



Companies House

— for the record —

Company Name

**SALOMON BROTHERS EUROPE
LIMITED**

363s Annual Return

Company Type

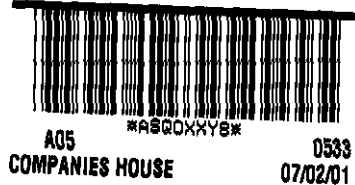
**Private Company Limited By
Shares**

Company Number

1548967

Information extracted from
Companies House records on
18th January 2001

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.



Section 1: Company details

Ref: 1548967/03/10

Current details

Amended details

- > Registered Office
Address
If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

**Victoria Plaza
111 Buckingham Palace Road
London
SW1W 0SB**

Address

UK Postcode

- > Register of Members
If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

**Address where the Register is held

At Registered Office**

Address

UK Postcode

- > Register of Debenture Holders
If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

Not Applicable

Address

UK Postcode

- > Principal Business Activities
If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

SIC Code	Description
7415	Management activities holding comps

SIC CODE	Description

- > Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.

	Current details	Amended details
> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i> <i>Particulars of a new Company Secretary must be notified on form 288.</i>	Name Andrew Martin GAULTER Address Willows End 39 Linden Grove Walton On Thames Surrey KT12 1EY	Name Address UK Postcode _ _ _ _ _ Date of change _ _ / _ _ / _ _ _ _ Date Andrew Martin GAULTER ceased to be secretary (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i> <i>Particulars of a new Director must be notified on form 288.</i>	Name Charles Senff MCVEIGH III Address 18 Fawcett Street London SW10 9JD Date of birth 04/07/1942 Nationality British Occupation Investment Banker	Name Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Charles Senff MCVEIGH III ceased to be director (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i> <i>Particulars of a new Director must be notified on form 288.</i>	Name Edward Frank MILLER Address 27 Hyde Park Gate London SW7 5DJ Date of birth 22/04/1942 Nationality American Occupation Banker	Name Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Edward Frank MILLER ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Name William Meredith SAMUEL BSC FCA	Name _____
	Address 23 Cross Street London N1 2BH	Address _____ _____ _____
	Date of birth 20/02/1952	UK Postcode _____ Date of birth ____ / ____ / ____ Nationality _____ Occupation _____
	Nationality British	Date of change ____ / ____ / ____ Date William Meredith SAMUEL BSC FCA ceased to be director (if applicable) ____ / ____ / ____
<i>Particulars of a new Director must be notified on form 288.</i>	Occupation Banker	

Section 3: Share Capital

	Current details	Amended details
> Issued Share Capital <i>This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.</i>	Class of share	Class of share
	Ordinary A	
	Nominal value of each share	Nominal value of each share
	£1.00	
	Number of shares issued	Number of shares issued
	192,270,589	
	Aggregate Nominal Value of issued shares	Aggregate Nominal Value of issued shares
	£192,270,589.00	
	Class of share	Class of share
	Ordinary B	
	Nominal value of each share	Nominal value of each share
	£1.00	
	Number of shares issued	Number of shares issued
	5,265,000	
	Aggregate Nominal Value of issued shares	Aggregate Nominal Value of issued shares
	£5,265,000.00	
	Class of share	Class of share
	Not Known - Please Supply	Fifth Tranche New Redeemable Preference Shares
	Nominal value of each share	Nominal value of each share
	£1.00	
	Number of shares issued	Number of shares issued
	579,468,384	
	Aggregate Nominal Value of issued shares	Aggregate Nominal Value of issued shares
	£579,468,384.00	
	Class of share	Class of share
	Not Known - Please Supply	Fourth Tranche New Redeemable Preference Shares
	Nominal value of each share	Nominal value of each share
	£10.00	
	Number of shares issued	Number of shares issued
	11,884,954	
	Aggregate Nominal Value of issued shares	Aggregate Nominal Value of issued shares
	£118,849,540.00	
	Total number of shares issued	Total number of shares issued
	788,888,927	
	Total Nominal value of shares issued	Total Nominal value of shares issued
	£895,853,513.00	

Current details**Amended details**

- > At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 029 2038 0801.

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details		Amended details		Shares transferred	
> Shareholder Name SALOMON (INTERNATIONAL) FINA		Name SALOMON (INTERNATIONAL) FINANCE AG			
Address Schipfe 2 Zurich Switzerland		Address _____ _____ _____			
		UK Postcode _ _ _ _ _		Shares transferred by SALOMON (INTERNATIONAL) FINANCE AG	
Shares held Class Ordinary B	Number 5265000	Shares held Class _____	Number _____	Class _____	Number _____
Not Known - Please Supply		569068384		Date of transfer ____/____/____	
> Shareholder Name SALOMON INTERNATIONAL LLC		Name _____			
Address Victoria Plaza 111 Buckingham Palace Road London SW1W 0SB		Address _____ _____ _____			
		UK Postcode _ _ _ _ _		Shares transferred by SALOMON INTERNATIONAL LLC	
Shares held Class Ordinary A	Number 192270589	Shares held Class _____	Number _____	Class _____	Number _____
Not Known - Please Supply		22284954		Date of transfer ____/____/____	

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			



Companies House

— for the record —

363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

1. Declaration

- ☐ I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature

(Director / Secretary)

Date

05, 02, 2001

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

- ☐ This AR is made up to **12/1/2001** If you are making this return up to an earlier date, please give the date here

— / — / —

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

- ☐ If you wish to change your next return to a date earlier than **12th January 2002** please give the new date here:

— / — / —

4. Where to send this form

- ☐ Please return this form to:

Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

OR

For members of the Hays Document
Exchange service
DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Cheque ☐ Postal Order ☐ Cheque / Postal Order
Number _____

(Please complete as appropriate)

Contact Address

Please give the name and address of the person who should be contacted if there are any queries about this form.

Contact Name

J. ROBSON

Telephone number inc code

0207 500 7147

Address

120 CHEAPSIDE

DX number if applicable

— — — — —

LONDON

DX exchange

Postcode

EC2V 6DS

Register of Members and Share Ledger

Salomon Brothers Europe Limited



Current Member

Member Name: *Salomon (International) Finance AG
Address: Baarermaße, 6301 Zug, Switzerland.

Date of Inc : 20-Mar-1957
Incorporated : Switzerland

Date of entry as a Member: 31-Jan-1990

Share Class Name: 2nd Tranche New Red Pref Shares of £1

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
30-Sep-1994				£1.000	126,742,712		126,742,712
24-Sep-1998		1		£1.000		126,742,712	0
Total Holding :							0

Share Class Name: B Ordinary Shares of £1 each

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
22-Dec-1994				£1.000	5,265,000		5,265,000
Total Holding :							5,265,000

Share Class Name: Convertible Redeemable Preference £1

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
31-Jan-1990				£1.000	734,644,550		734,644,550
24-Dec-1990				£1.000		250,000,000	484,644,550
28-May-1993				£1.000		484,644,550	0
Total Holding :							0

Register of Members and Share Ledger

Salomon Brothers Europe Limited



Share Class Name: Fifth Tranche Preference Shares of £1

Nominal Value: £1,000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
24-Sep-1998	2		38	£1,000	569,068,384		569,068,384
					Total Holding :		
					569,068,384		

Share Class Name: New Redeemable Preference Shares Of £1

Nominal Value: £1,000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
05-Apr-1993				£1,000	76,530,662		76,530,662
28-May-1993				£1,000	484,644,550		561,175,212
30-Dec-1996		26		£1,000		118,849,540	442,325,672
24-Sep-1998		27		£1,000		442,325,672	0
					Total Holding :		
					0		

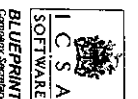
Share Class Name: Ordinary £1 shares

Nominal Value: £1,000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
31-Jan-1990				£1,000	9,200,000		9,200,000
05-Apr-1993				£1,000		3,935,000	5,265,000
22-Dec-1994				£1,000		5,265,000	0
					Total Holding :		
					0		

Register of Members and Share Ledger

Salomon Brothers Europe Limited



Current Member

Member Name: *Salomon International LLC

Date of Inc : 26-Apr-1993

Address: VICTORIA PLAZA, 111 BUCKINGHAM PALACE ROAD, LONDON, SW1W OSB.

Incorporated : United States

Date of entry as a Member: 30-Jun-1994

Share Class Name: 3rd Tranche New Red Pref Shares of £1

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
13-Dec-1995				£1.000	10,400,000		10,400,000
24-Sep-1998		1		£1.000		10,400,000	0
Total Holding :							0

Share Class Name: A Ordinary Shares of £1 each

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
22-Dec-1994				£1.000	15,800,000		15,800,000
14-Oct-1998		1		£1.000	176,470,589		192,270,589
Total Holding :							192,270,589

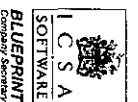
Share Class Name: Fifth Tranche Preference Shares of £1

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
24-Sep-1998		1		£1.000	10,400,000		10,400,000
Total Holding :							10,400,000

Register of Members and Share Ledger

Salomon Brothers Europe Limited



Share Class Name: Fourth Tranche New Red Pref Shs of £10

Nominal Value: £10,000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
30-Dec-1996			1	£10,000	11,884,954		11,884,954
Total Holding :					11,884,954		

Share Class Name: Ordinary £1 shares

Nominal Value: £1,000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
30-Jun-1994				£1,000	15,800,000		15,800,000
22-Dec-1994				£1,000		15,800,000	0
Total Holding :							0

Register of Members and Share Ledger

Salomon Brothers Europe Limited



Past Member

Member Name: *Salomon Brothers Holding Company Inc

Address: Seven World Trade Center, NEW YORK, New York, 10048.

Date of Inc : 31-Aug-1981

Incorporated : United States

Date of entry as a Member: 02-Jan-1990

Date of ceasing to be a Member: 30-Jun-1994

Share Class Name: Ordinary £1 shares

Nominal Value: £1.000

Date of Transaction	Allotment Number	Transfer Number	Share Certificate Number	Paid or Agreed to be considered as paid per share	Shares Acquired	Shares Transferred	Remaining Balance
02-Jan-1990				£1.000	15,800,000		15,800,000
30-Jun-1994				£1.000		15,800,000	0

Total Holding : 0