

COMPANIES FORM No. 363

**Annual return
of a company**

BULK LIST

363

Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this form

To the Registrar of Companies

For official use

Company number

[]

14259

Annual return of

Midland Bank Public Limited Company

The information in this return is as at

08/05/1990

(The date of this return)

Address of registered office of the company

Poultry, London

EC2P 2BX.

Postcode

Total amount of indebtedness of the company
in respect of mortgages and charges

0.00

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

Bourne House, Beckenham, Kent.

Register of debenture holders

Bourne House, Beckenham, Kent.

Particulars of the secretary

Name John Robin SKAE

Previous name(s) None

Address Thornhill, Gambles Lane, Woodmancote,

Cheltenham, Glos. GL52 4PU

Postcode

We certify this return which comprises pages 1,2,[3,4,5-and 6] [plus 12 continuation sheets]

Signed

John Robin SKAE

Director, and

Secretary

Presenter's name address and
reference (if any):

N. BARKER

27/32 POULTRY,
LONDON,
EC2P 2BX

For official Use
General Section

COMPANIES HOUSE

Post room

24 MAY 1990

MD/20/024429

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Particulars of the director(s) of the company

Name John Ashton BROOKS		Business Occupation
		Banker
Previous name(s) [None]		Nationality
Address Cardrona,		British
15, The Close, Montreal Park,		Date of birth
Sevenoaks, Kent,	Postcode	24/10/1928
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir Kenneth George CORFIELD		Business Occupation
		Company Director
Previous name(s) [None]		Nationality
Address 14 Elm Walk,		British
Hampstead London NW3 7UP		Date of birth
	Postcode	27/01/1924
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Thomas Jefferson Coleman CUNNINGHAM		Business Occupation
		Banker
Previous name(s) [None]		Nationality
Address Wiccoppe House, East Hook Road		American
Hopewell Junction New York 12533		Date of birth
U.S.A.	Postcode	06/11/1942
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Richard DELBRIDGE		Business Occupation
		Bank Officer
Previous name(s) [None]		Nationality
Address 48 Downshire Hill,		British
London, NW3 1NX		Date of birth
	Postcode	21/05/1942
Other relevant past or present directorships		
[See Continuation Sheet]		

Particulars of the director(s) of the company

Name Archibald William FORSTER Sir		Business Occupation
		Company Director
Previous name(s) [None]		Nationality
Address "Grasmere", Easton		British
Near Winchester Hampshire SO21 1EG		Date of birth
	Postcode	11/02/1928
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Brian Lees GOLDTHORPE		Business Occupation
		Banker
Previous name(s) [None]		Nationality
Address Derwent House, Burtons Way,		British
Chalfont St. Giles, Bucks HP8 4BP		Date of birth
	Postcode	11/06/1933
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir Alexander Anthony, JARRATT CB		Business Occupation
		Company Director
Previous name(s) [None]		Nationality
Address Barn Mead,		British
Fryerning, Near Ingatestone,		Date of birth
Essex CM4 0NP	Postcode	19/01/1924
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Harry Eugene LOCKHART		Business Occupation
		Banking, Chief Executive - Group Operations
Previous name(s) [None]		Nationality
Address 29 Kensington Gate,		US Citizen
Kensington, London.		Date of birth
W8 5NA	Postcode	04/11/1949
Other relevant past or present directorships		
[See Continuation Sheet]		

Particulars of the director(s) of the company

Name George Ernst LOUDON		Business Occupation Director Midland Bank plc and Chief Exec. Midland Montagu
Previous name(s) [None]		Nationality
Address 24 Stafford Terrace, London W8 7BH		Dutch
Postcode		Date of birth 19/11/1942
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Geoffrey MAITLAND SMITH		Business Occupation Company Director
Previous name(s) [None]		Nationality
Address 26 Chester Close North, London, NW1 4JE		British
Postcode		Date of birth 27/02/1933
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir Colln Marsh MARSHALL		Business Occupation Airline Executive
Previous name(s) [None]		Nationality
Address 21 Montpeller Square, London. SW7 1JR		British
Postcode		Date of birth 16/11/1933
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir Kit (Christopher William) McMAHON		Business Occupation Bank Director
Previous name(s) [None]		Nationality
Address 65 Egerton Gardens London SW3 2DA		British
Postcode		Date of birth 10/07/1927
Other relevant past or present directorships		
[See Continuation Sheet]		

Particulars of the director(s) of the company

Name Sir Patrick Michael MEANEY		Business Occupation
		Company Director
Previous name(s) [None]		Nationality
Address Harefield House		British
Sandridge Hertfordshire		Date of birth
AL4 9EG	Postcode	06/05/1925
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Miss Detta O'CATHAIN (married name-Bishop)		Business Occupation
		Company Director
Previous name(s) [None]		Nationality
Address 121 Shakespeare Tower,		British
Barbican, London.		Date of birth
EC2Y 8DR	Postcode	03/02/1938
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir (Arthur) Michael PALLISER		Business Occupation
		Director
Previous name(s) [None]		Nationality
Address 12b Wedderburn Road		British
London NW3 5QG		Date of birth
	Postcode	09/04/1922
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Sir Eric John POUNTAIN DL		Business Occupation
		Chairman, Tarmac PLC
Previous name(s) [None]		Nationality
Address Edial House		British
Edial Near Lichfield		Date of birth
Staffs WS7 0ZH	Postcode	05/08/1933
Other relevant past or present directorships		
[See Continuation Sheet]		

Particulars of the director(s) of the company

Name William PURVES		Business Occupation
		Banker
Previous name(s) [None]		Nationality
Address 10 Pollock's Path,		British
The Peak Hong Kong		Date of birth
	Postcode	27/12/1931
Other relevant past or present directorships		
[See Continuation Sheet]		

Name Peter John WRANGHAM		Business Occupation
		Banker
Previous name(s) [None]		Nationality
Address 8 Passmore Street,		British
London. SW1W 8HP		Date of birth
	Postcode	30/04/1934
Other relevant past or present directorships		
[See Continuation Sheet]		

Name		Business Occupation
Previous name(s)		Nationality
Address		Date of birth
	Postcode	
Other relevant past or present directorships		

Name		Business Occupation
Previous name(s)		Nationality
Address		Date of birth
	Postcode	
Other relevant past or present directorships		

Subsidiaries of Midland Bank plc as at 31 December 1989

Information pursuant to Section 231 of the Companies Act 1985

- all % shown against owner code 3000 are owned directly by Midland Bank plc
- all other % are owned indirectly.

NAME	Country	% OWNED	Owner Code	Ultimate % Owned
117 Holdings (Ireland) Limited	Eire	100.00	03040	100.00
117 Old Broad Street Ltd	England	100.00	03000	100.00
Adrian Hayes Management Limited	England	100.00	03440	100.00
Airfare Warehouse (NZ) Ltd	N.Zealand	100.00	03530	51.00
Airfare Warehouse Ltd	England	100.00	03440	100.00
Alta SA	France	65.80	03501	50.01
Amcorp Ltd.	England	100.00	03177	100.00
American-British Travel Headquarters Pty Limited	Australia	100.00	03542	51.00
Architrave Development Limited	England	100.00	03338	100.00
Ashby St. Ledgers Limited	England	100.00	03000	100.00
Asset Finance Leasing Limited	England	100.00	03204	100.00
Assetfinance (UK) Ltd	England	100.00	03204	100.00
Assetfinance Ltd	England	100.00	03204	100.00
Assetlease Ltd.	England	100.00	03204	100.00
Assetname Limited	England	100.00	03351	100.00
Assetpurchase Ltd.	England	100.00	03204	100.00
Associated Midland Corporation Holdings Ltd.	England	100.00	03177	100.00
B.S.G. Data System Rentals Ltd.	England	100.00	03204	100.00
Banca Euromobiliare S.p.A.	Italy	99.00	03811	50.92
Banque Immobiliere de Credit S.A.	France	99.99	03268	75.99
Billingsgate City Securities plc	England	97.71	03852	97.71
Billingsgate Nominees Limited	England	100.00	03351	100.00
Billingsgate Properties Limited	England	100.00	03000	100.00
BOES (Merchants) Ltd. (In liquidation.)	England	100.00	03274	100.00
Bracton Corporation	USA,S/Fran	100.00	03148	100.00
British Overseas Engineering & Credit Co.Ltd.	England	100.00	03778	100.00
Broomcave Ltd.	England	100.00	03204	100.00
Burkhardt und Co. Grundstücks-Kommanditgesellschaft	W Germany	98.39	03377	69.62
Cannon - Investimentos e Participacoes Limitada	Brazil	100.00	03295	100.00
Cape Property Company Limited	England	100.00	03000	100.00
Centre Europeen de Conseils et d'Etudes pour l'Assurance S.A.R.L.	France	96.00	03501	72.96
Chanel Inversiones Limitada	Chile	99.99	03870	99.98
Confina AG	Switzerland	100.00	03433	74.80
Comfort Finance Ltd.	England	100.00	03204	100.00
Compass Travel Ltd	England	100.00	03440	100.00
Concord Asset Finance Limited	England	100.00	03802	100.00
Concord Equipment Finance Limited	England	100.00	03802	100.00
Concord Equipment Leasing Limited	England	100.00	03802	100.00
Concord Equipment Rentals Limited	England	100.00	03802	100.00
Concord Industrial Finance Limited	England	100.00	03802	100.00
Concord Leasing (UK) Limited	England	100.00	03183	100.00
Concord Leasing Limited	England	100.00	03802	100.00
Concord Print Finance Limited	England	100.00	03204	100.00
Concord Printing Equipment Finance Limited	England	100.00	03802	100.00
Concord Rentals Limited	England	100.00	03802	100.00
Confind Fiduciaria S.p.A.	Italy	100.00	03811	51.44
Credex (Bermuda) Ltd.	Bermuda	100.00	03779	100.00
Crewfleet Limited	England	100.00	03321	100.00
Cutler Nominees Ltd	England	100.00	03048	100.00
DBSM (UK) Limited	England	100.00	03321	100.00
DBSM Administration Pty Ltd.	Australia	100.00	03427	100.00
DBSM Agribusiness Pty Limited	Australia	100.00	03427	100.00

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
DBSM Financial Services Pty Limited	Australia	50.00	03427	100.00
DBSM Financial Services Pty Limited	Australia	50.00	03424	100.00
DBSM Funds Management Ltd	Australia	100.00	03417	100.00
DBSM Holdings Pty Limited	Australia	100.00	03267	100.00
DBSM MBO Managers Ltd	Australia	100.00	03417	100.00
DBSM Nominees Pty Ltd	Australia	100.00	03417	100.00
DBSM Specialised Finance Managers Limited	Australia	100.00	03417	100.00
DBSM Telebroking Pty Limited	Australia	100.00	03427	100.00
DBSM Venture Capital Pty Limited	Australia	100.00	03417	100.00
DBW Nominees Pty Limited	Australia	100.00	03427	100.00
DCI Celpac Limited	Cayman Isl	100.00	03030	100.00
Developing Countries Investment (Cayman Islands) Limited	Cayman Isl	100.00	03030	100.00
Developing Countries Investment Limited	England	100.00	03000	100.00
Dolbech Pty Ltd	Australia	100.00	03417	100.00
Dominguez Barry Samuel Montagu (HK) Limited	Hong Kong	100.00	03396	100.00
Dominguez Barry Samuel Montagu Limited	Australia	100.00	03417	100.00
Dominguez Barry Samuel Montagu Securities Limited	Australia	100.00	03417	100.00
Drake (U.K.) Ltd. (In liquidation)	England	100.00	03783	100.00
Drayton Corporation (Nominees) Limited	England	100.00	03351	100.00
Drayton Corporation Limited	England	100.00	03321	100.00
Durak World Travel Headquarters Pty Limited	Australia	100.00	03542	51.00
East West Trade Srl	Italy	99.94	03811	53.77
Equitylease Ltd.	England	100.00	03204	100.00
Ervum Pty Limited	Australia	100.00	03413	100.00
Euro Dollar Credits Ltd.	England	100.00	03778	100.00
Euro Travellers Cheque Espana Ltd	England	100.00	03440	100.00
Euro Travellers Cheques UK Holdings Ltd	England	100.00	03440	100.00
Euromobiliare (Guernsey) Limited	Channel Is	100.00	03811	51.44
Euromobiliare (Nominees) Limited	U.K.	100.00	03818	51.44
Euromobiliare Fiduciaria S.p.A.	Italy	100.00	03811	51.44
Euromobiliare Fund Management (Guernsey) Limited	Channel Is	100.00	03818	51.44
Euromobiliare Gestioni S.p.A.	Italy	100.00	03811	51.44
Euromobiliare International (Cayman) Limited	Cayman Isl	100.00	03811	51.44
Euromobiliare Limited (in liquidation)	England	100.00	03818	51.44
Euromobiliare S.p.A.	Italy	44.70	03000	53.80
Euromobiliare S.p.A.	Italy	3.09	03395	53.80
F.T. Ltd.	England	100.00	03204	100.00
F.T.G. Ltd.	England	100.00	03204	100.00
FF Leasing (A) Limited	England	100.00	09951	100.00
FF Leasing (G) Limited	England	100.00	09951	100.00
Financement de la Promotion Immobiliere SA	France	99.99	03501	76.00
FIPROMI & Cie S.H.C.	France	99.00	03512	76.00
FIPROMI & Cie S.H.C.	France	1.00	03501	76.00
Floracano Finance AG.	Switzerland	100.00	03037	100.00
Fortseven Trading Co. Limited	England	100.00	03000	100.00
Forward Assetfinance Ltd.	England	100.00	03177	100.00
Forward Leasing (AF) Ltd.	England	100.00	03204	100.00
Forward Leasing (B) Ltd.	England	100.00	03204	100.00
Forward Leasing (Broad Street) Ltd.	England	100.00	03204	100.00
Forward Leasing (C) Ltd.	England	100.00	03204	100.00
Forward Leasing (D) Ltd.	England	100.00	03204	100.00
Forward Leasing (GB) Ltd.	England	100.00	03204	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Forward Leasing (UK) Ltd.	England	100.00	03212	100.00
Forward Leasing Ltd.	England	100.00	03204	100.00
Forward Trust (Guernsey) Ltd.	Channel Is	100.00	03297	100.00
Forward Trust (Inventory Services) Ltd.	England	100.00	03184	100.00
Forward Trust (Jersey) Ltd.	Channel Is	100.00	03299	100.00
Forward Trust (Nominees) Ltd.	England	100.00	03184	100.00
Forward Trust (Northern Ireland) Ltd.	England	100.00	03184	100.00
Forward Trust (Scotland) Ltd.	England	100.00	03184	100.00
Forward Trust Autolease Ltd.	England	100.00	03184	100.00
Forward Trust Car Leasing Ltd.	England	100.00	03184	100.00
Forward Trust Group Ltd.	England	100.00	03177	100.00
Forward Trust Ltd.	England	100.00	03183	100.00
Forward Trust Moneymarket Ltd.	England	100.00	03184	100.00
Frabel S.A.	Belgium	60.00	03794	76.00
Frabel S.A.	Belgium	39.68	03503	76.00
Frankcontrol Beteiligungs und Management GmbH	Germany	100.00	03480	100.00
G.M. Gilt-Edged Nominees Limited	England	100.00	03360	100.00
Galmont Holdings Limited	England	100.00	03321	100.00
Galmont Limited	England	100.00	03336	100.00
Gesellschaft für industrielle Beteiligungen und Finanzierungen mbH	W Germany	100.00	03377	70.76
Gestion Etudes et Finance S.A.	France	100.00	03502	76.00
GIE MMP Futures	France	10.00	03812	72.27
GIE MMP Futures	France	90.00	03268	72.27
Gowan Pty Limited	Australia	100.00	03412	100.00
GPA Midland Barbados Limited	Barbados	100.00	09894	100.00
GPA Midland International Limited	England	100.00	09894	100.00
Greensec Nominees Limited	England	100.00	03351	100.00
Greensward Nominees Limited	England	100.00	03166	100.00
Greenwell Montagu Financial Services Limited	England	100.00	03166	100.00
Greenwell Montagu Gilt-Edged	England	100.00	03355	100.00
Greenwell Montagu Securities (in liquidation)	England	100.00	03000	100.00
Greenwell Montagu Stockbrokers	England	100.00	03000	100.00
Greenwell Nominees Limited	England	100.00	03166	100.00
Greenwell Smith Keen Limited	England	100.00	03166	100.00
Griffin Commercial Services Ltd.	England	100.00	03198	100.00
Griffin Discount Ltd.	England	100.00	03184	100.00
Griffin Factors Ltd.	England	100.00	03183	100.00
Griffin Financial Services Ltd.	England	100.00	03198	100.00
Griffin Insurance Company Ltd.	Channel Is	100.00	03037	100.00
Griffin International Ltd.	England	100.00	03198	100.00
Griffin Leasing Ltd.	England	100.00	03177	100.00
Griffin Nominees Ltd.	England	100.00	03177	100.00
Griffin Receivables Financing Ltd.	England	100.00	03198	100.00
Grundstucksgesellschaft Trinkausstrasse KG	W Germany	96.45	03377	68.25
Guardian Capital Ltd.	England	100.00	03184	100.00
Guillemet Limited	Eire	100.00	09894	100.00
Guyertzeller Bank AG	Switzerland	74.80	03395	74.80
Guyertzeller Trust Company	Cayman Isl	100.00	03433	74.80
Handelsfinanz Midland A.G.	Switzerland	100.00	03516	85.00
Handelsfinanz Midland Bank	Switzerland	85.00	03515	85.00
Handelsfinanz Midland Bank International Limited	Bahamas	85.00	03263	85.00
Haverton Limited	Hong Kong	100.00	03396	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Helios Reisen GmbH	West Germa	100.00	03480	100.00
Hernu Peron & Stockwell Ltd	England	100.00	03444	100.00
Hilbre Ltd.	Channel Is	100.00	03299	100.00
Hoteltech International Ltd	England	100.00	03440	100.00
IFS Acquisitions Ltd (in vol. liquidation)	England	100.00	03000	100.00
In Touch (I.T.) Business Centres Ltd	England	100.00	03440	100.00
Incolder S.A.	France	90.50	03502	68.78
Indural Holdings Limited	England	100.00	03356	100.00
Information et Finances S.A.	France	99.76	03497	76.00
INKA Internationale Kapitalanlagegesellschaft mbH	W Germany	60.00	03833	60.00
International Debt Consultants Ltd.	England	100.00	03263	100.00
Investment & Insurance Brokers France et Cie SNC	France	1.00	03502	76.00
Investment & Insurance Brokers France et Cie. SNC	France	99.00	03497	76.00
Investment & Insurance Brokers France S.A.	France	99.99	03497	76.00
Investment Management Co Chile SA	Chile	51.00	03271	51.00
Istituto Lombardo del Leasing S.p.A.	Italy	1.00	03822	51.44
Istituto Lombardo del Leasing S.p.A.	Italy	99.00	03811	51.44
Itamarin Empreendimentos Comercias Limitada	Brazil	100.00	03295	100.00
J.H. Vogeler GmbH und Co. KG	W Germany	24.00	03386	70.76
J.H. Vogeler GmbH und Co. KG	W Germany	76.00	03377	70.76
Jeanne Lanvin S.A.	France	99.00	03884	67.59
JLA Ltd	USA, CA	1.00	03159	100.00
JLA, Ltd.	USA, CA	99.00	03154	100.00
Koblenzer Reisebüro Junges GmbH	Germany	100.00	03480	100.00
LAFCO Netherlands B.V.	Netherland	100.00	03148	100.00
Lanvin do Brasil Industria e Comercio	Brazil	99.00	03863	66.91
Lanvin Espana S.A.	Spain	99.00	03863	66.91
Lanvin Incorporated	USA	99.00	03884	67.59
Lanvin Monte-Carlo S.A.M.	Monaco	99.00	03862	66.91
Lanvin Parfums S.A.	France	40.51	03858	68.27
Lanvin Parfums S.A.	France	54.49	03875	68.27
Leins Reisen GmbH	Germany	80.00	03480	80.00
LP (Jersey) 2 Limited	Jersey	100.00	03866	100.00
LP (Jersey) 5 Limited	Jersey	100.00	03866	100.00
LP (Jersey) Holding Co. Limited	Jersey	100.00	03030	100.00
LP Inversiones Limitada	Chile	99.99	03871	99.98
LP Jersey Partnership Number 1	Jersey	99.99	03867	99.99
LP Jersey Partnership Number 2	Jersey	99.99	03868	99.99
M.B.F.C. Ltd.	England	100.00	03204	100.00
M.B.I.F.S. SARL	France	100.00	03263	100.00
M.E. (No. 4) Limited	England	100.00	03166	100.00
M.E. (No. 5) Limited	England	100.00	03259	100.00
M.H. Shipping Company (Partnership)	England	80.00	03204	80.00
M.M. Leasing Ltd.	England	100.00	03204	100.00
Management Buy Ins Ltd.	England	100.00	03041	100.00
Management Buy Outs Ltd.	England	100.00	03041	100.00
Maywave Pty Ltd	Australia	100.00	03417	100.00
MBFC Overseas Ltd.	England	100.00	03204	100.00
MOGITS Limited (in voluntary liquidation.)	England	100.00	03370	100.00
MOI S.A.	Argentina	100.00	03269	100.00
ME (No 6) Limited	England	100.00	03000	100.00
ME (No 7) Limited	England	100.00	03000	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Metropolitan Collection Services Ltd.	England	100.00	03204	100.00
MidAval Limited	England	100.00	03263	100.00
Midbank Nominees Limited	Hong Kong	100.00	03396	100.00
Midclyde Oil & Energy Ltd	England	100.00	03000	100.00
Midcorp plc	England	100.00	03000	100.00
Midinvest SA	France	99.99	03268	76.00
Midland "Holding" Participacoes, Administracao e Representacoes Limitada	Brazil	99.95	03000	99.95
Midland (Standby Nominees) Ltd.	England	100.00	03000	100.00
Midland American Capital Corporation	USA, Texas	100.00	03000	100.00
Midland Australia Limited	Australia	100.00	03267	100.00
Midland Bank (Bennetts Hill, Birmingham) Nominees Ltd	England	100.00	03000	100.00
Midland Bank (Branch Nominees) Ltd.	England	100.00	03000	100.00
Midland Bank (Castle Street, Liverpool) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Church Street, Sheffield) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (City, Leeds) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Cloth Hall Street, Huddersfield) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Coleman Street) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Corn Street, Bristol) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Cornhill) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Custodian) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Dale Street, Liverpool) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Finch Lane) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Grey Street, Newcastle-on-Tyne) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Guernsey) Nominees Ltd.	Channel Is	100.00	03000	100.00
Midland Bank (Head Office) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Jersey) Nominees Ltd.	Channel Is	100.00	03000	100.00
Midland Bank (King Street, Manchester) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Lothbury) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (New Street, Birmingham) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Newmans Court) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Old Broad Street) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Overseas) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Pall Mall) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Poultry) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Princes Street) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Queen Street, Cardiff) Nominees Ltd.	Wales	100.00	03000	100.00
Midland Bank (Singapore) Ltd. (in vol. liquidation)	Singapore	100.00	03000	100.00
Midland Bank (St Magnus) Nominees Limited	England	100.00	03000	100.00
Midland Bank (St. Mildred's Court) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Stock Exchange) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Threadneedle Street) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Victoria Street, Grimsby) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (West Yorkshire) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank (Whitefriargate, Hull) Nominees Ltd.	England	100.00	03000	100.00
Midland Bank Aval Ltd.	England	100.00	03263	100.00
Midland Bank Capital Holdings Ltd	England	100.00	03000	100.00
Midland Bank Executive Trust Ltd	England	100.00	03000	100.00
Midland Bank Finance Corporation Ltd.	England	100.00	03000	100.00
Midland Bank Fund Managers (Guernsey) Limited	Guernsey	100.00	03263	100.00
Midland Bank Fund Managers (Jersey) Limited	Channel Is	100.00	03263	100.00
Midland Bank Group International Trade Services Limited	England	100.00	03263	100.00
Midland Bank Insurance Brokers Limited	England	100.00	03000	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

Information pursuant to Section 231 of the Companies Act 1985

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Midland Bank International	USA, N.Y.	100.00	03148	100.00
Midland Bank International Aerospace Developments Ltd.	England	100.00	03263	100.00
Midland Bank International Financial Services Ltd.	England	100.00	03000	100.00
Midland Bank Leasing Ltd.	England	100.00	03204	100.00
Midland Bank No.2 Pension Trust Ltd.	England	100.00	03000	100.00
Midland Bank Pension Trust (Ireland) Limited	Ireland	100.00	03000	100.00
Midland Bank Pension Trust Ltd.	England	100.00	03000	100.00
Midland Bank Project Finance Ltd.	England	100.00	03000	100.00
Midland Bank SA	France	76.00	03263	76.00
Midland Bank Trust Company (HK) Limited	England	100.00	03557	100.00
Midland Bank Trust Company (Nominees) Limited	England	100.00	03557	100.00
Midland Bank Trust Company Limited	England	100.00	03000	100.00
Midland Bank Trust Corporation (Cayman) Limited	Cayman Is	100.00	03263	100.00
Midland Bank Trust Corporation (Guernsey) Ltd.	Channel Is	100.00	03263	100.00
Midland Bank Trust Corporation (Isle of Man) Ltd.	Isle/Man	100.00	03263	100.00
Midland Bank Trust Corporation (Jersey) Ltd.	Channel Is	100.00	03263	100.00
Midland California Holdings Limited	England	100.00	03000	100.00
Midland Capital Services Jersey Ltd.	Channel Is	100.00	03037	100.00
Midland Career Services Limited	England	100.00	03000	100.00
Midland Development Properties Limited	England	100.00	03000	100.00
Midland do Brasil Participacoes S/C Limitada	Brazil	100.00	03263	100.00
Midland Equity (Newhouse) Ltd	England	100.00	03000	100.00
Midland Equity (Nominees Number 01) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 02) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 03) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 04) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 05) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 06) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 07) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 08) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 09) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 10) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 11) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 12) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 13) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 14) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 15) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 16) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 17) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 18) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 19) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 20) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 21) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 22) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 23) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 24) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 25) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 31) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 32) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 33) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 34) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 35) Ltd.	England	100.00	03000	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Midland Equity (Nominees Number 36) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 37) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 38) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 39) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 40) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 41) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 42) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 43) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 44) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 45) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 46) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 47) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 48) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 49) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 50) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 51) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 52) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 53) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 54) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 55) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 61) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 62) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 63) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 64) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 65) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 66) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 67) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 68) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 69) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 70) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 71) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 72) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 73) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 74) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 75) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 76) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 77) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 78) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 79) Ltd.	England	100.00	03000	100.00
Midland Equity (Nominees Number 80) Ltd.	England	100.00	03000	100.00
Midland Equity (Projects) Ltd.	England	100.00	03000	100.00
Midland Export Finance Limited	England	100.00	03000	100.00
Midland Finance S.A.	France	99.90	03497	75.92
Midland Financing Services Jersey Ltd.	Channel Is	100.00	03037	100.00
Midland Finanziaria S.p.A.	Italy	100.00	03263	100.00
Midland Gillett Leasing (North) Ltd.	England	100.00	03204	100.00
Midland Gillett Leasing (South) Ltd.	England	100.00	03204	100.00
Midland Holdings Germany GmbH	W Germany	100.00	03263	100.00
Midland International Finance Ltd.	Australia	100.00	03267	100.00
Midland International Financial Services BV	Holland	100.00	03037	100.00
Midland International Holdings Ltd.	Australia	100.00	03267	100.00
Midland International Marketing Services Limited (in vol. liquidation)	England	100.00	03000	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

Information pursuant to Section 231 of the Companies Act 1985

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Midland International New Zealand Limited	N. Zealand	100.00	03267	100.00
Midland International Securities Ltd.	Australia	100.00	03267	100.00
Midland International Superannuation Pty. Ltd.	Australia	100.00	03267	100.00
Midland International Trade Services (Credits) Ltd. (in liquidation)	England	100.00	03778	100.00
Midland International Trade Services (France) S.A.	France	99.99	03503	76.00
Midland International Trade Services (Germany) GmbH	W Germany	100.00	03000	100.00
Midland International Trade Services (Italy) Srl	Italy	100.00	03292	100.00
Midland International Trade Services (Singapore) Pte. Ltd.	Singapore	100.00	03778	100.00
Midland International Trade Services (Switzerland) SA	Switzerland	100.00	03275	100.00
Midland International Trade Services (U.K.) Ltd.	England	100.00	03275	100.00
Midland International Trade Services (USA) Corporation	USA N.Y.	100.00	03157	100.00
Midland International Trade Services Ltd.	England	100.00	03263	100.00
Midland Inversiones Limitada	Chile	100.00	03271	100.00
Midland Investimentos e Participacoes Limitada	Brazil	100.00	03295	100.00
Midland Investment (Delaware) Inc.	USA, DE	100.00	03148	100.00
Midland Investments S.A.	Switzerland	100.00	03263	100.00
Midland Life Limited	England	65.00	03000	65.00
Midland Montagu (Asia) Limited	Hong Kong	100.00	03341	100.00
Midland Montagu (Holdings) Limited	England	35.00	03039	100.00
Midland Montagu (Holdings) Limited	England	65.00	03000	100.00
Midland Montagu Adminis racao e Participacoes Ltda.	Brazil	100.00	03263	100.00
Midland Montagu AS	Norway	100.00	03341	100.00
Midland Montagu Asset Management	England	100.00	03357	100.00
Midland Montagu Audio Visual Productions (Number 1) Ltd.	England	100.00	03041	100.00
Midland Montagu Audio Visual Productions (Number 2) Ltd.	England	100.00	03041	100.00
Midland Montagu Australia (Holdings) Limited	England	100.00	03041	100.00
Midland Montagu Australia Futures Limited	Australia	100.00	03341	100.00
Midland Montagu Australia Ltd.	Australia	100.00	03267	100.00
Midland Montagu Bank	Australia	100.00	03413	100.00
Midland Montagu Equipment Finance (UK) Ltd.	Sweden	100.00	03000	100.00
Midland Montagu Equipment Finance Ltd.	England	100.00	03204	100.00
Midland Montagu Equity Ltd.	England	100.00	03204	100.00
Midland Montagu Futures Ltd.	England	100.00	03041	100.00
Midland Montagu Inc.	Australia	100.00	03267	100.00
Midland Montagu Industrial Investments Ltd.	USA Del	100.00	03147	100.00
Midland Montagu Industrial Leasing (UK) Ltd.	England	100.00	03041	100.00
Midland Montagu Industrial Leasing Ltd.	England	100.00	03214	100.00
Midland Montagu Investments Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (AF) Ltd.	England	100.00	03041	100.00
Midland Montagu Leasing (B) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (B.S.H.) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (C) Ltd	England	100.00	03217	100.00
Midland Montagu Leasing (D) Ltd.	England	100.00	03218	100.00
Midland Montagu Leasing (GB) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (Marine) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (North) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing (UK) Ltd.	England	100.00	03204	100.00
Midland Montagu Leasing Ltd.	England	100.00	03204	100.00
Midland Montagu Limited	England	100.00	03184	100.00
Midland Montagu Ltd.	N Zealand	100.00	03267	100.00
Midland Montagu Management Inc.	England	100.00	03040	100.00
Midland Montagu New Zealand Ltd.	USA, N.Y.	100.00	03155	100.00
	Australia	100.00	03267	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Midland Montagu Osakepankki	Finland	100.00	03341	100.00
Midland Montagu Securities Inc	USA, N.Y.	85.85	03148	85.85
Midland Montagu Services Limited	England	100.00	03040	100.00
Midland Montagu Smaller Investments Ltd.	England	100.00	03041	100.00
Midland Montagu Treasury Management Limited	England	100.00	03040	100.00
Midland Montagu Ventures Limited	England	100.00	03000	100.00
Midland Network Services	England	100.00	03000	100.00
Midland Nominees (Singapore) Pte. Ltd. (in vol. liquidation)	Singapore	100.00	03272	100.00
Midland Open SA	France	79.87	03497	60.70
Midland Personal Financial Services Ltd.	England	100.00	03000	100.00
Midland Servicios Financieros (Chile) S.A.	Chile	100.00	03243	100.00
Midland Servicios Financieros S.A.	Spain	100.00	03243	100.00
Midland Servicos e Representacoes Limitada	Brazil	100.00	03263	100.00
Midland Stockbrokers	England	100.00	03000	100.00
Midland Technology Leasing Ltd.	England	100.00	03204	100.00
Midland Unit Trusts Limited	England	100.00	03557	100.00
Midland Valeurs Gestion S.A.	France	98.96	03268	75.21
Midland-ICL Leasing Ltd.	England	85.00	03204	85.00
Midland/Montagu Investment Company	England	100.00	03000	100.00
Midlaw (No 23) Ltd.	England	100.00	03204	100.00
Midlaw (No.9) Ltd.	England	100.00	03204	100.00
Midpar - Investimentos e Participacoes Limitada	Brazil	100.00	03295	100.00
Mistinbus Limited	Channel Is	100.00	03263	100.00
MITS Finance Limited (in vol. liquidation)	England	100.00	03263	100.00
MJL Corporation	USA, Texas	100.00	03154	100.00
MJL Ltd	USA, CA	1.00	03159	100.00
MJL, Ltd.	USA, CA	99.00	03154	100.00
MMAM Holdings	England	100.00	03321	100.00
MML Property Investments Ltd.	England	100.00	03204	100.00
Montagu & Co AB	Sweden	100.00	03845	100.00
Montagu Capital AB	Sweden	100.00	03846	100.00
Montagu Currency Services AS	Norway	100.00	03399	100.00
Montagu Equipment Services Limited	England	100.00	03354	100.00
Montagu Finance Limited	Channel Is	100.00	03341	100.00
Montagu Fondkommission AB	Sweden	100.00	03845	100.00
Montagu Holdings	England	100.00	03040	100.00
Montagu Holdings SA	England	100.00	03341	100.00
Montagu ICMD Nominees Limited	England	100.00	03351	100.00
Montagu International Finance BV	Netherlands	100.00	03341	100.00
Montagu International Holdings	England	100.00	03321	100.00
Montagu Management Services (Jersey) Limited	Channel Is	100.00	03305	100.00
Montagu Mining Finance Limited	England	100.00	03321	100.00
Montagu Mining Investments Limited	England	100.00	03338	100.00
Montagu Nominees (Jersey) Limited	Channel Is	100.00	03305	100.00
Montagu Pension Trustees Limited	England	100.00	03321	100.00
Montagu Property Holdings Limited	England	100.00	03040	100.00
Montagu Rahoitus O.Y.	Finland	100.00	03406	100.00
Montagu Securities A.S	Norway	100.00	03399	100.00
Montagu Securities Limited	England	100.00	03166	100.00
Montagu Trust Co. (Jersey) Limited	Channel Is	100.00	03305	100.00
Montagu Trust Limited	England	100.00	03321	100.00
Mount Trading Company Limited	Hong Kong	100.00	03396	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
MSS Nominees Limited	England	100.00	03000	100.00
Nativepaw Limited	England	100.00	03321	100.00
Nivlan S.A. de C.V.	Mexico	100.00	03863	67.59
Orlando Toker, Inc.	USA, Fl	100.00	03154	100.00
Panulla Pty Limited	Australia	100.00	03417	100.00
Plumas Pines, Inc.	USA, Cal	100.00	03154	100.00
Poplar Estates Ltd.	England	100.00	03059	100.00
Poyele Pty Limited	Australia	100.00	03413	100.00
Preduke Limited	England	100.00	03852	100.00
Promedia S.p.A.	Italy	100.00	03811	51.44
Promotion et Confort SARL (in liquidation)	France	20.00	03268	76.00
Promotion et Confort SARL (in liquidation)	France	80.00	03512	76.00
Prospect Insurance Ltd	Bermuda	59.00	03263	59.00
Quandak Limited	England	100.00	03000	100.00
Rankin Kuhn Travel Ltd	England	100.00	03440	100.00
Reise und Passageburoe Leins-Mailander GmbH & Co (KG)	Germany	80.00	03480	80.00
Reiseburo Beim Neuen Krahn Abwicklungs GmbH	Germany	100.00	03480	100.00
Reiseburo Dr. Van Elsen	Germany	100.00	03480	100.00
Reiseburo Rams GmbH	Germany	100.00	03480	100.00
Retail Travel Ltd	England	100.00	03440	100.00
Roadmaster Finance Ltd.	England	100.00	03184	100.00
Robin Edwards Travel (WGC) Ltd	England	100.00	03440	100.00
Romvale Ltd.	England	100.00	03204	100.00
Ryecroft Ltd	Channel Is	100.00	03000	100.00
S.I. Place de la Fusterie 3 bis	Switzerland	100.00	03516	85.00
SA Energy (Colorado) Inc.	USA, Co	100.00	03164	56.00
SA Energy, Inc.	USA, Co	56.00	03154	56.00
Samuel Montagu & Co (Nominees) Limited	England	100.00	03351	100.00
Samuel Montagu & Co. (Finance) Limited	England	100.00	03321	100.00
Samuel Montagu & Co. (Jersey) Limited	Channel Is	100.00	03302	100.00
Samuel Montagu & Co. (Money Trading) Limited	England	100.00	03351	100.00
Samuel Montagu & Co. BV	Netherlands	100.00	03341	100.00
Samuel Montagu & Co. Holdings (Jersey) Limited	Channel Is	100.00	03299	100.00
Samuel Montagu & Co. Limited	England	100.00	03040	100.00
Samuel Montagu & Co. Limited AB	Sweden	100.00	03341	100.00
Samuel Montagu (Far East) Limited (in liquidation)	Hong Kong	100.00	03000	100.00
Samuel Montagu (Nominees) Private Limited (in liquidation)	Singapore	100.00	03403	100.00
Samuel Montagu (NSW) Pty Limited	Australia	100.00	03413	100.00
Samuel Montagu (Suisse) SA	Switzerland	44.00	03395	100.00
Samuel Montagu (Suisse) SA	Switzerland	56.00	03434	100.00
Samuel Montagu Capital Equipment Finance Limited	England	100.00	03354	100.00
Samuel Montagu Energy Services Limited	England	100.00	03321	100.00
Samuel Montagu Export Finance Limited	England	100.00	03320	100.00
Samuel Montagu Inc.	USA N.Y.	100.00	03148	100.00
Samuel Montagu Investment BV	Netherlands	100.00	03395	100.00
Samuel Montagu Leasing Limited	England	100.00	03354	100.00
Samuel Montagu Leasing Services Limited	England	100.00	03321	100.00
Samuel Montagu Participations (Holdings) Limited	England	100.00	03321	100.00
SCM Securities A.S	Norway	100.00	03401	100.00
Shelfco (No. 435) Limited	England	100.00	03000	100.00
Shenfield Nominees Limited	England	100.00	03166	100.00
SKC Financial Services Ltd	England	100.00	03048	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

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NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Skelby Investment Limited (in voluntary liquidation)	Liberia	100.00	03320	100.00
SM Nominees Limited	England	100.00	03351	100.00
Smith Keen Cutler Ltd	England	100.00	03166	100.00
Sociedade Ultramarina Limitada (Sulta)	Macau	100.00	03410	100.00
Societe d'Administration et de Controle de Gestion Immobiliere S.A.R.L.	France	99.50	03501	75.62
Societe Immobiliere Commerciale Continentale S.A.	France	65.94	03501	50.01
Societe Immobiliere Jean-Pierre SA	France	99.99	03497	76.00
Societe Immobiliere rue Charles Galland 12	Switzerland	100.00	03433	74.80
Societe Internationale d'Etudes et d'Investissements Immobiliers en France SA	France	98.61	03501	74.94
Societe pour Favoriser l'Accession Immobiliere Parisienne S.A.	France	48.92	03553	76.00
Societe pour Favoriser l'Accession Immobiliere Parisienne S.A.	France	50.88	03514	76.00
Societe pour favoriser la Recherche dans l'Immobilier S.A.R.L.	France	99.80	03501	75.62
Societe pour favoriser la Recherche dans l'Immobilier SOFARI & Cie S.N.C.	France	99.98	03268	76.00
Societe pour le Financement de l'Immobilier d'Entreprise S.A.	France	66.97	03501	51.90
South Pacific Tour Planners (USA) Pty Ltd	Australia	100.00	03544	51.00
South Pacific Tour Planners Pte Ltd	Singapore	100.00	03544	51.00
South Pacific Tour Planners Pty Ltd	Australia	100.00	03526	51.00
Sovereign SA - Ingenierie et Investissements Immobiliers	France	24.50	03508	57.30
Sovereign SA - Ingenierie et Investissements Immobiliers	France	50.88	03501	57.30
Sparflug GmbH	Germany	100.00	03480	100.00
Square Mile Nominees Limited	England	100.00	03351	100.00
Stothert & Pitt	England	90.00	03000	90.00
Sundal Collier Montagu A.S	Norway	100.00	03399	100.00
Swingaway Pty Limited	Australia	100.00	03542	51.00
T.B.F. Thompson (Finance) Ltd.	N.Ireland	100.00	03184	100.00
Tenet Limited	England	100.00	03000	100.00
TGS Vermögensverwaltungs Gesellschaft mbH	W Germany	100.00	03377	70.76
The London Mortgage Trust, Limited	England	100.00	03321	100.00
The Thomas Cook Group Ltd	England	100.00	03000	100.00
The Venture Catalysts (Venture Capital) Ltd	England	100.00	03041	100.00
Thomas Cook (Fiji) Ltd	Fiji	100.00	03526	51.00
Thomas Cook (Flightline) Ltd	England	100.00	03440	100.00
Thomas Cook (Jersey) Ltd	Channel Is	100.00	03440	100.00
Thomas Cook (Networks) B.V.	Netherlands	100.00	03440	100.00
Thomas Cook (NZ) Ltd	N.Zealand	51.00	03527	51.00
Thomas Cook (Singapore) Pte Ltd	Singapore	100.00	03444	100.00
Thomas Cook (South East) Ltd	England	100.00	03440	100.00
Thomas Cook (South Pacific) Pty Limited	Australia	100.00	03526	51.00
Thomas Cook (Suisse) SA	Switzerland	100.00	03444	100.00
Thomas Cook (Zimbabwe) Ltd	England	100.00	03444	100.00
Thomas Cook Australia Pty Ltd	Australia	100.00	03471	100.00
Thomas Cook Bankers France Ltd	France	100.00	03471	100.00
Thomas Cook Bankers Ltd	England	100.00	03440	100.00
Thomas Cook Bankers Nederland BV	Netherlands	100.00	03482	100.00
Thomas Cook Belgium Ltd	England	100.00	03440	100.00
Thomas Cook Canada Limited	Canada	100.00	03444	100.00
Thomas Cook Cheque Services (Malta) Ltd	Malta	75.00	03471	75.00
Thomas Cook Cheque Services Ltd	England	100.00	03440	100.00
Thomas Cook Deutschland Ltd	England	100.00	03444	100.00
Thomas Cook Developments Ltd	England	100.00	03440	100.00
Thomas Cook Finance Ltd	England	100.00	03440	100.00
Thomas Cook Financial Services Ltd	England	100.00	03440	100.00

Subsidiaries of Midland Bank plc as at 31 December 1989

Information pursuant to Section 231 of the Companies Act 1985

- all % shown against owner code 3000 are owned directly by Midland Bank plc
- all other % are owned indirectly.

NAME	Country	% OWNED	Owner Code	Ultimate % Owned
Thomas Cook Foreign Currency Services Inc	USA	100.00	03485	100.00
Thomas Cook Foreign Money (Gu) EC	Bahrain	100.00	03471	100.00
Thomas Cook Foreign Money (Gulf) EC Ltd	England	100.00	03440	100.00
Thomas Cook Foreign Money Ltd	England	100.00	03440	100.00
Thomas Cook France Ltd	England	100.00	03464	100.00
Thomas Cook Giftbond Ltd	England	100.00	03440	100.00
Thomas Cook Group (Canada) Ltd	Canada	100.00	03444	100.00
Thomas Cook Guernsey Ltd	Channel Is	100.00	03440	100.00
Thomas Cook Holdings (NZ) Ltd	N.Zealand	100.00	03444	100.00
Thomas Cook Hong Kong Ltd	Hong Kong	100.00	03444	100.00
Thomas Cook Inc.	USA	100.00	03148	100.00
Thomas Cook International Ltd	England	100.00	03440	100.00
Thomas Cook Italia Ltd	England	100.00	03440	100.00
Thomas Cook Ltd	England	100.00	03440	100.00
Thomas Cook Management Services Ltd	England	100.00	03440	100.00
Thomas Cook Nederland Holdings BV	Netherlands	100.00	03471	100.00
Thomas Cook Oceania K.K.	Japan	100.00	03440	100.00
Thomas Cook Overseas Ltd	England	100.00	03440	100.00
Thomas Cook Pty Ltd	Australia	51.00	03444	51.00
Thomas Cook Reisebüro GmbH	Germany	100.00	03479	100.00
Thomas Cook South Pacific Ltd	N.Zealand	100.00	03528	51.00
Thomas Cook Travel Ltd	England	100.00	03440	100.00
Thomas Cook Travel Services (China) Ltd	Hong Kong	100.00	09847	100.00
Thomas Cook Travel Services (HK) Ltd	Hong Kong	100.00	03524	100.00
Thomas Cook Travel Services (S) Pte Ltd	Singapore	100.00	03522	100.00
Thomas Cook Travellers Cheques Ltd	England	100.00	03440	100.00
Thos. Cook & Son (Bankers) Ltd	England	100.00	03440	100.00
Thurso Investments Limited (in liquidation)	Isle of Man	100.00	03321	100.00
Tinburi Comercial de Maquinas Agricolas Limitada	Brazil	100.00	03295	100.00
Totalflag Limited	England	100.00	03321	100.00
Transocean Travel Service GmbH	Germany	100.00	03880	100.00
Travel Money Services Inc.	USA	100.00	03485	100.00
Travinet Ltd	England	100.00	03000	100.00
Trinkaus & Burkhardt (International) SA	Luxembourg	99.90	03378	70.69
Trinkaus & Burkhardt (Schweiz) AG	Switzerland	100.00	03378	70.76
Trinkaus & Burkhardt Finance NV	Netherlands	100.00	03377	70.76
Trinkaus & Burkhardt Gesellschaft für Bankbeteiligungen mbH	W Germany	100.00	03377	70.76
Trinkaus & Burkhardt Immobilien GmbH	W Germany	100.00	03377	70.76
Trinkaus & Burkhardt KGaA	W Germany	70.76	03376	70.76
Trinkaus Capital Management GmbH	West Germa	100.00	03377	100.00
Trinkaus Consult. GmbH	West Germa	10.00	03385	70.76
Trinkaus Consult. GmbH	West Germa	90.00	03377	70.76
Trinkaus Interinvestments Ltd.	Switzerland	100.00	03379	70.76
Trinkaus Luxembourg Investment Management SA	Luxembourg	98.67	03833	98.67
Tririding Finance Ltd.	England	100.00	03184	100.00
Trushelfco (No.991) Ltd	England	100.00	03000	100.00
Trushelfco (No.992) Ltd	England	100.00	03051	100.00
Trushelfco (No.993) Ltd	England	100.00	03051	100.00
Tuodeknoc (No. 2) Limited	England	100.00	03000	100.00
Vector Securities Limited	England	100.00	03321	100.00
Venezuelan Investment Company	Venezuela	69.33	03836	69.33
W. Greenwell & Co. (Pensions) Limited	England	100.00	03166	100.00

*
Subsidiaries of Midland Bank plc as at 31 December 1989

Information pursuant to Section 231 of the Companies Act 1985

- all % shown against owner code 3000 are owned directly by Midland Bank plc
- all other % are owned indirectly.

NAME	Country	% OWNED	Owner Code	Ultimate % Owned
W. Greenwell & Co. Limited	England	100.00	03351	100.00
Whiting Copeley Limited	England	100.00	03440	100.00
World Travel Headquarters Frankston Pty Limited	Australia	100.00	03542	51.00
World Travel Headquarters Paramatta Pty Limited	Australia	100.00	03548	51.00
World Travel Headquarters Pty Limited	Australia	100.00	03526	51.00
World Travel Investments Pty Limited	Australia	100.00	03542	51.00
Xandane (Ireland) Limited (being dissolved)	Eire	100.00	03322	100.00

ASSOCIATES OF MIDLAND BANK PLC AS AT: 31 DECEMBER 1989 - INFORMATION PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985

Owner Code	NAME	Country	% OWNED	Ultimate % Owned
03000	British Underwater Engineering Limit	England	50.00	50.00
03000	Signet Limited	England	30.00	30.00
03000	Access Brand Limited	England	30.00	30.00
03000	UBAF Bank Ltd.	England	25.00	25.00
03000	LENTA Properties Ltd.	England	25.00	25.00
03000	International Investment Company of Chile SA	Chile	25.00	25.00
03000	The Chile Investment Co. S.A.	Chile	24.87	24.87
03000	Euro-travellers Cheque International SA	Belgium	23.37	23.37
03000	International Commodities Clearing House Holdings	England	22.00	22.00
03000	BCH Property Ltd.	England	17.88	17.88
03000	3i Group plc	England	17.82	17.82
03000	Bankers' Automated Clearing Services Ltd.	England	14.66	14.66
03000	Banque Europeenne de Credit S.A.	Belgium	14.00	14.00
03000	European Banks' International Company SA	Belgium	14.00	14.00
03000	The Agricultural Mortgage Corporation Ltd.	England	13.33	13.33
03000	Alnery No. 473 Limited	England	12.50	12.50
03000	Trafalgar House	England	10.74	10.74
03000	Purcoil (One) Ltd.	England	10.10	10.10
03000	Purcoil (Two) Ltd.	England	10.10	10.10

Particulars of other directorships held or previously held specifying the director in question.

Director Name : John Ashton BROOKS

Other relevant current directorships :

The Thomas Cook Group Limited

Other relevant past directorships :

International Commodities Clearing House Holdings

Midland Bank Executive Trust Limited

Midland Bank No 2 Pension Trust Limited

Midland Bank No 2 Pension Trust Limited

Midland Bank Pension Trust Limited

Midland Bank Pension Trust Limited

Midland California Holdings Limited

Northern Bank Limited

Director Name : Sir Kenneth George CORFIELD

Other relevant current directorships :

The C.C. (Grosvenor Street) Holding Co. Ltd

Distributed Information Processing Limited

Kenneth Corfield Limited

K. G. Corfield Limited

OCTAGON Investment Management Limited

The Portway Group

Tanganyika Holdings (Investments) Limited

Other relevant past directorships :

Britoil plc

ITT Industries Limited

STC Limited

STC Technology Limited

Standard Telephones and Cables plc

Standard Telephones and Cables (Northern Ireland) Ltd

STC Properties Limited

Standard Telecommunication Laboratories Limited

Technical Audit Group Limited

Director Name : Thomas Jefferson Coleman CUNNINGHAM

Other relevant current directorships :

P. J. Carroll and Company plc

Director Name : Richard DELBRIDGE

Other relevant current directorships :

Midland Bank No 2 Pension Trust Limited

Midland Bank Pension Trust Limited

The Securities Association

Particulars of other directorships held or previously held specifying the director in question.

The Securities Association

Other relevant past directorships :

American Banks and Securities Association of London

J. P. Morgan Overseas Capital Corporation

J. P. Morgan Securities Limited

J. P. Morgan Sterling Securities Limited

Morgan Guaranty International Finance Corporation

The Securities Association

Director Name : Archibald William FORSTER Sir

Other relevant current directorships :

Esso Exploration & Production UK Limited

Esso Pension Trust Limited

Esso Petroleum Co Limited

Esso UK plc

Exxon Limited

Institute of Petroleum

Lloyds Register of Shipping Limited

Lloyds Register of Shipping Trust Corp Limited

Other relevant past directorships :

Business in the Community plc

Rover Group plc

Director Name : Brian Lees GOLDTHORPE

Other relevant current directorships :

International Commodities Clearing House Holdings

Midland Bank Executive Trust Limited

Midland Bank No 2 Pension Trust Limited

Midland Bank Pension Trust Limited

Midland California Holdings Limited

Motability Finance Limited

Other relevant past directorships :

Clydesdale Bank PLC

Forward Trust Group Limited

Midland Bank Finance Corporation Limited

Midland Life Limited

Midland Montagu (Holdings) Limited

Midland Montagu (Holdings) Limited

Director Name : Sir Alexander Anthony, JARRATT CB

Other relevant current directorships :

BCH Property Limited

Particulars of other directorships held or previously held specifying the director in question.

Imperial Chemical Industries plc
Midland Bank Executive Trust Limited
Prudential Corporation plc
Smiths Industries PLC

Other relevant past directorships :

Reed International PLC
Reed Overseas Corporation Limited
Reed Pension Trusts (No 2) Limited

Director Name : Harry Eugena LOCKHART

Other relevant current directorships :

Chaps & Town Clearing Limited
Midcorp Public Limited Company
The Thomas Cook Group Limited

Other relevant past directorships :

Midland Stockbrokers

Director Name : George Ernest LOUDON

Other relevant current directorships :

Midland Bank International Financial Services Limited
Midland Montagu (Holdings) Limited
Oriental Art Magazine Limited
Samuel Montagu & Co. Limited

Director Name : Geoffrey MAITLAND SMITH

Other relevant current directorships :

Asprey & Co. plc
Broadstoner Holdings plc
British Shoe Corporation Limited
British Shoe Corporation Holdings plc
Courtaulds plc
Footwear Properties Limited
Freemans plc
Gelliford Saars Estates Limited
Garrard & Co. Limited
The Hammerson Property Investment and Development Corporation plc
Mappin & Webb Holdings Limited
Mappin & Webb Limited
Olympus Sport International Limited
Save the Children Fund - Industry & Commerce Group
Sears plc
Saars Property Investments Limited

Particulars of other directorships held or previously held specifying the director in question.

Sears Trustees Limited
 Sears Nominees Limited
 Sears Investment Trust Limited
 Sears Sports and Leisurewear plc
 Sears Investments Limited
 Sears Securities plc
 Sears Property Glasgow Limited
 Sears Mens & Childrenswear plc
 Selfridges Limited
 Miss Selfridge Limited
 SH Services Limited
 St. Enoch Centre Management Limited
 Wallis Fashion Group Limited

Other relevant past directorships :

Central Independent Television plc
 Footwear Trustee Company
 Gilbert Rice (Holdings) Limited
 Gilbert Rice Limited
 Imperial Group plc
 Lewpen Trustees Limited
 Lex Motor Group Limited
 Mappin & Webb (France) Limited
 Mallett PLC
 Manfield Germany Limited
 The Minotaur Engineering Group Limited
 Pegson Limited
 Portman Limited
 S. Reece (Liverpool) Limited
 Ritchie Print Pack Limited
 Sears Travel and Transport Limited
 Sears Exploration and Development Limited
 Sears Engineering Limited
 Sears Management Information Services Limited
 Sears Retail Properties (Gateshead) Limited
 Sears Insurances Limited
 Sears Group Limited
 Sears Financial Services Limited
 Selfridges Garage Limited
 SH Contractors Limited
 SH Automotive Services Limited
 Shaw & Kilburn Limited
 The SMT Sales & Service Co. Limited

Particulars of other directorships held or previously held specifying the director in question.

Sulphur Carriers Limited
William Hill Organization Limited
William Hill Leisure Limited

Director Name : Sir Colin Marsh MARSHALL

Other relevant current directorships :

British Airways Associated Companies Limited
British Caledonian Airways Limited
British Caledonian Group plc
British Airways Plc
British Tourist Authority
Caledonian Airways Limited
The Galileo Company Limited
Grand Metropolitan plc
The Plimsoll Line Limited

Other relevant past directorships :

South Bank Board

Director Name : Sir Kit (Christopher William) McMAHON

Other relevant current directorships :

BCH Property Limited
The Channel Tunnel Group Limited
Eurotunnel Finance Limited
Eurotunnel plc
Midland Bank Executive Trust Limited
Midland Montagu (Holdings) Limited
The Prince's Youth Business Trust
Royal Opera House Covent Garden Limited

Other relevant past directorships :

Bank of England
Centre for Economic Policy Research
Royal Opera House Trust Ltd

Director Name : Sir Patrick Michael MEANEY

Other relevant current directorships :

BCH Property Limited
Business in the Community plc
Horse Race Betting Levy Board
Imperial Chemical Industries plc
ICI Pension Fund Holdings Limited
A. Kershaw and Sons plc
Metropolitan & Country Racecourse Management Hlds Ltd.

Particulars of other directorships held or previously held specifying the director in question.

The Mental Health Foundation
 MEPC plc
 Pension Fund Securities Limited
 The Prince's Youth Business Trust
 Racecourse Technical Services Limited
 The Rank Organisation plc

Director Name : Miss Detta O'CATHAIN (married name-Bishop)

Other relevant current directorships :

Sears plc

Tesco plc

Other relevant past directorships :

Book Trust

Channel 4 Television Company Limited

Director Name : Sir (Arthur) Michael PALLISER

Other relevant current directorships :

BAT Industries plc

BCH Property Limited

Booker Agribusiness Limited

Booker plc.

Breezeshaw Limited

Eagle Star Holdings

Midland Montagu (Holdings) Limited

Royal National Theatre

Shell Transport & Trading Company plc

Samuel Montagu & Co. Limited

United Kingdom - Japan 2000 Group

Other relevant past directorships :

United Biscuits (Holdings) plc

Director Name : Sir Eric John POUNTAIN DL

Other relevant current directorships :

Eric Pountain Farms

IMI

James Beattie PLC

John McLean & Sons Limited

Tarmac Building Materials Limited

Tarmac Construction Limited

Tarmac Industrial Products Limited

Tarmac International Limited

Tarmac Quarry Products Limited

Particulars of other directorships held or previously held specifying the director in question.

Tarmac PLC

Tarmac Properties Limited

Other relevant past directorships :

Glynwed International plc

Midland Montagu (Holdings) Limited

Tarmac Industrial Holdings Limited

Tarmac Roadstone Holdings Limited

Director Name : William PURVES

Other relevant current directorships :

The British Bank of The Middle East

Other relevant past directorships :

International Commercial Bank plc

Director Name : Peter John WRANGHAM

Other relevant current directorships :

The British Bank of The Middle East

HSBC Holdings UK Limited (UK)

ICB Equipment Leasing Limited (UK)

ICB Leasing Limited (UK)

International Commercial Bank plc

James Capel & Co. Limited (UK)

James Capel Holdings Limited (UK)

Other relevant past directorships :

Cathay Pacific Airways Limited

Cavendish International Holdings Limited

FortWay Finance Limited

Hang Seng Bank Limited

Hang Seng School of Commerce

HongkongBank China Services Limited

Hongkong & Shanghai Banking Corporation (Nominees) Ltd

The Hongkong Electric Company Limited

Hongkong Electric Holdings Limited

Hong Kong Resort Company Limited

Hutchison Whampoa Limited

Mass Transit Railway Corporation

MetWay Limited

The Mingly Corporation Limited

Victoria Branch Nominees Limited

Wayfoong Credit Limited

Wayfoong Finance Limited

Winsor Industrial Corporation Limited

Particulars of other directorships held or previously held specifying the director in question.

Summary of share capital and debentures

Nominal share capital

£ 1150000000.00 and US\$500,000,000

	Number of shares	Class	Nominal value of each share
divided into:-			
1	150000000	Preference Shares	£ 1.00
2	1000000000	Ordinary Shares	£ 1.00
3	20000000	Preference Shares	US\$ 25.00

Issued share capital and debentures

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

	Number	Class
1	0	Preference Shares
2	780260613	Ordinary Shares

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

1	0	Preference Shares
2	458574800	Ordinary Shares

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

1	0	Preference Shares
2	321685813	Ordinary Shares

Amount per share

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	£ 0.00	0	Preference Shares
2	£ 0.00	0	Ordinary Shares

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

1	0	Preference Shares
2	0	Ordinary Shares

Company number (14259)
Class

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

8 Total amount of calls received

9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid 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

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

[illegible]

LIST OF PAST

Folio in register ledger containing particulars	Names and Addresses
	See Separate List

AND PRESENT MEMBERS

[illegible]