

A

COMPANIES FORM No. 363

**Annual return
of a company****363**

Pursuant to sections 363 and 364 of the Companies Act 1985

Please do not
write in
this margin**Note** The appropriate fee should accompany this form

To the Registrar of Companies

For official use

Company number

Please complete
legibly, preferably
in black type, or
bold block lettering*Insert full name
of company

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2164628

Annual return of (note 1)

* MORGAN STANLEY SERVICES (UK) LIMITED

The information in this return is as at

8th November

19 89

t. (The date of this return note 1)

Address of registered office of the company

Kingsley House, 1A Wimpole Street, London

Postcode W1M 7AA

Total amount of indebtedness of the company
in respect of mortgages and charges
(note 2)

£ NIL

If different from the
registered office, state
address where the register
of members or any register
of debenture holders or
any duplicate or part of any
register of debentures is
kept or may be inspected.

Register of members

7th Floor, 33 Wigmore Street, London W1

Register of debenture holders

Not applicable

Particulars of the secretary

Name (notes 3 and 4) RONALD SIMON KENT

Previous name(s) (note 3)

Address (notes 4 and 5) 24 Portland Road, London

Postcode W11

†Only pages 1 and 2
need be completed
in the case of a
company without
share capital

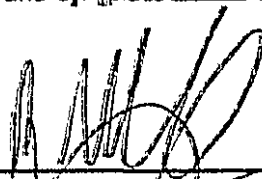
We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]† [plus] _____ continuation sheets]

‡Enter number of
continuation sheets
attached

Signed



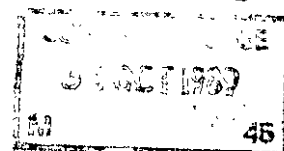
Director, and



Secretary

Presentor's name, address and
reference (if any):Ronald S. Kent
Morgan Stanley International
Kingsley House
1A Wimpole Street
London W1M 7AAFor official use
General Section

Post room



Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3) TIMOTHY ALLEN HULTQUIST		Business Occupation Investment Banker	
Previous name(s) (note 3)		Nationality U.S. Citizen	
Address (note 5) Hillandale, West Drive		Date of birth (note 9)	
Wentworth, Virginia Water			
Surrey	Postcode GU25 4NE		
Other relevant past or present directorships* (note 8)			

Please do not write in this margin

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

* Delete if inappropriate. Enter particulars of other directorships held or previously held. If this space is insufficient use a continuation sheet

Name (note 3) DAVID IVOR NEESON		Business Occupation Investment Banker	
Previous name(s) (note 3)		Nationality British	
Address (note 5) The Grange		Date of birth (note 9)	
Plaxtol			
Kent	Postcode TN14 0RG		
Other relevant past or present directorships* (note 8)			

Name (note 3) JOHN STEVEN WOJJEK WARD		Business Occupation Investment Banker	
Previous name(s) (note 3)		Nationality British	
Address (note 5) Fairwinds, London Road		Date of birth (note 9)	
Wentworth			
Surrey	Postcode GU25 4NJ		
Other relevant past or present directorships* (note 8)			

Name (note 3) NED R. SACHS		Business Occupation Investment Banker	
Previous name(s) (note 3)		Nationality U.S. Citizen	
Address (note 5) Flat 1, 76-78 Cadogan Place		Date of birth (note 9)	
London			
London	Postcode SW1		
Other relevant past or present directorships* (note 8)			

Summary of share capital and debentures

Nominal share capital

~~Q~~ \$ 1,000

Please do not
write in
this margin

divided into:-

Number of shares	Class
100	Common
100	Preferred
100	Convertible
100	Warrant
100	Option
100	Restricted
100	Unrestricted
100	Other

Nominal value of each share

1

1,000

Ordinary

~~X~~ \$ 1

2

£

3

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

Issued share capital and debentures

Number

Class

1. Number of shares of each class taken up to the date of this return

1

1,000

Ordinary

2. Number of shares of each class issued subject to payment wholly in cash

1

None

3. Number of shares of each class issued as fully paid up for a consideration other than cash

3

None

4. Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up

1

£ None

2

£

2.

£

5. Number of shares (if any) of each class issued at a discount

1

None

2

Continued on page 4

LIST OF PAST

Folio in register ledger containing particulars	Names and addresses	
1	Jordan Nominees (10M) Ltd, 24 Ridgway St. Douglas, Isle of Man	1
2	Jordan & Sons (Isle of Man) Ltd, 24 Ridgeway St. Douglas, Isle of Man	2
3	Morgan Stanley UK Holdings Limited, Kingsley House, 1A Wimpole St. London W1M 7AA	3
4	MSL Inc. 1251 Ave. of the Americas, New York, NY 10020, USA	4
		5
		6
		7
		8
		9
		10
		11
		12
		13
		14
		15

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

Amount

Number

Class:

7. Amount per share called up on number of shares of each class

8. Total amount of calls received (note 10)

9. Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash

10. Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash

11. Total amount of calls unpaid

12. Total amount of sums (if any) paid by way of commission in respect of any shares or debentures

13. Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return

14. Total number of shares of each class forfeited

15. Total amount paid (if any) on shares forfeited

16. Total amount of shares for which share warrants to bearer are outstanding

- | 17. Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return | ISSUED | SURRENDERED |
|--|--------|-------------|
| | | |

18. Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

Amount	Number	
£ Nil		
£ \$ 1.00	1,000	Ordinary
£		
£		
£ \$ 1,000		
£ Nil		
£		
£		
£ Nil		
£		
£		
£ Nil		
£ Nil		
£ Nil		
	Nil	
£ Nil		
£ Nil		
£ Nil		
£ Nil		
	None	

AND PRESENT MEMBERS (notes 11 and 12)

[illegible]