

Please complete in typescript, or in bold black capitals.

363a

Annual Return

Company Number

89209		
89209		

Company Name in full

|--|--|

* F363AD40 *

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

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.

Sun Alliance Linked Life Insurance Limited

Day	Month	Year		
14	05	1999		

Day	Month	Year		
14	05	2000		

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

NEW HALL PLACE			
OLD HALL STREET			

LIVERPOOL

L69 3HS

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,

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	The state of the s
	TOTAL INICIDATION
PENSIONS & UNIT LINKED LONG-TE	RM INSURANCE
1 LINGUITO & CITIL ENVIEW FORCE .	w·· ··· ···

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 DX 33050 Cardiff

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

for companies registered in Scotland DX 235 Edinburgh

Register of members (See note If the register of members is not kept at the registered office, state here where it is kept at the registered office, state here where it is kept at the registered of the register	• ·				
Dont	 				
Post t	·				
County / Re	gion		Posto	ode	
Register of Debenture holds (See note 6) If there is a register of debenture holders and it is not kept at the registered office,	ers				
state here where it is kept.					
Post	own				
County / Re	gion		Posto	ode	
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 und section 30	er	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	l				
Company Secretary(see notes	1-5)	Details of a new compar	y secretary must be	notif	ied on form 288a.
(Please photocopy this area to provide details of joint * Style /	Title	MR	*Honour	s etc	A.C.I.S.
secretaries). Forenan	ne(s)	JOHN HILTON			
Surn* Voluntary details.	ame	BERG			
Previous forenan	ne(s)	JOHN HILTON			
Previous surnan	ne(s)	BERG			
Address		1 VICARAGE COURT			
Usual residential		HOLDEN ROAD			
address must be given. In the case of a Post	town	LONDON			
corporation, give the registered or principal County / Re office address.	gion		Posto	ode	N12 7DZ
	untry	ENGLAND			

Directors (see Please list direct	notes 1 to	5) ohabetical order.	Details of new directo	rs must be notit	fied on form	288a			
•	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc	FIA	Da	ate of birth	28	02	1945	
		Forename(s)	RONALD						
		Surname	CALVER						
Previous forename(s)			RONALD						
Previous surname(s)			CALVER						
Address			"CONSTANTIA", QUEENS	DRIVE					
Usual residential									
address must be given. In the case corporation, give	e of a	Post town	HESWALL						
registered or pr office address.	ncipal	County / Region	WIRRAL		Postcode	L60 6SH			
		Country			Nationality		BRITISH		
Business occupation			OPERATIONS DIRECTOR						
Other directorships			See attached list						
* Voluntary details.				<u> </u>					
	Name	* Style / Title MR			Day	Month	Year		
		* Honours etc	FIA	Da	ate of birth	26	12	1958	
		Forename(s)	NICK						
		Surname	CRITICOS						
	Pre	vious forename(s)							
	Pre	evious surname(s)							
Address			40 ELSYNGE ROAD						
Usual residen				<u>.</u>					
address must be given. In the case corporation, give registered or pri	se of a e the	Post town	LONDON						
office address.	ricipai	County / Region		Postcode			2HN		
		Country	ENGLAND		Nationality	SOUTI	1 AFRICA	N	
	Busines	s occupation	MANAGER						
	Other di	irectorships	See attached list						
						-			

Directors (see Please list direct	notes 1-5) phabetical order	Details of new director	s must be notific	ed on form	288a.				
	Name	* Style / Title	MR			Day	Month	Year		
		* Honours etc	ACA	Date	e of birth	11	10	1956		
		Foreneme(s)	RICHARD EDWARD KEITH							
		Surname	GREENFIELD							
	Pre	vious forename(s)	RICHARD EDWARD KEITH							
Previous surname Address			GREENFIELD							
			BYEWAYS, CHESTER HIG	SH ROAD						
Usual residential		NESTON								
<i>address</i> must b given. In the case	e of a	Post town	SOUTH WIRRAL							
corporation, give registered or prir office address.	the ncipal	County / Region			Postcode	L64 7TA				
onice address.		Country	ENGLAND							
I	Nationality Business occupation		BRITISH							
I			CHARTERED ACCOUNTANT							
(Other d	irectorships	See attached list							
I	Name	* Style / Title	MR	Date of birth		Day	Month	Year		
		* Honours etc	FCII			28	02	1952		
		Forename(s)	BRIAN JOHN							
		Surname	HALL							
	Prev	vious forename(s)								
		Previous surname								
			NORMAN'S KEEP, DOOMSDAY GARDEN							
•	Address	•								
Usual resident address must b			HORSHAM							
given. In the case corporation, give	e of a the	Post town				D: 140				
registered or prin office address.	icipal	County / Region	WEST SUSSEX		Postcode	RH13	OLB			
		Country								
1	Nationa	lity	BRITISH							
		s occupation	INSURANCE MANAGER							
(Other di	rectorships	See attached list							
* Voluntary details.										

Directors (see Please list direct	notes 1-5)	habetical order	Details of new directors	s must be noti	fied on form	288a.		
	Name	* Style / Title	MR			Day	Month	Year
		* Honours etc	FIA,ASA	Da	ate of birth	13	12	1951
		Foreneme(s)	CHRISTOPHER DAVID					
Surname Previous forename(s) Previous surname			O'BRIEN					-
			2 INCLE OBSENT BUTINDS	LICANIDO				
Address			3 INGLE GREEN, BLUNDE	LLSANDS				
Usual residen address _{must b}								
given. In the cas	e of a	Post town	LIVERPOOL				**	
corporation, give registered or prir office address.	ncipal	County / Region			Postcode	L23 6	ΧY	
mice address.		Country	ENGLAND					
	National	lity	BRITISH	- Washington				
	Busines	s occupation	ACTUARY					
Other directorships		See attached list						
	Nama	* Chdo / Titlo	MR			_		
	Name	* Style / Title				Day	Month	
		* Honours etc	FCII,	D:	ate of birth	02	07	1951
		Forename(s)	GEORGE STEPHAN					
		Surname	PATER					
	Prev	vious forename(s)						
	F	Previous surname						
	Address	•	11 LEIGHTON COURT, NE	STON				
Usual residen address must b	e	Post town	SOUTH WIRRAL	· · · · · · · · · · · · · · · · · · ·				
given. In the cas corporation, give	the the					L64 6	IW	
registered or prir office address.	ncipal	County / Region			Postcode	2040		
		Country	ENGLAND					
	National	lity	BRITISH					
		s occupation	DIRECTOR & GENERAL M	ANAGER				
	Other di	rectorships	See attached list					
* Voluntary details.								

	Other relevant directorships					
Company Number	889209					
Company Name	Sun Alliance Linked Life Insurance Limited					
Directors Name	CALVER RONALD					
† Directors only. † Other directorships	BRADFORD INSURANCE COMPANY LIMITED					
	PHOENIX ASSURANCE PLC					
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	PROPERTY GROWTH ASSURANCE COMPANY 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.	ROYAL & SUN ALLIANCE LIFE & PENSIONS LIMITED					
- for names not used since the age of 18 or for at least 20 years	ROYAL & SUN ALLIANCE LIFE HOLDINGS LIMITED					
A peer or individual known by a title may state the title instead of or in addition to the forenames and summane						
and need not give the name by which that person was known before he or she adopted the title or preceded to it.	ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED					
Other directorships.	ROYAL & SUN ALLIANCE LINKED INSURANCES 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	ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED					
- dormant	ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED					
a parent company which wholly owned the company making the return, or						
 another wholly owned subsidiary of the same parent company. 	ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED					
	ROYAL LIFE (UNIT LINKED PENSION FUNDS) LIMITED					
	ROYAL LIFE HOLDINGS LIMITED					
	SUN ALLIANCE AND LONDON ASSURANCE COMPANY LIMITED					
	SUN ALLIANCE PENSIONS LIMITED					

Other relevant directorships Company Number 889209 Sun Alliance Linked Life Insurance Limited **Company Name CRITICOS NICK Directors Name** BRADFORD INSURANCE COMPANY LIMITED † Other directorships PHOENIX ASSURANCE PLC PROPERTY GROWTH ASSURANCE COMPANY 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. **ROYAL & SUN ALLIANCE LIFE & PENSIONS 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 **ROYAL & SUN ALLIANCE LIFE HOLDINGS 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. ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED Other directorships. **ROYAL & SUN ALLIANCE LINKED INSURANCES 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. ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED 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 **ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED** a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent ROYAL & SUN ALLIANCE UNIT TRUST MANAGEMENT LIMITED ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED ROYAL LIFE (UNIT LINKED PENSION FUNDS) LIMITED ROYAL LIFE HOLDINGS LIMITED SAL PENSION FUND LIMITED SUN ALLIANCE AND LONDON ASSURANCE COMPANY LIMITED

SUN ALLIANCE PENSIONS LIMITED

† Directors only.

NOTES

Other relevant directorships Company Number 889209 **Company Name** Sun Alliance Linked Life Insurance Limited **GREENFIELD RICHARD EDWARD KEITH Directors Name** ALBION REAL ESTATE CORPORATION LIMITED † Directors only. † Other directorships **BRADFORD INSURANCE COMPANY LIMITED CLEARFOL INVESTMENT 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. PHOENIX ASSURANCE 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. - for names not used since the age of 18 or for at least 20 years PROPERTY GROWTH ASSURANCE COMPANY LIMITED A peer or individual known by a title may state the title instead of or in addition to the forenames and sumame and need not give the name by which that person was known before he or she adopted the title or preceded **ROYAL & SUN ALLIANCE INTERNATIONAL FINANCIAL SERVICES LIMITED** Other directorships. **ROYAL & SUN ALLIANCE LIFE & PENSIONS 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. **ROYAL & SUN ALLIANCE LIFE HOLDINGS LIMITED** 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 ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED - a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent ROYAL & SUN ALLIANCE LINKED INSURANCES LIMITED **ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED ROYAL & SUN ALLIANCE PROPERTY SERVICES LIMITED** ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED ROYAL LIFE (UNIT LINKED PENSION FUNDS) LIMITED ROYAL LIFE HOLDINGS LIMITED

ROYAL LIFE INTERNATIONAL SERVICES LIMITED

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	Othe	ther relevant directorships	
Company Number			
Company Name	Sun Alliance Linked Life Insurance Limited		
Directors Name	GREENFIELD RICHARD EDWARD KEITH		
† Directors only. † Other directorships	SUN ALLIANCE AND LONDON ASSURANCE COMPA	NY LIMITED	
	SUN ALLIANCE PENSIONS LIFE & INVESTMENT SE	RVICES LIMITED	
NOTES Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the	SUN ALLIANCE PENSIONS LIMITED		
name on surname line and registered or principal office on the usual residential line. Sive previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.	TRUSCOTTS ESTATE AGENCY LIMITED		
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 individual need not give the name by which that person was individual to the nor 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 las been a director at any time in the past five years.	1104174		
fou may exclude a company which either is, or at all imes 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.			
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Company Number 889209 Sun Alliance Linked Life Insurance Limited **Company Name** HALL BRIAN JOHN **Directors Name** BRADFORD INSURANCE COMPANY LIMITED PHOENIX ASSURANCE PLC PROPERTY GROWTH ASSURANCE COMPANY LIMITED ROYAL & SUN ALLIANCE LIFE & PENSIONS LIMITED ROYAL & SUN ALLIANCE LIFE HOLDINGS LIMITED ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED **ROYAL & SUN ALLIANCE LINKED INSURANCES LIMITED** ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED ROYAL LIFE (UNIT LINKED PENSION FUNDS) LIMITED ROYAL LIFE HOLDINGS LIMITED SUN ALLIANCE AND LONDON ASSURANCE COMPANY LIMITED SUN ALLIANCE PENSIONS LIMITED WOOLWICH LIFE ASSURANCE COMPANY LIMITED

† Other directorships

† Directors only.

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

Other directorships.

A peer or individual known by a title may state the title instead of or in addition to the forenames and sumame and need not give the name by which that person was known before he or she adopted the title or preceded to it.

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

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dormant

Other relevant directorships

Company Number 889209 Sun Alliance Linked Life Insurance Limited **Company Name** O'BRIEN CHRISTOPHER DAVID **Directors Name** ALBION REAL ESTATE CORPORATION LIMITED † Other directorships † Directors only. BRADFORD INSURANCE COMPANY LIMITED **NOTES** CLEARFOL INVESTMENT 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. PHOENIX ASSURANCE 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. for names not used since the age of 18 or for at least 20 years PROPERTY GROWTH ASSURANCE COMPANY 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. ROYAL & SUN ALLIANCE LIFE & PENSIONS LIMITED Other directorships. **ROYAL & SUN ALLIANCE LIFE HOLDINGS 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. **ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED** 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 **ROYAL & SUN ALLIANCE LINKED INSURANCES LIMITED** a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED **ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED** ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED ROYAL LIFE (UNIT LINKED PENSION FUNDS) LIMITED **ROYAL LIFE HOLDINGS LIMITED** SUN ALLIANCE AND LONDON ASSURANCE COMPANY LIMITED SUN ALLIANCE PENSIONS LIFE & INVESTMENT SERVICES LIMITED

SUN ALLIANCE PENSIONS LIMITED

Other relevant directorships

		Other relevant directorships
	Company Number	889209
·	Company Name	Sun Alliance Linked Life Insurance Limited
	Directors Name	O'BRIEN CHRISTOPHER DAVID
· Directors only.	† Other directorships	TRUSCOTTS ESTATE AGENCY LIMITED
NOTES		
Show the full forenames,	NOT INITIALS. If the director ion or Scottish firm, show the id registered or principal office ne.	
Give previous forenames for a married woman, the known before marriage i	e name by which she was	
	e the age of 18 or for at	
nstead of or in addition to	n by a title may state the title o the forenames and surname me by which that person was adopted the title or preceded	
Other director	rships.	
Britain of which the perso	company incorporated in Great on concerned is a director or ny time in the past five years.	
You may exclude a comp imes during the past five concerned was a director	oany which either is, or at all e years when the person r, was	
dormant		
 a parent company whice making the return, or 	h wholly owned the company	
- another wholly owned s company.	subsidiary of the same parent	

Other relevant directorships Company Number 889209 Sun Alliance Linked Life Insurance Limited Company Name PATER GEORGE STEPHAN **Directors Name** ALBION REAL ESTATE CORPORATION LIMITED † Other directorships † Directors only. **BRADFORD INSURANCE COMPANY LIMITED NOTES** CAVENDISH INSURANCE PUBLIC LIMITED COMPANY Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on sumame line and registered or principal office on the usual residential line. CLEARFOL INVESTMENT 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 INSURANCE CORPORATION OF THE CHANNEL ISLANDS 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. PHOENIX ASSURANCE PLC Other directorships. PROPERTY GROWTH ASSURANCE COMPANY 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. ROYAL & SUN ALLIANCE LIFE & PENSIONS LIMITED 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 **ROYAL & SUN ALLIANCE LIFE HOLDINGS LIMITED** a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent **ROYAL & SUN ALLIANCE LIFE INSURANCE SERVICES LIMITED ROYAL & SUN ALLIANCE LINKED INSURANCES LIMITED ROYAL & SUN ALLIANCE PENSIONS TRUSTEE SERVICES LIMITED ROYAL & SUN ALLIANCE PROPERTY SERVICES LIMITED ROYAL & SUN ALLIANCE SAVINGS AND INVESTMENTS LIMITED ROYAL & SUN ALLIANCE UNIT TRUST MANAGEMENT LIMITED** ROYAL INSURANCE (U.K) LTD

ROYAL INSURANCE OPERATIONAL SERVICES (UK) LIMITED

	Other relevant directorships
Company Number	889209
Company Name	Sun Alliance Linked Life Insurance Limited
Directors Name	PATER GEORGE STEPHAN
† Directors only. † Other directorships	ROYAL INSURANCE SERVICE COMPANY (GUERNSEY) LIMITED
	ROYAL LIFE (UNIT LINKED ASSURANCES) LIMITED
NOTES	ROYAL LIFE (UNIT LINKED PENSION FUNDS) 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.	ROYAL LIFE HOLDINGS LIMITED
- for names not used since the age of 18 or for at least 20 years	SUN ALLIANCE AND LONDON ASSURANCE COMPANY 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.	SUN ALLIANCE AND LONDON INSURANCE PLC
Other directorships.	SUN ALLIANCE PENSIONS LIFE & INVESTMENT SERVICES 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	SUN ALLIANCE PENSIONS LIMITED
- dormant - a parent company which wholly owned the company	THE INSURANCE SERVICE PUBLIC LIMITED COMPANY
naking the return, or - another wholly owned subsidiary of the same parent company.	TRUSCOTTS ESTATE AGENCY LIMITED
willpany.	THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTITIES IN THE SOUTH ENTITE IN THE SOUTH ENTITIES IN THE SOUTH ENTI
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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)	
	£1 ORDINARY	10,000,000	£ 10,000,000.00	
	Totals	10,000,000	£ 10,000,000.00	
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				
returns. (see note 10)		on paper	in another format	
	A list of changes is enclo	osed		
	A full list of members is	enclosed X		
Elective resolutions (Private companies only) (See note 11)	If at the date of this retu	rn an election is in force annual general meeting		
	If at the date of this retulating according	rn an election is in force ounts in general meeting	to dispense with s, mark this box	
Certificate	I certify that the information knowledge and belief.	tion given in this return is	s true to the best of my	
Signed	La Car	Date	18/5/99	
† Please delete as appropriate.	† a director/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 includes	(enter number)	ontinuation sheets.	
Please give the name, address, telephone number, and if available,	UK SECRETARIAL DEPARTMENT	, ROYAL & SUN ALLIANCE INSURA	NCE, LEADENHALL COURT, 1	
a DX number and Exchange, for the person Companies House should	LEADENHALL STREET, LONDON	EC3V 1PP		
contact if there is any query.		Tel 0171-588-2345		
	DX number	DX exchange		



Please complete in typescript, or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

Company Number	889209			
Company Name in full	Sun Alliance Linked Life Insurance Limited			
	or amount of the stock held by firs existing members cor at date of this return. (b)		Particulars of shares or stock transferred since the date of the last return (or in the case of the first return, since the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members.	
Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
ROYAL & SUN ALLIANCE LIFE HOLDINGS LIMITEI NEW HALL PLACE, OLD HALL STREET, LIVERPOO L69 3HS, ENGLAND	E1 ordinary DL, 10,000,000			
			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	