

BLUEPRINT

2000

N/M
BULK
CD ROM32 PAGES
TO PAPER

363a

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

4113107

Company Name in full

Friends Provident plc

Date of this return

The information in this return is made up
to

Day		Month		Year			
2	3	1	1	2	0	0	8

Date of next return

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			

Registered Office

Show here the address at the date of
this return.

✓
Pixham End

Any change of
registered office **must**
be notified on form
287.

Post town

Dorking

County / Region

Surrey

UK Postcode

RH4 1QA

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

✓
7415

If the code number cannot be determined,
give a brief description of principal activity.

Holding company

WEDNESDAY



A28

AVC2P5XA

24/12/2008

389

COMPANIES HOUSE

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 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 ED235 Edinburgh 1**or LP-4 Edinburgh 2**

10/08

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Equiniti Limited, The Causeway

Post town Worthing

County / Region West Sussex

UK Postcode BN99 6DA

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Not applicable

Post town

County / Region

UK Postcode

Company type

Public limited company

☒

Private company limited by shares

☐

Private company limited by guarantee without share capital

☐

Private company limited by shares exempt under section 30

☐

Private company limited by guarantee exempt under section 30

☐

Private unlimited company with share capital

☐

Private unlimited company without share capital

☐

Please tick the appropriate box

Company Secretary

* Voluntary details.

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Mr

Forename(s)

Robert Gordon

Surname

Ellis



Address ††

Severals, Oakwood

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Post town

Chichester

County / Region

West Sussex

UK Postcode

PO18 9AL

Country

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Sir

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 8 0 2 1 9 4 8 ✓

Forename(s)

Sir Adrian Alastair

Surname

Montague

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

British Energy, GSO Business Park ✓

Post town

East Kilbride

County / Region

UK Postcode G74 5PG

Country

Nationality British

Business occupation

Company Director ✓

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

0 5 0 4 1 9 5 4 ✓

Forename(s)

Alain Leopold

Surname

Grisay

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

5 Adrian Mews, Ifield Road ✓

Post town

London

County / Region

UK Postcode SW10 9AE ✓

Country

Nationality Belgian

Business occupation

Chief Executive ✓

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

Day Month Year

Date of birth

1 9 1 2 1 9 5 0

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Forename(s) Alastair (Ben) Roy Geoffrey

Surname Gunn

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† Arborfield House, Hawkins Lane, West Hill

Post town Ottery St Mary

County / Region Devon

UK Postcode EX11 1XG

Country England

Nationality British

Business occupation

Chief Executive, Friends Provident Life and Pensions Limited

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

Day Month Year

Date of birth

1 7 0 9 1 9 5 4

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Forename(s) Charles Albert John

Surname Bellringer

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† Trenchleys Manor, Itchingwood Common

Post town Limpsfield

County / Region Surrey

UK Postcode RS8 0RL

Country

Nationality British

Business occupation

Chief Financial Officer

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

0 1 0 1 1 9 5 1 ✓

Forename(s)

David

Surname

Rough

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐**Address ††**

Burford House, The House, Belmont

Post town

Surrey

County / Region

UK Postcode SM2 7DP

Country

Nationality British

Business occupation

Company Director ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

0 2 0 1 1 9 4 8 ✓

Forename(s)

Gerhard Boerries Karl

Surname

Roggemann

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☐**Address ††**

Eckermannstrasse 10, D-30625 Hannover

Post town

County / Region

UK Postcode

Country

Germany

Nationality German ✓

Business occupation

Banker ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Lady

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 8 1 2 1 9 4 6

Forename(s) Barbara Singer

Surname Judge

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

88 The Panoramic, 152 Grosvenor Road

Post town London

County / Region

UK Postcode SW1V 3JL

Country

Nationality American

Business occupation Company Director

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Sir

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 6 0 1 1 9 4 9

Forename(s) Sir Mervyn Kay

Surname Pedelty

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

74 Campden Hill Court, Campden Hill Road

Post town London

County / Region

UK Postcode W8 7HN

Country

Nationality British

Business occupation Director

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 6 1 2 1 9 5 0 ✓

Forename(s) Robin Ashley

Surname Phipps

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

9 Furze Hill ✓

Post town Purley

County / Region Surrey

UK Postcode CR8 3LB

Country United Kingdom

Nationality British

Business occupation Non-Executive Director ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

2 8 0 5 1 9 5 3 ✓

Forename(s) Raymond

Surname King

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

Westlands House, Cowfold Road ✓

Post town West Grinstead

County / Region West Sussex

UK Postcode RH13 8LZ

Country

Nationality British

Business occupation Finance Director ✓

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Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 5 0 3 1 9 5 2

Forename(s)

Trevor John

Surname

Matthews

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

71 Strand on the Green

Post town

London

County / Region

UK Postcode

W4 3PF

Country

Nationality

Australian

Business occupation

Chief Executive Officer

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Day Month Year

Date of birth

Forename(s)

Surname

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

Post town

County / Region

UK Postcode

Country

Nationality

Business occupation

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Issue share capital

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, or total amount of stock)
ORDINARY 10p.	2,341,118,083	£234,111,808.30
Totals	2,341,118,083	234,111,808.30

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☒**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

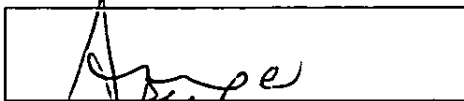
A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

A list containing shareholder changes is enclosed

→ For private or non-traded public companies, please complete **Schedule A**→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

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

Certificate**Signed**


† (director / secretary)

Date

23/12/2008

† Please delete as appropriate.

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

This return includes continuation sheets.
(enter number)

Diana Monger, Friends Provident plc, Pixham End,

Dorking, Surrey, RH4 1QA

Tel

DX number DX exchange

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2000

Run Date: 02-Dec-2008 15:50:14

ANNUAL RETURN

Provident plc

Reg no: 4113107 Client: Friends

23-Nov-2008

Report Between: 24-Nov-2007 to

PARTICULARS, SINCE THE
SECTION 854 OF COMPANIES

LIST OF CHANGES TO MEMBERS' DETAILS AND SHARE
DATE OF THE LAST RETURN, AS REQUIRED UNDER
ACT 2006

the Holder(s) now

An asterisk in the final column denotes that
re-appears elsewhere in the register.

STOCK CODE FULL STOCK TITLE
11171 Ordinary 10p Shares

NAME AND STOCK ADDRESS CODE	BALANCE OF HOLDING	STOCK TRANSFERRED	DATE REGISTERED	DESIGNATION NAME
--------------------------------------	-----------------------	----------------------	--------------------	---------------------

EQUINITI CORPORATE NOMINEES LIMITED
11171 CLOSED
ASPECT HOUSE
SPENCER ROAD
LANCING
WEST SUSSEX
BN99 6DA

-16,189 26-Nov-2007

-6,605 27-Nov-2007

7,549 28-Nov-2007

397,275 29-Nov-2007

-109,639 30-Nov-2007

-116,639 03-Dec-2007

-64,278 04-Dec-2007

-84,670 05-Dec-2007

-182,528 06-Dec-2007

-97,222 07-Dec-2007

-72,836 10-Dec-2007

-112,952 11-Dec-2007

-92,427	12-Dec-2007
-54,509	13-Dec-2007
-118,758	14-Dec-2007
-125,302	17-Dec-2007
-48,783	18-Dec-2007
-62,535	19-Dec-2007
-41,255	20-Dec-2007
-78,189	21-Dec-2007
-37,606	24-Dec-2007
-12,228	27-Dec-2007
-93,748	28-Dec-2007
-100,144	31-Dec-2007
-41,572	02-Jan-2008
-49,975	03-Jan-2008
-65,721	04-Jan-2008
-83,061	07-Jan-2008
-83,177	08-Jan-2008
-81,481	09-Jan-2008
-64,372	10-Jan-2008
-131,765	11-Jan-2008
-42,368	14-Jan-2008
-58,411	15-Jan-2008
-78,474	16-Jan-2008
-64,750	17-Jan-2008
-84,864	18-Jan-2008
-63,844	21-Jan-2008
-90,281	22-Jan-2008
-110,717	23-Jan-2008
-111,223	24-Jan-2008
-104,018	25-Jan-2008

-75,306	28-Jan-2008
-106,379	29-Jan-2008
-50,955	30-Jan-2008
-24,310	31-Jan-2008
-78,809	01-Feb-2008
-72,469	04-Feb-2008
-19,385	05-Feb-2008
-26,233	06-Feb-2008
-39,274	07-Feb-2008
-78,857	08-Feb-2008
-55,178	11-Feb-2008
-66,100	12-Feb-2008
-63,990	13-Feb-2008
-16,622	14-Feb-2008
-79,061	15-Feb-2008
-13,114	18-Feb-2008
-148,307	19-Feb-2008
-21,767	20-Feb-2008
-26,708	21-Feb-2008
-38,834	22-Feb-2008
-12,866	25-Feb-2008
-45,870	26-Feb-2008
-39,980	27-Feb-2008
-30,209	28-Feb-2008
-55,256	29-Feb-2008
-24,493	03-Mar-2008
-24,954	04-Mar-2008
-43,528	05-Mar-2008
-10,214	06-Mar-2008
-87,783	07-Mar-2008

-31,818	10-Mar-2008
-34,475	11-Mar-2008
-22,867	12-Mar-2008
-36,500	13-Mar-2008
-54,741	14-Mar-2008
-43,573	17-Mar-2008
-40,483	18-Mar-2008
-24,180	19-Mar-2008
-33,933	20-Mar-2008
-79,272	25-Mar-2008
-37,005	26-Mar-2008
-27,668	27-Mar-2008
-41,833	28-Mar-2008
-14,695	31-Mar-2008
-41,412	01-Apr-2008
-15,341	02-Apr-2008
-55,112	03-Apr-2008
-63,326	04-Apr-2008
-42,517	07-Apr-2008
29,683	08-Apr-2008
-54,322	09-Apr-2008
-23,305	10-Apr-2008
-60,135	11-Apr-2008
-33,091	14-Apr-2008
-27,497	15-Apr-2008
-49,913	16-Apr-2008
-64,219	17-Apr-2008
-50,527	18-Apr-2008
-16,597	21-Apr-2008
-20,058	22-Apr-2008

-42,639	23-Apr-2008
-36,698	24-Apr-2008
-25,091	25-Apr-2008
-32,368	28-Apr-2008
-18,651	29-Apr-2008
-17,380	30-Apr-2008
-5,417	01-May-2008
-66,185	02-May-2008
-21,262	06-May-2008
-36,409	07-May-2008
-33,610	08-May-2008
-33,889	09-May-2008
-37,999	12-May-2008
-16,848	13-May-2008
-15,467	14-May-2008
-27,046	15-May-2008
-46,128	16-May-2008
-28,263	19-May-2008
-19,419	20-May-2008
-23,374	21-May-2008
-23,998	22-May-2008
-34,314	23-May-2008
-10,470	27-May-2008
-26,912	28-May-2008
-28,484	29-May-2008
-46,057	30-May-2008
-28,571	02-Jun-2008
-27,871	03-Jun-2008
-29,133	04-Jun-2008
-23,750	05-Jun-2008

-67,607	06-Jun-2008
-23,758	09-Jun-2008
-19,403	10-Jun-2008
-36,964	11-Jun-2008
-30,022	12-Jun-2008
-43,450	13-Jun-2008
-18,074	16-Jun-2008
1,326,876	17-Jun-2008
-13,341	18-Jun-2008
-36,866	19-Jun-2008
-120,388	20-Jun-2008
-13,797	23-Jun-2008
-394,784,202	23-Jun-2008
-9,893	24-Jun-2008
-13,142	25-Jun-2008
-1,724	01-Jul-2008

EQUINITI CORPORATE NOMINEES LIMITED
11171 392,910,819
ASPECT HOUSE
SPENCER ROAD
LANCING
WEST SUSSEX
BN99 6DA

394,784,202	23-Jun-2008
-215	23-Jun-2008
1,322	24-Jun-2008
-463	24-Jun-2008
-4,816	25-Jun-2008
-495	25-Jun-2008
-16,704	26-Jun-2008
1,173	26-Jun-2008
-301	26-Jun-2008
-100	26-Jun-2008

-45,818	27-Jun-2008
-4,481	27-Jun-2008
539	27-Jun-2008
-1,228	27-Jun-2008
-14,392	30-Jun-2008
-200	30-Jun-2008
-1,877	30-Jun-2008
-200	30-Jun-2008
-533	30-Jun-2008
-970	30-Jun-2008
-1,302	30-Jun-2008
-24,594	01-Jul-2008
-200	01-Jul-2008
-1,380	01-Jul-2008
-26,893	02-Jul-2008
701	02-Jul-2008
-204	02-Jul-2008
-12,328	03-Jul-2008
-1,919	03-Jul-2008
-200	03-Jul-2008
465	03-Jul-2008
-1,816	03-Jul-2008
-644	03-Jul-2008
-32,801	04-Jul-2008
316	04-Jul-2008
-16,186	07-Jul-2008
-488	07-Jul-2008
-10,330	07-Jul-2008
-483	07-Jul-2008
7,205	07-Jul-2008

-54,170	08-Jul-2008
-952	08-Jul-2008
-1,350	08-Jul-2008
-444	08-Jul-2008
-200	08-Jul-2008
-1,238	08-Jul-2008
4,446	09-Jul-2008
-241	09-Jul-2008
-16,787	09-Jul-2008
200	09-Jul-2008
-4,713	09-Jul-2008
-11	09-Jul-2008
-24,165	10-Jul-2008
-690	10-Jul-2008
1,000	10-Jul-2008
-400	10-Jul-2008
-1,154	10-Jul-2008
-200	10-Jul-2008
-32,571	11-Jul-2008
-490	11-Jul-2008
-47,157	11-Jul-2008
1,649	11-Jul-2008
-29,760	14-Jul-2008
-2,926	14-Jul-2008
-791	14-Jul-2008
1,060	14-Jul-2008
-230	14-Jul-2008
-200	14-Jul-2008
-61,616	15-Jul-2008
-3,170	15-Jul-2008

-444	15-Jul-2008
1,103	15-Jul-2008
-11,452	15-Jul-2008
-3,147	15-Jul-2008
-300	15-Jul-2008
-169	15-Jul-2008
751	15-Jul-2008
-563	15-Jul-2008
-260	15-Jul-2008
-24,627	16-Jul-2008
-4,066	16-Jul-2008
-200	16-Jul-2008
-737	16-Jul-2008
-10,693	17-Jul-2008
1,229	17-Jul-2008
-490	17-Jul-2008
-496	17-Jul-2008
-2,166	17-Jul-2008
-231	17-Jul-2008
-4,120	17-Jul-2008
-200	17-Jul-2008
-26,815	18-Jul-2008
13	18-Jul-2008
-9,273	18-Jul-2008
-994	18-Jul-2008
-8,509	21-Jul-2008
7,666	21-Jul-2008
-314	21-Jul-2008
-364	21-Jul-2008
-15,581	22-Jul-2008

-662	22-Jul-2008
-686	22-Jul-2008
-400	22-Jul-2008
-46	22-Jul-2008
-349	22-Jul-2008
-2,652	22-Jul-2008
2,743	22-Jul-2008
-10,183	23-Jul-2008
-200	23-Jul-2008
-692	23-Jul-2008
-1,384	23-Jul-2008
500	23-Jul-2008
-16,527	24-Jul-2008
44,785	24-Jul-2008
-4,426	24-Jul-2008
-215	24-Jul-2008
-200	24-Jul-2008
638	24-Jul-2008
-1,900	24-Jul-2008
-1,427	24-Jul-2008
-58	24-Jul-2008
-2,311	25-Jul-2008
3,064	25-Jul-2008
-10,278	25-Jul-2008
3,493	25-Jul-2008
-318	25-Jul-2008
-4,380	28-Jul-2008
-1,473	28-Jul-2008
-244	28-Jul-2008
-2,851	28-Jul-2008

-397	28-Jul-2008
-5,396	29-Jul-2008
1,950	29-Jul-2008
-207	29-Jul-2008
-1,329	29-Jul-2008
-200	29-Jul-2008
-19,388	30-Jul-2008
-244	30-Jul-2008
-740	30-Jul-2008
-44,785	30-Jul-2008
-3,151	30-Jul-2008
-200	30-Jul-2008
-13,771	31-Jul-2008
50	31-Jul-2008
-5,310	31-Jul-2008
10,357	31-Jul-2008
-25,923	01-Aug-2008
52	01-Aug-2008
-990	01-Aug-2008
-470	01-Aug-2008
-10,000	01-Aug-2008
-986	01-Aug-2008
-1,074	01-Aug-2008
3,609	01-Aug-2008
-806	01-Aug-2008
-981	01-Aug-2008
-6,221	01-Aug-2008
-1,784	01-Aug-2008
-7,178	01-Aug-2008
-238	01-Aug-2008

-10,826	04-Aug-2008
4,616	04-Aug-2008
1,454	04-Aug-2008
-944	04-Aug-2008
-826	04-Aug-2008
-8,486	05-Aug-2008
-1,227	05-Aug-2008
-1,288	05-Aug-2008
-836	05-Aug-2008
-10,830	05-Aug-2008
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STOCK CODE	ISSUED CAPITAL
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