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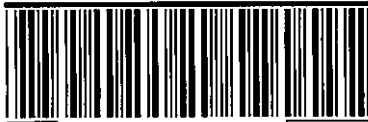


COMPANIES HOUSE

363s

Annual Return

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN VILLAGE
CARDIFF
CF4 3UJ



A11 *AQTUW4H4* 443
COMPANIES HOUSE 14/03/98

of company number 02474901

J

company name
GOLDMAN SACHS ASSET MANAGEMENT
INTERNATIONAL

company type
PRIVATE UNLIMITED COMPANY WITH SHARE
CAPITAL

This form should be completed in black.

The information printed below is taken from Companies House records as at 27/02/98
If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
26	02	98

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

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

Registered Office (See note 3)

This is the address registered by Companies House.
PETERBOROUGH COURT
133 FLEET STREET
LONDON
EC4A 2BB

Principal business activities (See note 4)

Trade classification is
6523 OTHER FINANCIAL INTERMEDIATION

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

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

Register of members *(See note 5)*

The register is kept at

REGISTERED OFFICE

.....

Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

.....

Company Secretaries *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

WILLIAM ANTHONY
 JONES
 22 BEMISH ROAD
 LONDON
 SW15 1DG

Day	Month	Year

Date of any change.

.....

If this person has ceased to be secretary, please state when.

Day	Month	Year

Date of resignation.

Particulars.

BARRY MICHAEL
 YIN
 FLAT 29 3 MILLENNIUM SQUARE
 QUEEN ELIZABETH STREET
 LONDON
 SE1 2PW

Day	Month	Year

Date of any change.

.....

If this person has ceased to be secretary, please state when.

Day	Month	Year

Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors *(See note 7)*

Particulars of a new director **must** be notified on form 288.

DAVID WAYLAND
BLOOD
44 HOLLAND STREET
LONDON
W8 4LX

Day Month Year

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Date of any change.

Date of Birth:- 05/04/59

Nat:AMERICAN

Occ:INVESTMENT BANKER

If this person has ceased to be director, please state when.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

See attachment

Particulars.

PAUL CLIVE
DEIGHTON
14 MARRYAT ROAD
WIMBLEDON
LONDON
SW19 5BD

Day Month Year

--	--	--

Date of any change.

Date of Birth:- 18/01/56

Nat:BRITISH

Occ:INVESTMENT BANKER

If this person has ceased to be director, please state when.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

See attachment

Particulars.

DAVID BARKER
FORD
1112 BEECH ROAD
ROSEMONT PENNSYLVANIA
PA19010 USA

Day Month Year

--	--	--

Date of any change.

Date of Birth:- 04/01/46

Nat:AMERICAN

Occ:INVESTMENT BANKER

If this person has ceased to be director, please state when.

Day Month Year

--	--	--

Date of resignation.

Show any relevant current and previous directorships.

See attachment

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

JOHN PATRICK
MCNULTY
1 NORTH POND DRIVE
SHORT HILLS NEW JERSEY 07078
USA

Date of Birth:- 31/10/52
Nat:AMERICAN
Occ:INVESTMENT BANKER

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

See attachment

Particulars.

GREGORY KENNETH
PALM
7 ALEXANDER SQUARE
LONDON
SW3 2AY

Date of Birth:- 25/09/48
Nat:AMERICAN
Occ:GENRAL COUNSEL

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

See attachment

Particulars.

THEODORE THOMAS
SOTIR
8F GLOUCESTER PARK APARTMENTS
ASHBURN PLACE
LONDON
SW7 4LL

Date of Birth:- 11/01/58
Nat:AMERICAN
Occ:MONEY MANAGER

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

See attachment

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

02474901

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

Class (eg Ordinary/ Preference etc.)	Number of shares issued	Aggregate nominal value (ie Number of shares issued multiplied by nominal value per share)
Ord. \$1.00	988,000	\$988,000
Ord. B £1.00	2	£2
Pref. \$0.01	4,385,966	\$43,859.66
Totals	\$5,373,968	\$1,031,859.66

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

Please mark the
appropriate box.

There were no changes in the period

☒

The last full members list was at 26/02/96

	on paper	not on paper
A list of changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
A full list of members is enclosed	<input type="checkbox"/>	<input type="checkbox"/>

Elective resolutions (See note 10)

(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

☒

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

☒
Certificate

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

I enclose the fee of £ 15.

Cheques should be made payable
to **Companies House**.

Signed

Secretary/ ~~Director~~ *

*(delete as appropriate)

Date

13/3/98

This return includes

Use of Directors' other Directorships (2 Pages)

continuation sheets.

(enter number)

Please ensure that you have completed
all sections on this page.

To whom should Companies House direct any enquiries
about the information shown in this return?

J. Dunmall

Peterborough Court

133 Fleet Street

London EC4A 2BB

Postcode EC4A 2BB

Telephone 0171 774 1321

Ext

GOLDMAN SACHS ASSET MANAGEMENT INTERNATIONAL

DIRECTORS' OTHER U.K. DIRECTORSHIPS

David W. Blood

CIN Management

Goldman Sachs Asset Management International (November 1995 - June 1996)

Goldman Sachs Equity Securities (U.K.) (resigned June 1996)

Goldman Sachs Eurofunding

Goldman Sachs Futures

Goldman Sachs Government Securities (U.K.) (resigned June 1996)

Goldman Sachs Holdings

Goldman Sachs Holdings (U.K.) (resigned June 1996)

Goldman Sachs Holdings (U.K.) II (resigned June 1996)

Goldman Sachs International (November 1994 - June 1996)

Goldman Sachs International (re-appointed September 1997)

Goldman Sachs International Arbitrage

Goldman Sachs International Bank (resigned June 1997)

Goldman Sachs International Finance (resigned June 1996)

Goldman Sachs Investments Europe (resigned June 1996)

Goldman Sachs Italian Investments (resigned June 1996)

Goldman Sachs Leasing Limited (resigned June 1996)

Goldman Sachs Overseas II (resigned June 1996)

Goldman Sachs Overseas Holdings

Goldman Sachs Property Management Limited (resigned June 1996)

Goldman Sachs Securities (Nominees), Limited (resigned June 1996)

J. Aron & Company (Bullion) (resigned June 1996)

J. Aron & Company (U.K.) (resigned June 1996)

Restamove Limited (resigned June 1996)

Paul C. Deighton

CIN Management

Goldman Sachs Asset Management Holdings

Goldman Sachs Asset Management Holdings II Limited

Goldman Sachs Equity Securities (U.K.)

Goldman Sachs Government Securities (U.K.)

Goldman Sachs Holdings (U.K.)

Goldman Sachs Holdings (U.K.) II

Goldman Sachs International Bank

Goldman Sachs International Finance

Goldman Sachs Investments Europe

Goldman Sachs Italian Investments

Goldman Sachs Leasing Limited

Goldman Sachs Overseas II

Goldman Sachs Property Management

Goldman Sachs Securities (Nominees), Limited

J. Aron & Company (Bullion)

J. Aron & Company (U.K.)

Restamove Limited

David B. Ford

CIN Management
Goldman Sachs Asset Management Holdings
Goldman Sachs Asset Management Holdings II Limited

John P. McNulty

CIN Management

Gregory K. Palm

CIN Management
Goldman Sachs Asset Management Holdings
Goldman Sachs Asset Management Holdings II Limited
Goldman Sachs Holdings (U.K.)
Goldman Sachs Holdings (U.K.) II
Goldman Sachs International
Goldman Sachs Investments Europe
Goldman Sachs Italian Investments
Goldman Sachs Overseas II

Theodore T. Sotir

CIN Management
Goldman Sachs Asset Management Holdings
Goldman Sachs Asset Management Holdings II Limited

March 1996

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