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363a

Annual Return

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Com	pany	Nulli	nei

1548967

Company Name in full

Salomon Brothers Europe Limited



Date of this return (See note 1)

The information in this return is made up to

Month Year Day

12 01 98

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

12 01 99

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

е

VICTORIA PLAZA

111 BUCKINGHAM PALACE ROAD

LONDON

SW1W OSB

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, give a brief description of principal activity. 7415



When you have completed and signed the form please send it to Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff for companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland DX 235 Edinburgh

Register of mem	nbers (See note 5)	(The Registered Office)		
	nbers is not kept at the te here where it is kept.			
	Post town			
	County / Region		Postcode	
Register of Debe (See note 6)	enture holders			
	nbers is not kept at the te here where it is kept.			
	Post town			
	County / Region		Postcode	
Company type	(See note 7)		 	-
Public limited company	•			
Private company limite	d by shares	✓		
Private company limited share capital	d by guarantee without			
Private company limite under section 30	d by shares exempt		Please mark the app	propriate box
Private company limite exempt under section 3				
Private unlimited compa	any with share capital			
Private unlimited compa	any without share capital			
Company Secre	tary (See notes 1-5)	Details of a new company	secretary must be n	otified on form 288a.
ınıs area to provide	me * Style / Title	Ms	* Honours etc	
details of joint secretaries).	Forename(s)	Kyra Kreshik	/	
	Surname	Bergin /		
* Voluntary details.	Previous forename(s)			
	Previous surname(s)			
Ad	dress	21 Shawfield Street	~	
Usual residential				
address must be given. In the case of a	Post town	London		
corporation, give the registered or principal	County / Region		Postcode	SW3 4BA
office address.	Country	England		

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Directors (See I		•	Details of a new di	rectors must	be notified or	n form 2	288a.	
Please list directors	in alphab	etical order.						
ľ	Name	* Style / Title	Mr.			Day	Month	Year
		* Honours etc			Date of birth	04	07	42
Forename(s)			Charles Senff	1	"			
Surname			McVeigh III	The state of the s				
	Prev	ious forename(s)						
	Prev	vious surname(s)						
,	Address	•	18 Fawcett Street					
Usual residential								
address must be given. In the case of		Post town	LONDON	/				
corporation, give the registered or principal		County / Region			Postcode	SW10 9J		
office address.		Country	England Nationality			British	British	
	Busi	ness occupation	Investment Banker					
	Oth	ner directorships	(See continuation	sheet).				
* Voluntary details.								
Directors N	Name	* Style / Title	Mr			Day	Month	Year
		* Honours etc			Date of birth	10	02	40
		Forename(s)	Peter James	/				
		Surname	Middleton	w.º				
	Prev	ious forename(s)						
	Prev	vious surname(s)						
A	Address	i	3 Kempson Road					
Usual residential								
address must be given. In the case of	а	Post town	LONDON					
corporation, give the registered or principal		County / Region			Postcode	SW6 4P)	(
office address.		Country	England		Nationality	British	<u> </u>	
	Busi	ness occupation	Chief Executive	" "				

Other directorships (See continuation sheet).

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Issued share capital (See notes 9)

Enter details of all the shares in issue at the date of this return.

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Class

(e.g. Ordinary/Preference)

Number of shares issued

Aggregate **Nominal Value**

(i.e Number of shares issued multiplied by nominal value per share)

2nd Tranche New Red Pref Shares of £1	126,742,712	£126,742,712.00
3rd Tranche New Red Pref Shares of £1	10,400,000	£10,400,000.00
A Ordinary Shares of £1 each	15,800,000	£15,800,000.00
B Ordinary Shares of £1 each	5,265,000	£5,265,000.00
Totals	See continuation sheet	

List of past and present membe	rs
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(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)

here were no changes in the period	

	on paper	in another format
list of changes is enclosed		
full list of members is enclosed	✓	

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

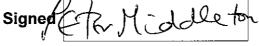


If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

	✓	
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Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.



† Please delete as appropriate.

† a director /secretary

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When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to

Companies House.

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.

continuation sheets. This return includes 3

(enter number)

Mrs Dawn Waddell Victoria Plaza 111 Buckingham Palace Road London SW1W OSB

Please list directors	ŕ	etical order.	Details of a new directors n	nust be notified on	form 2	.88a.	
	Name	* Style / Title	Mr		Day	Month	Year
		* Honours etc		Date of birth	30	08	48
		Forename(s)	Saul Malcolm	<u> </u>			<u> </u>
		Surname	Rosen		<u> </u>		
				,			
		ious forename(s)					
	Prev	vious surname(s)					
	Address	•	466 Washington Street				
			New York	/			
Usual residentia	I						
address must be given. In the case of		Post town	New York	/			
corporation, give the registered or principal	е	County / Region		Postcode 1	0013		/
office address.		Country	Unites States of America	Nationality	Ameri	can	
	Busi	ness occupation	Director				
	Oth	ner directorships	None				
* Voluntary details.							
Directors	Name	* Style / Title			Day	Month	Year
		* Honours etc		Date of birth			
		Forename(s)			· · · · · · · · · · · · · · · · · · ·		
		Surname					
	Prev	ious forename(s)					
	Pre	vious surname(s)					
	Address	3					
	_						
Usual residentia address must be		Post town					
given. In the case of corporation, give the	e	County / Region		Postcode			
registered or principoffice address.	pal	Country		Nationality	,		
	Busi	iness occupation					
		her directorships					

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Company Number 1548967

Company Name in full | Salomon Brothers Europe Limited

Current directorships for Mr. Charles Senff McVeigh III

FL Estates Limited

The American Chamber of Commerce

Past directorships for Mr. Charles Senff McVeigh III

The Securities and Futures Authority Limited (09-Apr-1997)

Current directorships for Mr Peter James Middleton

Balafonic Limited

Kai Music Limited

Millenium Business Ventures Limited

Royal Albert Hall Developments Limited

Past directorships for Mr Peter James Middleton

BAA PLC (23-Mar-1995)

Chelsea Village plc (06-Nov-1996)

City Arts Trust Limited (The) (19-Jun-1995)

Highway Business Systems Limited (18-Sep-1997)

LLP Limited (06-Nov-1995)

The Mortgage Corporation Direct Limited (06-Aug-1996)

The Mortgage Corporation Limited (06-Aug-1996)

Yellowbird Music Limited (23-Jun-1997)

Issued share capital (continuation sheet)

Form 363a Continuation sheet

Company Number 1

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Issued share capital (See notes 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)

	share)						
Fourth Tranche New Red Pref Shs of £10	11,884,954	£118,849,540.00					
New Redeemable Preference Shares Of £1	442,325,672	£442,325,672.00					
Total £	612,418,338	£719,382,924.00					
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List of past and present members Schedule to form 363a and 363b

Company Number 1548967

Company Name in full

Salomon Brothers Europe Limited

Number of shares or amount of stock held by existing members at date of this return.

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
Salomon (International) Finance AG				
Baarermatte, 6301 Zug, Switzerland				
2nd Tranche New Red Pref Shares of £1	126,742,712			
B Ordinary Shares of £1 each	5,265,000			
New Redeemable Preference Shares Of £1	442,325,672			
Salomon International Limited				
VICTORIA PLAZA, 111 BUCKINGHAM PALACE ROAD, LONDON, SW1W OSB				
3rd Tranche New Red Pref Shares of £1	10,400,000			
A Ordinary Shares of £1 each	15,800,000			
Fourth Tranche New Red Pref Shs of £10	11,884,954			