriate

The company is proposing to give financial assistance in connection with the acquisition of shares in the [company] ~~[company's holding company]~~

~~limited~~

and
The assistance is for the purpose of [that acquisition][reducing or discharging a liability incurred for the purpose of that acquisition].†

The number and class of the shares acquired or to be acquired is: 700 ORDINARY SHARES OF 10 PENCE EACH

Presentor's name address and reference (if any):

CHAFFE STREET
BROOK HOUSE
70 SPRING GARDENS
MANCHESTER M2 2BQ

Ref: RHS.JRH

For official Use

General Section

Post room

The assistance is to be given to: (note 2) THE PERSONS REFERRED TO IN APPENDIX 1

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The assistance will take the form of:

THE AGREEMENT BY THE COMPANY TO RELEASE TO THE PERSONS REFERRED TO IN APPENDIX 1 AND PAY ON THEIR BEHALF £91,000 TO MRS MARGARET FORD AS PART PAYMENT FOR THE SALE BY HER OF 700 ORDINARY SHARES OF 10 PENCE EACH IN THE CAPITAL OF THE COMPANY TO THE PERSONS NAMED IN APPENDIX ONE PURSUANT TO AN AGREEMENT BETWEEN THOSE PERSONS, MRS FORD AND THE COMPANY IN SATISFACTION OF MONIES PAID TO THE COMPANY BY THOSE PERSONS IN APRIL 1993 ON TERMS THAT SUCH MONIES WERE NOT REPAYABLE BY THE COMPANY;

THE PAYMENT BY THE COMPANY OF STAMP DUTY ON THE PURCHASE PRICE OF £101,900 OF THE SHARES REFERRED TO ABOVE;

THE PAYMENT BY THE COMPANY OF ALL LEGAL COSTS AND OTHER EXPENSES RELATING TO THE TRANSACTIONS REFERRED TO ABOVE.

The person who ~~[has acquired]~~ [will acquire]† the shares is:

† delete as
appropriate

THE PERSONS REFERRED TO IN APPENDIX 1

The principal terms on which the assistance will be given are:

AS SET OUT IN THE AGREEMENT REFERRED TO ABOVE; AND

THE PAYMENT OF THE STAMP DUTY REFERRED TO ABOVE; AND

THE PAYMENT BY THE COMPANY OF THE LEGAL COSTS AND OTHER EXPENSES REFERRED TO ABOVE

The amount of cash to be transferred to the person assisted is £ 91,000

The value of any asset to be transferred to the person assisted is £

The date on which the assistance is to be given is ON OR BEFORE 10th May, 19 95

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* delete either (a) or
(b) as appropriate

~~1/~~We have formed the opinion, as regards the company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts.(note 3)

(a) ~~/~~We have formed the opinion that the company will be able to pay its debts as they fall due during the year immediately following that date]* (note 3)

~~(b) It is intended to commence the winding-up of the company within 12 months of that date; and /we have formed the opinion that the company will be able to pay its debts in full within 12 months of the commencement of the winding up.]* (note 3) x x x~~

And ~~1/~~we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 1090 LOTO'S
1 LIME STREET
LONDON EC3

the 29th day of March
one thousand nine hundred and 95

Declarants to sign below

before me

NIGEL MUNOY NIGEL MUNOY
A Commissioner for Oaths or Notary Public or Justice of
the Peace or a Solicitor having the powers conferred on
a Commissioner for Oaths.

NOTES

- 1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.
- 2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.
- 3 Contingent and prospective liabilities of the company are to be taken into account - see section 156(3) of the Companies Act 1985.
- 4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.

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BARRY JAMES RODGERS Medlars 13 Wheatfields Grove Green Maidstone Kent ME14 5SL	8	£1,164.57
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CHADWICK & CO

c h a r t e r e d a c c o u n t a n t s

Tower Building, Water Street, Liverpool L3 1PQ

AUDITORS' REPORT TO THE DIRECTORS OF BURKE FORD REED INSURANCE

MANAGEMENT LIMITED PURSUANT TO SECTION 156(4) OF THE COMPANIES ACT 1985

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We are not aware of anything to indicate that the opinion expressed by the Directors in their declaration as to any of the matters mentioned in section 156(2) of the Companies Act 1985 is unreasonable in all the circumstances.

Chadwick & Co

29 March 1995

CHADWICK & CO
CHARTERED ACCOUNTANTS
REGISTERED AUDITOR

**Declaration in relation to
assistance for the acquisition
of shares.****155(6)a**Please do not
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Pursuant to section 155(6) of the Companies Act 1985

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the directors

~~/We ø~~ DOMINIC JAMES BURKE OF OLD HALL COTTAGE, SOUTH DRIVE, LIVERPOOL, L12
1LQ, SIMON CURTIS OF PARK FARMHOUSE, VICARAGE LANE, TARPORLEY, IAN COLIN
SANDERS OF WHITEGATE, NEW HEY, LIVERPOOL, L12 1LH, ROBERT DAVID PETERSON OF
THE PADDOCKS, 135 STATION ROAD, LINGFIELD, SURREY AND MICHAEL JOHN BOYLE OF
21 SUMMERVILLE GARDENS, WARRINGTON, CHESHIRE, DONALD CARPMAEL OF BRACKEN HILL,
REDFORD, MIDHURST, WEST SUSSEX, GU29 0QG.

† delete as
appropriate[~~the sole director~~][all the directors]† of the above company do solemnly and sincerely declare that:

The business of the company is:

§ delete whichever
is inappropriate

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~~insurance business in the United Kingdom,~~
(c) something other than the above§

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Limited†

and
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10 PENCE EACH

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

CHAFFE STREET
BROOK HOUSE
70 SPRING GARDENS
MANCHESTER
M2 2BQ

For official Use

General Section

Post room

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And ~~1/~~ we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 1090 L1070's
1 LIME STREET
LONDON EC3
the 29th day of March
one thousand nine hundred and 95

Declarants to sign below

Barpmend

before me

Wich Chaffey NICHOLAS MUNDAT
~~A Commissioner for Oaths or Notary Public or Justice of the Peace or a Solicitor~~ having the powers conferred on a Commissioner for Oaths.

NOTES

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CHADWICK & CO

chartered accountants

Tower Building, Water Street, Liverpool L3 1PQ

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CHADWICK & CO
CHARTERED ACCOUNTANTS
REGISTERED AUDITOR