

BrokerCheck Report
ROBERT FLEMING INC.
 CRD# 1711

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 Please contact FINRA with any concerns.

About BrokerCheck®



BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.

- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

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For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources. [For more information about FINRA, visit www.finra.org.](http://www.finra.org)



ROBERT FLEMING INC.
CRD# 1711
SEC# 8-34882

Main Office Location
320 PARK AVENUE
NEW YORK, NY 10022

Mailing Address
320 PARK AVENUE
NEW YORK, NY 10022

Business Telephone Number
212-508-3610

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a corporation.

This firm was formed in Delaware on 09/11/1985.

Its fiscal year ends in March.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations

This brokerage firm is no longer registered with FINRA or a national securities exchange.

Disclosure Events

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm? **Yes**

The following types of disclosures have been reported:

Type	Count
Regulatory Event	6
Civil Event	1

The number of disclosures from non-registered control affiliates is 4

Registration Withdrawal Information

This section provides information relating to the date the brokerage firm ceased doing business and the firm's financial obligations to customers or other brokerage firms.



Date firm ceased business: 04/30/2001

Does this brokerage firm owe any money or securities to any customer or brokerage firm? No



Firm Profile

This firm is classified as a corporation.

This firm was formed in Delaware on 09/11/1985.

Its fiscal year ends in March.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

ROBERT FLEMING INC.

Doing business as ROBERT FLEMING INC.

CRD# 1711

SEC# 8-34882

Main Office Location

320 PARK AVENUE
NEW YORK, NY 10022

Mailing Address

320 PARK AVENUE
NEW YORK, NY 10022

Business Telephone Number

212-508-3610



Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any): BRIDGE, CHARLES ROBERT

3108244

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR

Position Start Date 11/2000

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): CANET, EDUARDO

2468568

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR

Position Start Date 03/1998

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): JONES, CHRISTOPHER MARK

2370542

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR

Firm Profile



Direct Owners and Executive Officers (continued)

Position Start Date	03/1997
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	KIMMEL, LARRY ALAN 269619
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Is this a domestic or foreign entity or an individual?	Individual
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Position	PRESIDENT
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Position Start Date	11/2000
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Percentage of Ownership	Less than 5%
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Does this owner direct the management or policies of the firm?	Yes
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Is this a public reporting company?	No
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Legal Name & CRD# (if any):	LEVY, ARTHUR AARON 308210
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Is this a domestic or foreign entity or an individual?	Individual
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Position	CHAIRMAN
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Position Start Date	11/2000
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Percentage of Ownership	Less than 5%
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Does this owner direct the management or policies of the firm?	Yes
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Is this a public reporting company?	No
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Firm Profile

Direct Owners and Executive Officers (continued)

Legal Name & CRD# (if any): LUBRANO, LEONARD G
1091164

Is this a domestic or foreign entity or an individual? Individual

Position CFO

Position Start Date 11/1999

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company?

Legal Name & CRD# (if any): SIMON, JONATHAN KENDREW
1189836

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR

Position Start Date 10/1991

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): WILLIAM ROBERT MAASS

Is this a domestic or foreign entity or an individual? Individual

Position DIRECTOR

Position Start Date 11/2000

Percentage of Ownership Less than 5%

Does this owner direct the Yes

Firm Profile



Direct Owners and Executive Officers (continued)
management or policies of
the firm?

Is this a public reporting
company? No



Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

Legal Name & CRD# (if any):	COPTHALL OVERSEAS LTD.
Is this a domestic or foreign entity or an individual?	Foreign Entity
Company through which indirect ownership is established	ROBERT FLEMING HOLDINGS INC
Relationship to Direct Owner	STOCKHOLDER
Relationship Established	10/1985
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	ROBERT FLEMINGS HOLDINGS LTD
Is this a domestic or foreign entity or an individual?	Foreign Entity
Company through which indirect ownership is established	COPTHALL OVERSEAS LTD
Relationship to Direct Owner	STOCKHOLDER
Relationship Established	10/1985
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	THE CHASE MANHATTAN CORPORATION
Is this a domestic or foreign entity or an individual?	Domestic Entity

Firm Profile



Indirect Owners (continued)

Company through which indirect ownership is established ROBERT FLEMING HOLDINGS INC.

Relationship to Direct Owner STOCKHOLDER

Relationship Established 08/2000

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? Yes

Legal Name & CRD# (if any): ROBERT FLEMING NOMINEES LTD

Is this a domestic or foreign entity or an individual? Foreign Entity

Company through which indirect ownership is established ROBERT FLEMING HOLDINGS LTD

Relationship to Direct Owner STOCK HOLDER

Relationship Established 10/1985

Percentage of Ownership 25% but less than 50%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.



Firm Operations



Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is no longer registered.

The firm's registration was from 12/20/1954 to 05/29/2001.



Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 10 types of businesses.

Types of Business

Exchange member engaged in exchange commission business other than floor activities
Broker or dealer making inter-dealer markets in corporation securities over-the-counter
Broker or dealer retailing corporate equity securities over-the-counter
Broker or dealer selling corporate debt securities
Underwriter or selling group participant (corporate securities other than mutual funds)
Mutual fund underwriter or sponsor
Investment advisory services
Trading securities for own account
Private placements of securities
Other - 10Y REGISTRANT ALSO ENGAGES IN INVESTMENT BANKING, ARBITRAGE ACTIVITIES AND BROKERING IN THE FAR EAST, EUROPE AND LATIN AMERICAN. 10T REGISTRANT ALSO ENGAGES IN INVESTMENT BANKING, ARBITRAGE ACTIVITIES AND FAR-EASTERN BROKING.

Other Types of Business

This firm does not effect transactions in commodities, commodity futures, or commodity options.

This firm does not engage in other non-securities business.

Non-Securities Business Description:

Firm Operations



Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does refer or introduce customers to other brokers and dealers.

Name:	BEARS, STEARNS SECURITIES CORP
Business Address:	245 PARK AVENUE NEW YORK, NY 10167
Effective Date:	04/01/1999
Description:	RESISTRANT INTRODUCES AND CLEARS ITS CUSOMTERS SECURITIES TRANSACTIONS ON A FULLY DISCLOSED BASIS THROUGH BEAR STEARNS SECURITIES CORP.

Firm Operations

Industry Arrangements



This firm does have books or records maintained by a third party.

Name: BEAR STEARNS SECURITIES CORP
Business Address: 245 PARK AVENUE
NEW YORK, NY 10167
Effective Date: 04/01/1999
Description: RESISTRANT INTRODUCES AND CLEARS ITS CUSTOMERS SECURITIES
TRANSACTIONS ON A FULLY DISCLOSED BASIS THROUGH BEAR
STEARNS SECURITIES CORP

This firm does have accounts, funds, or securities maintained by a third party.

Name: BEARS, STEARNS SECURITIES CORP
Business Address: 245 PARK AVENUE
NEW YORK, NY 10167
Effective Date: 04/01/1999
Description: RESISTRANT INTRODUCES AND CLEARS ITS CUSTOMERS SECURITIES
TRANSACTIONS ON A FULLY DISCLOSED BASIS TRHOUGH BEAR
STEARNS SECURITIES CORP

This firm does have customer accounts, funds, or securities maintained by a third party.

Name: BEAR, STEARNS SECURITIES CORP
Business Address: 245 PARK AVENUE
NEW YORK, NY 10167
Effective Date: 04/01/1999
Description: RESISTRANT INTRODUCES AND CLEARS ITS CUSTOMERS SECURITIES
TRANSACTIONS ON A FULLY DISCLOSED BASIS THROUGH BEAR
STEARNS SECURITIES CORP.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.



Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is, directly or indirectly:

- in control of
 - controlled by
 - or under common control with
- the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.**

J.P. MORGAN SECURITIES INC. is under common control with the firm.

CRD #:	15733
Business Address:	60 WALL STREET NEW YORK, NY 10260
Effective Date:	01/01/2001
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE - REGISTERED BD

J.P. MORGAN TRUST COMPANY OF DELAWARE is under common control with the firm.

Business Address:	500 STANTON ROAD NEWARK, DE 19713
Effective Date:	01/01/2001
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	No
Description:	THIS ENTITY IS 100% OWNED, DIRECTLY OR INDIRECTLY, BY J.P. MORGANCHASE & CO., THE APPLICANT'S ULTIMATE PARENT.

J.P. MORGAN TRUST COMPANY OF ILLINOIS is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: 227 WEST MONROE STREET
CHICAGO, IL 60606

Effective Date: 01/01/2001

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: No

Description: THIS ENTITY IS 100% OWNED, DIRECTLY OR INDIRECTLY, BY J.P. MORGANCHASE & CO., THE APPLICANT'S ULTIMATE PARENT.

J.P. MORGAN TRUST BANK LTD. is under common control with the firm.

Business Address: NEW KOKUSAI BLDG.
3-4-1 MARUNOUCHI, 7TH FL.
CHIYOA-KU, TOKYO, JAPAN

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: JAPAN

Securities Activities: No

Investment Advisory Activities: No

Description: THIS ENTITY IS 100% OWNED, DIRECTLY OR INDIRECTLY, BY J.P. MORGANCHASE & CO., THE APPLICANT'S ULTIMATE PARENT.

J.P. MORGAN FUNDS (LUXEMBOURG) S.A. is under common control with the firm.

Business Address: 2 BOULEVARD ROYAL L-2953
LUXEMBOURG, R.C. LUXEMBOURG, LUXEMBOURG

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Investment Advisory Activities: No

Firm Operations



Organization Affiliates (continued)

Description: THIS ENTITY IS 100% OWNED, DIRECTLY OR INDIRECTLY BY J.P. MORGANCHASE & CO., THE APPLICANT'S ULTIMATE PARENT.

J.P. MORGAN INVESTMENT GMBH is under common control with the firm.

Business Address: BOERSENSTRASSE 2-4
FRANKFURT AM MAIN, GERMANY 60313

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: GERMANY

Securities Activities: Yes

Investment Advisory Activities: No

Description: INVESTMENT MANAGEMENT AND RELATED TO ADVICE TO INSTITUTIONAL CUSTOMERS

J.P. MORGAN CASA DE BOLSA S.A. DE C.V. is under common control with the firm.

Business Address: AV. PASEO DEL LAS PALMAS #405, PISO 16
EDIFICIO TORRE OPTIMA, COL. LOMAS DE CHAPULTEPEC
MEXICO CITY, D.F., MEXICO C.P. 11000

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: MEXICO

Securities Activities: Yes

Investment Advisory Activities: No

Description: THIS SUBSIDIARY IS EMPOWERED TO PROVIDE BROKERAGE SERVICES IN ACCORDANCE WITH THE MEXICAN LAW.

BANCO J.P. MORGAN S.A. is under common control with the firm.

Business Address: AVENIDA BRIGADEIRO
FARIA LIMA, 3729, 14TH FL.
SAO PAULO, BRAZIL 04538-905

Effective Date: 01/01/2001

Foreign Entity: Yes

Firm Operations



Organization Affiliates (continued)

Country:	BRAZIL
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	A MULTI-SERVICE BANK. INITIAL ACTIVITIES WILL BE LIMITED TO TRADING AND FIXED INCOME SECURITIES TRADING, INVESTMENT AND FINANCING.

J.P. MORGAN CANADA is under common control with the firm.

Business Address:	SUITE 1800 ROYAL BANK PLAZA TOWER TORONTO, ONTARIO, CANADA M5J 2J2
Effective Date:	01/01/2001
Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	BRIEFLY DESCRIBE THE CONTROL RELATIONSHIP. USE REVERSE SIDE OF THIS SHEET FOR ADDITIONAL COMMENTS IF NECESSARY.

J.P. MORGAN SECURITIES INDIA PRIVATE LIMITED is under common control with the firm.

Business Address:	VAKILS HOUSE, 18 SPROTT ROAD BALLARD ESTTE BOMBAY, MAHARASHTRA, INDIA 400 001
Effective Date:	01/01/2001
Foreign Entity:	Yes
Country:	INDIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	PRIMARY DEALER - TRADING IN FIXED INCOME SECURITIES

J.P. MORGAN AUSTRALIA SECURITIES LIMITED is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: ONE O'CONNELL STREET
GPO BOX 5248
SYDNEY, AUSTRALIA

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: ACT AS AGENT FOR RELATED COMPANIES IN SECURITIES DEALINGS (SECURITIES DEALERS LICENSE), INVESTMENT BANKING ACTIVITIES.

J.P. MOGAN SECURITIES ASIA PTE. LIMITED is under common control with the firm.

Business Address: AKASAKA PARK BUILDING
2-20 AKASAKA 5 - CHOME
MINATO-KU, TOKYO, JAPAN 107-6151

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: TOKYO

Securities Activities: Yes

Investment Advisory Activities: No

Description: A LICENSED DEALER IN SECURITIES AND BONDS INCLUDING ITS RELATED DERIVATIVE PRODUCTS.

J.P. MORGAN SECURITIES SOUTH AFRICA (PROPRIETARY) LIMITED is under common control with the firm.

Business Address: THE FORUM, TWO MAUDE STREET - 11TH FL.
SANDTON SQUARE
SANDOWN, JOHANNESBURG, SOUTH AFRICA 2196

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: SOUTH AFRICA

Securities Activities: Yes

Investment Advisory No

Firm Operations



Organization Affiliates (continued)

Activities:

Description: SECURITIES TRADING AND UNDERWRITING, AND MARKETING FEE INCOME FOR EQUITY DERIVATIVE TRADING INITIATED IN SOUTH AFRICA.

J.P. MORGAN (SUISSE) S.A. is under common control with the firm.

Business Address: RUE DE LA CONFEDERATION 8
P.O. BOX 5160
GENEVA, SWITZERLAND 1204

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: SWITZERLAND

Securities Activities: Yes

Investment Advisory Activities: No

Description: A FULL SERVICE BANKING INSTITUTION WHICH OFFERS PRIVATE BANKING AND INVESTMENT MANAGEMENT SERVICES TO INTERNATIONAL PRIVATE CLIENTS.

J.P. MORGAN SECURITIES CANADA INC is under common control with the firm.

Business Address: SUITE 1800
ROYAL BANK PLAZA, SOUTH TOWER
TORONTO, CANADA M5J 2J2

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: CANADA

Securities Activities: Yes

Investment Advisory Activities: No

Description: SECURITIES DEALER REGISTERED WITH THE OSE AND A MEMBER OF THE IDA OF CANADA.

J.P. MORGAN SGR S.P.A. is under common control with the firm.

Business Address: CORSO VENEZIA, 54
MILAN, ITALY 20121

Effective Date: 01/01/2001

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	ITALY
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE MANAGEMENT OF A SMALL FAMILY OF MUTUAL FUNDS AND PORTFOLIO MANAGEMENT ACTIVITIES.

J.P. MORGAN ARGENTINA SOCIEDAD DE BOLSA S.A. is under common control with the firm.

Business Address:	AVENIDA CORRIENTES 415 PISO 2 BUENOS AIRES, ARGENTINA 1043
Effective Date:	01/01/2001
Foreign Entity:	Yes
Country:	ARGENTINA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	FINANCIAL SERVICE AND STOCKBROKER

JPM CORRETORA DE CAMBIO, TITULOS E VALORES MOBILIARIOS S.A. is under common control with the firm.

Business Address:	AVENIDA BRIGADEIRO FARO LIMA, 3729, 12TH FLOOR SAO PAULO, BRAZIL 04538-905
Effective Date:	01/01/2001
Foreign Entity:	Yes
Country:	BRAZIL
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	TO OPERATE ON THE FLOOR OF THE STOCK MARKET EXCHANGE; TO PLACE SECURITIES IN THE MARKET; TO ENGAGE IN THE SALE AND PURCHASE OF SECURITIES FOR ITS OWN ACCOUNT OR THE ACCOUNT OF

Firm Operations



Organization Affiliates (continued)

OTHERS; TO MANAGE INVESTMENT PORTFOLIOS AND PROVIDE SECURITIES CUSTODY SERVICES.

J.P. MORGAN SECURITIES LTD. is under common control with the firm.

Business Address: P.O. BOX 161
60 VICTORIA EMBANKMENT
LONDON, ENGLAND EC4Y 0JP

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: Yes

Investment Advisory Activities: No

Description: A LISTED MONEY MARKET INSTITUTION AUTHORIZED BY THE BANK OF ENGLAND AND REGULATED BY THE SFA, AS WELL AS A MEMBER OF VARIOUS OTHER FOREIGN EXCHANGES.

J.P. MORGAN & CIE S.A. is under common control with the firm.

Business Address: 14, PLACE VENDOME
PARIS, FRANCE 75001

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: FRANCE

Securities Activities: Yes

Investment Advisory Activities: No

Description: COMMERCIAL AND INVESTMENT BANK - TAKES DEPOSITS AND MAKES LOANS, UNDERWRITES AND SELLS CORPORATE AND GOVERNMENT SECURITIES AND EXTENDS GUARANTEES.

J. P. MORGAN ADVISORY SERVICES INC. is under common control with the firm.

CRD #: 102040

Business Address: 345 PARK AVENUE
NEW YORK, NY 10154

Effective Date: 01/01/2001

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	AFFILIATED BD/IA

J. P. MORGAN ADVISORS, INC. is under common control with the firm.

CRD #:	102920
Business Address:	345 PARK AVENUE 4TH FLOOR NEW YORK, NY 10154
Effective Date:	01/01/2001
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	AFFILIATED BD/IA

MORGAN TRUST COMPANY OF FLORIDA is under common control with the firm.

Business Address:	109 ROYAL PALM WAY PALM BEACH, FL 33480
Effective Date:	01/01/2001
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	No
Description:	TRUST COMPANY

J.P. MORGAN CALIFORNIA is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: 333 SOUTH HOPE STREET
LOS ANGELES, CA 90071

Effective Date: 01/01/2001

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: No

Description: AFFILIATED TRUST COMPANY

J.P. MORGAN FUTURES INC. is under common control with the firm.

Business Address: 60 WALL STREET
NEW YORK, NY 10260

Effective Date: 01/01/2001

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: No

Description: CFTC/NFA REGISTERED FUTURES ENTITY

J. P. MORGAN INVESTMENT MANAGEMENT INC. is under common control with the firm.

Business Address: 522 FIFTH AVENUE
NEW YORK, NY 10036

Effective Date: 01/01/2001

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: INVESTMENT ADVISORY/ASSET MANAGEMENT AFFILIATE

MORGAN GUARANTY TRUST COMPANY OF NEW YORK is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: 60 WALL STREET
NEW YORK, NY 10260

Effective Date: 01/01/2001

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: No

Description: STATE MEMBER CHARTERED TRUST COMPANY WITH BANKING PRIVILEGES

MORGAN TRUST COMPANY OF THE CAYMAN ISLANDS is under common control with the firm.

Business Address: C/O CIBC BANK AND TRUST COMPANY (CAYMAN) LIMITED
P.O. BOX 694, GEORGE TOWN
CAYMAN ISLANDS, BRITISH WEST INDIES

Effective Date: 01/01/2001

Foreign Entity: Yes

Country: BRITISH WEST INDIES

Securities Activities: No

Investment Advisory Activities: No

Description: THIS ENTITY IS 100% OWNED, DIRECTLY OR INDIRECTLY, BY J.P. MORGANCHASE & CO., THE APPLICANT'S ULTIMATE PARENT

FLEMING (FCP) AKTIEN STEATEGIE WELT MANAGEMENT COMPANY SA is under common control with the firm.

Business Address: EUROPEAN BANK & BUSINESS CENTRE BUILDING F
LUXEMBOURG, LUXEMBOURG 2633

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

COPTHALL MAURITIUS INVESTMENTS LTD is under common control with the firm.

Business Address: C/O DE CHAZAL DU MEE - 10 FRERE, FELIX DE. VALOIS
PORT LOUISE, MAURITIUS

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: MAURITIUS

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ORD MINNETT INC is under common control with the firm.

Business Address: 320 PARK AVENUE
NEW YORK, NY 10022

Effective Date: 09/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ORD MINNETT INVESTMENT PLANNING (HONG KONG) LIMITED is under common control with the firm.

Business Address: 5/F WING ON CENTRE
111 CONNAUGHT ROAD
CENTRAL, HONG KONG 99999

Effective Date: 09/01/2000

Foreign Entity: Yes

Country: HONG KONG

Firm Operations



Organization Affiliates (continued)

Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT LIMITED is under common control with the firm.

Business Address:	25 COPTHALL AVENUE LONDON, ENGLAND EC2R 7DD
Effective Date:	09/01/2000
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT JARDINE FLEMING FUTURES-NZ-LIMITED is under common control with the firm.

Business Address:	L14, CITY TOWER 95 CUSTOMHOUSE QUAY WELLINGTON, NEW ZEALAND 99999
Effective Date:	09/01/2000
Foreign Entity:	Yes
Country:	NEW ZEALAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT-NZ-LIMITED is under common control with the firm.

Business Address:	L14, CITY TOWER 95 CUSTOMHOUSE QUAY WELLINGTON, NEW ZEALAND 99999
Effective Date:	09/01/2000

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	NEW ZEALAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT FIXED INTEREST LIMITED is under common control with the firm.

Business Address:	L14, CITY TOWER 95 CUSTOMHOUSE QUAY WELLINGTON, NEW ZEALAND 99999
Effective Date:	09/01/2000
Foreign Entity:	Yes
Country:	NEW ZEALAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT SECURITIES-NZ-LIMITED is under common control with the firm.

Business Address:	L14, CITY TOWER 95 CUSTOMHOUSE QUAY WELLINGTON, NEW ZEALAND 99999
Effective Date:	09/01/2000
Foreign Entity:	Yes
Country:	NEW ZEALAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

PATERSON ORD MINNETT LIMITED is under common control with the firm.

Business Address:	L23, EXCHANGE PLAZA
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Firm Operations



Organization Affiliates (continued)

2 THE ESPLANADE
PERTH, AUSTRALIA WA 6000

Effective Date: 09/01/2000

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ORD MINNETT CORPORATE FINANCE LIMITED is under common control with the firm.

Business Address: L26, GROSVENOR PLACE
225 GEORGE STREET
SYDNEY, AUSTRALIA 99999

Effective Date: 09/01/2000

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ORD MINNETT INVESTMENT PLANNING PTY LIMITED is under common control with the firm.

Business Address: L26, GROSVENOR PLACE
225 GEORGE STREET
SYDNEY, AUSTRALIA 99999

Effective Date: 09/01/2000

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

ORD MINNETT JARDINE FELMING FUTURES LIMITED is under common control with the firm.

Business Address:	L26, GROSVENOR PLACE 225 GEORGE STREET SYDNEY, AUSTRALIA 99999
Effective Date:	09/01/2000
Foreign Entity:	Yes
Country:	AUSTRALIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ORD MINNETT SECURITIES LIMITED is under common control with the firm.

Business Address:	L26, GROSVENOR PLACE 225 GEORGE STREET SYDNEY, AUSTRALIA 99999
Effective Date:	09/01/2000
Foreign Entity:	No
Country:	AUSTRALIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

SIM CO. GE F SPA is under common control with the firm.

Business Address:	VIA NAPO TORRIANI 31 MILAN, ITALY 20124
Effective Date:	04/30/1995
Foreign Entity:	Yes
Country:	ITALY
Securities Activities:	No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

EMERGING MARKETS SELECT MANAGEMENT COMPANY SA is under common control with the firm.

Business Address: EUROPEAN BANK & BUSINESS CENTRE
6 ROUTES DE TREVES
SENNINGERBERG, LUXEMBOURG L-2633

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING SELECTION SA is under common control with the firm.

Business Address: 39-41, RUE CAMBON
PARIS, FRANCE 75001

Effective Date: 08/28/1989

Foreign Entity: Yes

Country: FRANCE

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING INVESTISSEMENT SA is under common control with the firm.

Business Address: 39-41, RUE CAMBON
PARIS, FRANCE 75001

Effective Date: 08/28/1989

Foreign Entity: Yes

Country: FRANCE

Firm Operations



Organization Affiliates (continued)

Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING GESTION FRANCE SA is under common control with the firm.

Business Address:	39-41, RUE CAMBON PARIS, FRANCE 75001
Effective Date:	10/18/1994
Foreign Entity:	Yes
Country:	FRANCE
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

STOCKBROKERS BOTSWANA LIMITED is under common control with the firm.

Business Address:	1ST FLOOR, DEBSWANA HOUSE THE MALL GABORONE, BOTSWANA 99999
Effective Date:	11/16/1988
Foreign Entity:	Yes
Country:	BOTSWANA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

ROBERT FLEMING SIM SPA is under common control with the firm.

Business Address:	VIA A MANZONI 12 MILAN, ITALY 20121
Effective Date:	06/29/1994
Foreign Entity:	Yes

Firm Operations



Organization Affiliates (continued)

Country: ITALY

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ROBERT FLEMING (POLSKA) SA is under common control with the firm.

Business Address: ATRIUM BUILDING
23 JANA PAWLA 11
WARSAW, POLAND 00-854

Effective Date: 02/21/1997

Foreign Entity: Yes

Country: POLAND

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

ROBERT FLEMING (FRANCE) SA is under common control with the firm.

Business Address: WASHINGTON PLAZA, 40 RUE WASHINGTON
B.P. 252-08, 75364, PARIS, CEDEX
PARIS, FRANCE 99999

Effective Date: 03/04/1998

Foreign Entity: Yes

Country: FRANCE

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

JARDINE FLEMING EXCHANGE CAPITAL GROUP INC. is under common control with the firm.

Business Address: 3RD. FLOOR, CORPORATE BUSINESS CENTRE
151 PASEO DE ROXAS
MAKATI METRO MANILA, PHILIPPINES 1200

Firm Operations



Organization Affiliates (continued)

Effective Date:	05/26/1998
Foreign Entity:	Yes
Country:	PHILIPPINES
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

P.T. JARDINE FLEMING NUSANTARA is under common control with the firm.

Business Address:	17TH FLOOR, WORLD TRADE CENTRE JL. JEND. SUDIRMAN KAV. 29-31 JAKARTA, INDONESIA 12920
Effective Date:	05/12/1989
Foreign Entity:	Yes
Country:	INDONESIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING APEX SECURITIES BERHAD is under common control with the firm.

Business Address:	3RD FLOOR, WISMA APEX, 145A-C JALAN BUKIT, KAJANG SELANGOR DARUL EHSAN, MALAYSIA 43000
Effective Date:	05/26/1979
Foreign Entity:	Yes
Country:	MALAYSIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING THANAKOM SECURITIES LIMITED is under common control with the firm.

Firm Operations**Organization Affiliates (continued)**

Business Address:	29TH FLOOR, SILOM COMPLEX OFFICE BUILDING 191 SILOM ROAD BANGKOK, THAILAND 99999
Effective Date:	09/17/1974
Foreign Entity:	Yes
Country:	THAILAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING TAIWAN SECURITIES LIMITED is under common control with the firm.

Business Address:	17TH FLOOR, 67 TUN HWA SOUTH ROAD SECTION 2 TAIPEI, TAIWAN 99999
Effective Date:	10/18/1990
Foreign Entity:	Yes
Country:	TAIWAN
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING SECURITIES LIMITED is under common control with the firm.

Business Address:	34-35, 43-47/F JARDINE HOUSE 1 CONNAUGHT PLACE CENTRAL HONG KONG, HONG KONG 99999
Effective Date:	08/29/1973
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	Yes
Investment Advisory Activities:	No

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

JARDINE FLEMING SECURITIES (ASIA) LIMITED is under common control with the firm.

Business Address: YAMATO SEIMEI BUILDING, 1-1-7
UCHISAIWAICHO
CHIYODA-KU, AL 99999

Effective Date: 10/17/1995

Foreign Entity: No

Country: TOYKO

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

JARDINE FLEMING PAKISTAN BROKER (PRIVATE) LIMITED is under common control with the firm.

Business Address: 2ND FLOOR, BAHRIA COMPLEX II
M.T. KHAN ROAD
KARACHI, PAKISTAN 74000

Effective Date: 08/29/1996

Foreign Entity: Yes

Country: PAKISTAN

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

JARDINE FLEMING INDIA SECURITIES LIMITED is under common control with the firm.

Business Address: AMERCHAND MANSION
16 MADAME CAMA ROAD
MUMBAI, INDIA 400001

Effective Date: 09/24/1992

Foreign Entity: Yes

Country: INDIA

Firm Operations



Organization Affiliates (continued)

Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING INDIA BROKING LIMITED is under common control with the firm.

Business Address:	AMERCHAND MANSION 16 MADAME CAMA ROAD MUMBAI, INDIA 400001
Effective Date:	12/02/1992
Foreign Entity:	Yes
Country:	INDIA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING FUTURES LIMITED is under common control with the firm.

Business Address:	46TH FLOOR, JARDINE HOUSE 1 CONNAUGHT PLACE CENTRAL HONG KONG, HONG KONG 99999
Effective Date:	08/24/1982
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING FUTURES (KOREA) LIMITED is under common control with the firm.

Business Address:	12TH FLOOR, TS CORP. BUILDING 7, 23 SINCHUN-DONG, SONGPA-KU SEOUL, KOREA 99999
Effective Date:	04/26/1996

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	KOREA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING EXCHANGE CAPITAL SECURITIES, INC. is under common control with the firm.

Business Address:	2/F, CORPORATE BUSINESS CENTRE 151 PASEO DE ROXAS, MAKATI METRO MANILA, PHILIPPINES 99999
Effective Date:	11/09/1990
Foreign Entity:	Yes
Country:	PHILIPPINES
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING BROKING LIMITED is under common control with the firm.

Business Address:	46/F, JARDINE HOUSE 1 CONNAUGHT PLACE CENTRAL HONG KONG, AL 99999
Effective Date:	06/08/1982
Foreign Entity:	No
Country:	HONG KONG
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

JARDINE FLEMING APEX FUTURES SDN. BHD. is under common control with the firm.

Business Address:	3RD FLOOR, WISMA APEX, 145A-C
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Firm Operations



Organization Affiliates (continued)

JALAN BUKIT, 43000 KAJANG
SELANGOR DARUL EHSAN, MALAYSIA 99999

Effective Date: 06/22/1995

Foreign Entity: Yes

Country: MALAYSIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

GENERAL BROKERAGE LIMITED is under common control with the firm.

Business Address: 3RD FLOOR, ROGERS HOUSE
5 PRESIDENT JOHN KENNEDY STREET
PORT LOUIS, MAURITIUS 99999

Effective Date: 06/06/1989

Foreign Entity: Yes

Country: MAURITIUS

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

FLEMING MARTIN SECURITIES LIMITED is under common control with the firm.

Business Address: 1016 THE STOCK EXCHANGE
DIAGONAL STREET
JOHANNESBURG, SOUTH AFRICA 2001

Effective Date: 11/24/1995

Foreign Entity: Yes

Country: SOUTH AFRICA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

FLEMING MARTIN EDWARDS SECURITIES (PRIVATE) LIMITED is under common control with the firm.

Business Address:	ERNST & YOUNG 1 UNION STREET HARARE, ZIMBABWE 99999
Effective Date:	03/27/1996
Foreign Entity:	Yes
Country:	ZIMBABWE
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

FLEMING ISLE OF MAN LIMITED is under common control with the firm.

Business Address:	5 MOUNT PLEASANT DOUGLAS, ISLE OF MAN 99999
Effective Date:	01/23/1987
Foreign Entity:	Yes
Country:	ISLE OF MAN
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

FLEMINGS GRAPHUS S.A. is under common control with the firm.

Business Address:	AVENIDA ALMIRANTE BARROSO 52, 9TH FLOOR RIO DE JANIERO, BRAZIL 20031-000
Effective Date:	03/27/1989
Foreign Entity:	Yes
Country:	BRAZIL
Securities Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

FLEMING CIIC SECURITIES is under common control with the firm.

Business Address:	9 MOHAMED FAHMY STREET GARDEN CITY CAIRO, AL 99999
Effective Date:	05/15/1995
Foreign Entity:	No
Country:	EGYPT
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

FLEMING AL MANSOUR SECURITIES is under common control with the firm.

Business Address:	9 MOHAMED FAHMY STREET GARDEN CITY CAIRO, EGYPT 99999
Effective Date:	01/22/1994
Foreign Entity:	Yes
Country:	EGYPT
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

EXCHANGE CAPITAL CORPORATION is under common control with the firm.

Business Address:	3RD FLOOR, CORPORATE BUSINESS CENTRE 151 PASEO DE ROXAS MAKATI METRO MANILA, PHILIPPINES 1200
Effective Date:	08/01/2000
Foreign Entity:	Yes

Firm Operations



Organization Affiliates (continued)

Country:	PHILIPPINES
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

C.T.A. BROKING SERVICES LIMITED is under common control with the firm.

Business Address:	LEVEL 6 70 SHORLAND STREET AUCKLAND, NEW ZEALAND 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	NEW ZEALAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

2CUBE.COM LIMITED is under common control with the firm.

Business Address:	46F, JARDINE HOUSE 1 CONNAUGHT PLACE CENTRAL HONG KONG, HONG KONG 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

DESANTIS CAPITAL MANAGEMENT LP is under common control with the firm.

Business Address:	ONE BUSH STREET SAN FRANCISCO, CA 94104
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Firm Operations



Organization Affiliates (continued)

Effective Date: 08/01/2000
Foreign Entity: No
Country:
Securities Activities: No
Investment Advisory Activities: Yes
Description: CONTROL AFFILIATE

H&Q VENTURE MANAGEMENT LLC is under common control with the firm.

Business Address: ONE BUSH STREET
 SAN FRANCISCO, CA 94104
Effective Date: 12/09/1999
Foreign Entity: No
Country:
Securities Activities: No
Investment Advisory Activities: Yes
Description: CONTROL AFFILIATE

HAMBRECHT & QUIST CAPITAL MANAGEMENT INC is under common control with the firm.

Business Address: 50 ROWES WHARF
 4TH FLOOR
 BOSTON, MA 02110-3328
Effective Date: 12/09/1999
Foreign Entity: No
Country:
Securities Activities: No
Investment Advisory Activities: Yes
Description: CONTROL AFFILIATE

HAMBRECHT & QUIST FUND MANAGEMENT LLC is under common control with the firm.

Business Address: ONE BUST STREET

Firm Operations



Organization Affiliates (continued)

SAN FRANCISCO, CA 94104

Effective Date: 12/09/1999

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE DERIVATIVE STRATEGIES INC. is under common control with the firm.

Business Address: 1211 AVENUE OF THER AMERICAS
32ND FLOOR
NEW YORK, NY 10017

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE FLEMING ASSET MANAGEMENT (USA) INC. is under common control with the firm.

Business Address: 1211 AVENUE OF THER AMERICAS
41ST FLOOR
NEW YORK, NY 11036

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

CHASE MANHATTAN BANK AND TRUST COMPANY, NATIONAL ASSOCIATION is under common control with the firm.

Business Address:	1800 CENTURY PARK EAST LOS ANGELES, CA 90067
Effective Date:	08/01/2000
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

CHASE MANHATTAN BANK CMB, S.A. is under common control with the firm.

Business Address:	GRAN VIA 17 BILBAO, SPAIN 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	SPAIN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

CHASE & M.D. SASS PARTNERS is under common control with the firm.

Business Address:	1185 AVENUE OF THE AMERICAS 18TH FLOOR NEW YORK, NY 10036
Effective Date:	08/01/2000
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

CHASE FLEMING ASSET MANAGEMENT (LONDON) LIMITED is under common control with the firm.

Business Address: VINTNERS PLACE, 3RD FLOOR
68 UPPER THAMES STREET
LONDON, ENGLAND EC4V3BJ

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE MANHATTAN TRUST COMPANY (HONG KONG) LTD. is under common control with the firm.

Business Address: 41/F ONE EXCHANGE SQUARE
CENTRAL HONG KONG, HONG KONG 99999

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: HONG KONG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE MANHATTAN TRUST CAYMAN LTD. is under common control with the firm.

Business Address: PO BOX N-3708, BAHAMAS FINANCIAL CENTRE
SHIRLEY/CHARLOTTE ST
NASSAU, BAHAMAS 99999

Effective Date: 01/01/1973

Foreign Entity: Yes

Country: CAYMAN ISLANDS, BWI

Securities Activities: No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE BANK & TRUST CO (C.I.) LIMITED is under common control with the firm.

Business Address: CHASE HOUSE, GRENVILLE STREET
PO BOX 127
ST. HELIER, JERSEY, CHANNEL ISLANDS JE4 8HQ

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: JERSEY CHANNEL ISLANDS

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE TRUST BANK is under common control with the firm.

Business Address: AKASAKA PARK BUILDING
2-20 AKASAKA, MINATO-KU
TOYKO, JAPAN 107-6113

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: JAPAN

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE MANHATTAN PRIVATE BANK, NATIONAL ASSOCIATION is under common control with the firm.

Business Address: 4915 INDEPENDENCE PARKWAY
TAMPA, FL 33634

Effective Date: 08/01/2000

Foreign Entity: No

Firm Operations



Organization Affiliates (continued)

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

THE CHASE MANHATTAN PRIVATE BANK (SWITZERLAND) is under common control with the firm.

Business Address: 63 RUE DE RHONE
PO BOX 476 CH-11204
GENEVA, SWITZERLAND 99999

Effective Date: 01/24/1969

Foreign Entity: Yes

Country: SWITZERLAND

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

THE CHASE MANHATTAN BANK is under common control with the firm.

Business Address: 270 PARK AVENUE
NEW YORK, NY 10017

Effective Date: 01/01/1824

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE VALORES, C.A. is under common control with the firm.

Business Address: CENTRO FEDERAL, AV. VENEZUELA
EL ROSAL
CARACAS, VENEZUELA 1010-A

Firm Operations



Organization Affiliates (continued)

Effective Date: 08/01/2000
Foreign Entity: Yes
Country: VENEZUELA
Securities Activities: Yes
Investment Advisory Activities: No
Description: CONTROL AFFILIATE

CHASE SECURITIES OF TEXAS, INC. is under common control with the firm.

CRD #: 17116
Business Address: 707 TRAVIS
9TH FLOOR
HOUSTON, TX 77002
Effective Date: 08/01/2000
Foreign Entity: No
Country:
Securities Activities: Yes
Investment Advisory Activities: Yes
Description: CONTROL AFFILIATE

CHASE SECURITIES JAPAN LIMITED is under common control with the firm.

Business Address: 5-2-20 AKASAKA
AKASAKA PARK BUILDING, MINATO-KU
TOKYO, JAPAN 107-6111
Effective Date: 08/01/2000
Foreign Entity: Yes
Country: CAYMAN ISLANDS, BWI
Securities Activities: Yes
Investment Advisory Activities: No
Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

CHASE SECURITIES INC. is under common control with the firm.

CRD #: 18718

Business Address: 270 PARK AVENUE
NEW YORK, NY 10017

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

CHASE SECURITIES CANADA INC. is under common control with the firm.

Business Address: 1 FIRST CANADIAN PLACE
100 KING STREET, SUITE 6900
TORONTO, CANADA M5X 1A4

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: CANADA

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

CHASE SECURITIES AUSTRALIA LIMITED is under common control with the firm.

Business Address: LEVEL 35 AAP CENTRE
259 GEORGE STREET
SYDNEY, AUSTRALIA NSW, 2000

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FUTURESHARE FINANCIAL LLC is under common control with the firm.

CRD #: 47268

Business Address: 85 CHALLENGER ROAD
RIDGEFIELD PARK, NJ 07660

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

CHASE MANHATTAN TRUST COMPANY, NATIONAL ASSOCIATION is under common control with the firm.

Business Address: UNION TRUST BUILDING
501 GRANT STREET - SUITE 325
PITTSBURGH, PA 15219

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE MANHATTAN TRADING S.A. SOCIEDAD DE BOLSA is under common control with the firm.

Business Address: CALLE ARENALES 707
PISO 5, CAPITAL FEDERAL
BUENOS AIRES 1061, ARGENTINA 99999

Effective Date: 08/01/2000

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	ARGENTINA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN S.A. DISTRIBUION DE TITULOS E VALORES MOBILIARIO is under common control with the firm.

Business Address:	RUA VERBO DIVINO 1400, PARTE SAO PAULO SAO PAULO, BRAZIL 04719-002
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	BRAZIL
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN MENKUL DEGERLER A.S. is under common control with the firm.

Business Address:	EMIRHAN CADDESI NO. 145 A BLOK KAT II DIKILITAS, ISTANBUL, TURKEY 80700
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	TURKEY
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN INTERNATIONAL LIMITED is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address:	125 LONDON WALL LONDON, ENGLAND EC2Y 5AJ
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

CHASE MANHATTAN BANK VENEZUELA, C.A. is under common control with the firm.

Business Address:	CENTRO CREMERCA P.H. AVENIDA VENEZUELA EL ROSAL CARACAS, VENEZUELA 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	VENEZUELA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN BANK INTERNATIONAL is under common control with the firm.

Business Address:	23, 1ST TVERSKAYA YAMSKAYA STREET MOSCOW, RUSSIA 125047
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	RUSSIA
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

Firm Operations**Organization Affiliates (continued)****CHASE MANHATTAN BANK MEXICO, S.A. is under common control with the firm.**

Business Address:	PROL. PASEO DE LA REFORMA 600 COL. SANTE FE MEXICO CITY, MEXICO 01210
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	MEXICO
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN (SEA) LIMITED is under common control with the firm.

Business Address:	150 BEACH ROAD 27TH FLOOR GATEWAY WEST SINGAPORE, SINGAPORE 189720
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	SINGAPORE
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	CONTROL AFFILIATE

CHASE MANHATTAN ASIA LIMITED is under common control with the firm.

Business Address:	39 F ONE EXCHANGE SQUARE CENTRAOL HONG KONG, HONG KONG 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE INVESTMENT SERVICES CORP. is under common control with the firm.

CRD #: 25574

Business Address: 55 WATER STREET
18TH FLOOR
NEW YORK, NY 10041-0199

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE FUTURES & OPTIONS, INC. is under common control with the firm.

CRD #: 18472

Business Address: 10 SOUTH LASALLE STREET
22ND FLOOR
CHICAGO, IL 60603

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

CHASE ALTERNATIVE ASSET MANAGEMENT, INC. is under common control with the firm.

CRD #: 20989

Business Address: 1211 AVENUE OF THE AMERICAS

Firm Operations



Organization Affiliates (continued)

42ND FLOOR
NEW YORK, NY 10036

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

BROWN & COMPANY SECURITIES CORPORATION is under common control with the firm.

CRD #: 1326

Business Address: ONE BEACON STREET, 18TH FL
BOSTON, MA 02108

Effective Date: 08/01/2000

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: CONTROL AFFILIATE

BANCO CHASE MANHATTAN S.A. is under common control with the firm.

Business Address: RUA VERBO DIVINO
CHACARA SANTO ANTONIO
SAO PAULO CEP 04719-002, BRAZIL 99999

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: BRAZIL

Securities Activities: Yes

Investment Advisory Activities: Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

FLEMING ASSET MANAGEMENT ZIMBABWE (PRIVATE) LIMITED is under common control with the firm.

Business Address: GROUDN FLOOR, CLUB CHAMBERS
NELSON MANDELA AVENUE
HARARE, ZIMBABWE 99999

Effective Date: 02/11/1998

Foreign Entity: Yes

Country: ZIMBABWE

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

AYUDHYA JARDINE FLEMING ASSET MANAGEMENT LIMITED is under common control with the firm.

Business Address: 8A FLOOR, PLOENCHIT TOWER
898 PLOENCHIT ROAD, LUMPINI, PATHUMWAN
BANGKOK, THAILAND 10330

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: THAILAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING TAIWAN INVESTMENT MANAGEMENT LIMITED is under common control with the firm.

Business Address: 17F 67TUN HWA S ROAD
SEC 2
TAIPEI, TAIWAN 99999

Effective Date: 09/26/1992

Foreign Entity: Yes

Country: TAIWAN

Firm Operations



Organization Affiliates (continued)

Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ROBERT FLEMING (SWITZERLAND) AG is under common control with the firm.

Business Address:	1 RUE ETIENNE-DUMONT CASE POSTALE 3192 GENEVA, SWITZERLAND 1211
Effective Date:	05/25/1983
Foreign Entity:	Yes
Country:	SWITZERLAND
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING HNB SECURITIES (PRIVATE) LIMITED is under common control with the firm.

Business Address:	10-01 EAST TOWER, WORLD TRADE CENTRE ECHELON SQUARE COLOMBO, SRI LANKA 99999
Effective Date:	10/15/1992
Foreign Entity:	Yes
Country:	SRI LANKA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ROBERT FLEMING SPAIN AV SA is under common control with the firm.

Business Address:	PASEO DE LA CASTYELLANA 21-4A PLANTA 28046 MADRID, SPAIN 99999
Effective Date:	09/18/1992

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	SPAIN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING UNIT TRUST MANAGEMENT COMPANY SA LIMITED is under common control with the firm.

Business Address:	THE JOHANNESBURG STOCK EXCHANGE 10TH FLOOR, 17 DIAGONAL STREET JOHANNESBURG, SOUTH AFRICA 2000
Effective Date:	12/19/1995
Foreign Entity:	Yes
Country:	SOUTH AFRICA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING PRIVATE ASSET MANAGEMENT SOUTH AFRICA LIMITED is under common control with the firm.

Business Address:	THE JOHANNESBURG STOCK EXCHANGE 10TH FLOOR, 17 DIAGONAL STREET JOHANNESBURG, SOUTH AFRICA 2000
Effective Date:	09/08/1995
Foreign Entity:	Yes
Country:	SOUTH AFRICA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING ASSET MANAGEMENT SOUTH AFRICA LIMITED is under common control with the firm.

Business Address:	THE JOHANNESBURG STOCK EXCHANGE
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Firm Operations



Organization Affiliates (continued)

10TH FLOOR, 17 DIAGONAL STREET
JOHANNESBURG, SOUTH AFRICA 2000

Effective Date: 12/27/1995

Foreign Entity: Yes

Country: SOUTH AFRICA

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING INVESTMENT MANAGEMENT (SINGAPORE) LTD is under common control with the firm.

Business Address: 9 RAFFLES ROAD
REPUBLIC PLAZA #42-01
SINGAPORE, SINGAPORE 048619

Effective Date: 08/04/1976

Foreign Entity: Yes

Country: SINGAPORE

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING SINGAPORE SECURITIES PTE LTD. is under common control with the firm.

Business Address: 9 RAFFLES PLACE
REPUBLIC PLAZA 42-01
SINGAPORE, SINGAPORE 048619

Effective Date: 07/29/1994

Foreign Entity: Yes

Country: SINGAPORE

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

FLEMING UCB ZAO is under common control with the firm.

Business Address:	6TH FLOOR, ROMANOV PER 4 MOSCOW, RUSSIA 103875
Effective Date:	09/10/1996
Foreign Entity:	Yes
Country:	RUSSIA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING GUTA ASSET MANAGEMENT COMPANY is under common control with the firm.

Business Address:	6TH FLOOR, ROMANOV PER 4 MOSCOW, RUSSIA 103875
Effective Date:	06/15/1998
Foreign Entity:	Yes
Country:	RUSSIA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING PAKISTAN (PVT) LIMITED is under common control with the firm.

Business Address:	2ND FLOOR, BAHRIA COMPLEX II M.T. KHAN ROAD KARACHI, PAKISTAN 74000
Effective Date:	08/27/1992
Foreign Entity:	Yes
Country:	PAKISTAN
Securities Activities:	No
Investment Advisory Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

AL-MEEZAN MUTUAL FUND LIMITED is under common control with the firm.

Business Address: 2ND FLOOR, BAHRIA COMPLEX 11
M.T. KHAN ROAD
KARACHI, PAKISTAN 74000

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: PAKISTAN

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

AL-MEEZAN INVESTMENT AND FINANCIAL SERVICES (PRIVATE) LIMITED is under common control with the firm.

Business Address: 2ND FLOOR, BAHRIA COMPLEX II
M.T KHAN ROAD
KARACHI, PAKISTAN 74000

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: PAKISTAN

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMINGS NEDERLAND BV is under common control with the firm.

Business Address: ATRIUM BUILDING
STRAWINSKYLAAN 3035
AMSTERDAM, NEDERLAND 1077 ZX

Effective Date: 08/22/1995

Foreign Entity: Yes

Country: NETHERLANDS

Firm Operations



Organization Affiliates (continued)

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

ROBERT FLEMING & CO. LIMITED is under common control with the firm.

Business Address: RIO DE LA PLATA #30
COLONIA CUAHTEMOC, MEXICO DF 06500

Effective Date: 04/22/1996

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

APEX UNIT TRUSTS BERHAD is under common control with the firm.

Business Address: 3RD FLOOR, WISMA APEX 145A-C
JALAN BUKIT
SELANGOR, MALAYSIA 43000

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: MALAYSIA

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

ROBERT FLEMING (CIS) S.A. is under common control with the firm.

Business Address: EUROPEAN BANK & BUSINESS CENTRE
6F ROUTE DE TREVES
SENNINGERBERG, LUXEMBOURG 99999

Effective Date: 03/23/1994

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	LUXEMBOURG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING EUROPEAN ASSET MANAGEMENT DISTRIBUTION COMPANY, S.A. is under common control with the firm.

Business Address:	EUROPEAN BANK & BUSINESS CENTRE 6F ROUTE DE TREVES SENNINGERBERG, LUXEMBOURG 99999
Effective Date:	07/26/1993
Foreign Entity:	Yes
Country:	LUXEMBOURG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMINGS (FCP) MANAGEMENT LIMITED is under common control with the firm.

Business Address:	EUROPEAN BANK & BUSINESS CENTRE 6F ROUTE DE TREVES SENNINGERBERG, LUXEMBOURG L-2633
Effective Date:	04/05/1990
Foreign Entity:	Yes
Country:	LUXEMBOURG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING FUND MANAGEMENT (LUXEMBOURG) SA is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: EUROPEAN BANK & BUSINESS CENTRE
6F ROUTE DE TREVES
SENNINGERBERG, LUXEMBOURG L-2633

Effective Date: 04/20/1988

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING FLAGSHIP ADVISORY CO SA is under common control with the firm.

Business Address: EUROPEAN BANK & BUSINESS CENTRE
6F ROUTE DE TREVES
SENNINGERBERG, LUXEMBOURG L-2633

Effective Date: 04/06/1998

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING (FCP) FUND SERIES MANAGEMENT COMPANY S.A. is under common control with the firm.

Business Address: EUROPEAN BANK & BUSINESS CENTRE
6F ROUTE DE TREVES
SENNINGERBERG, LUXEMBOURG L-2633

Effective Date: 09/18/1998

Foreign Entity: Yes

Country: LUXEMBOURG

Securities Activities: No

Investment Advisory Activities: Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

JFIM (KOREA) LIMITED is under common control with the firm.

Business Address: 110 SOKONG-DONG, CHUNG-KU
10TH FLOOR, HANWAH BUILDING
SEOUL, KOREA 100-070

Effective Date: 06/13/1997

Foreign Entity: Yes

Country: HONG KONG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED is under common control with the firm.

Business Address: 110 SOKONG-DONG
10TH FLOOR, HANWAH BUILDING, CHUNG KU
SEOUL, KOREA 100-070

Effective Date: 11/26/1974

Foreign Entity: Yes

Country: HONG KONG

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

ROBERT FLEMING MANAGEMENT (JERSEY) LIMITED is under common control with the firm.

Business Address: 28 NEW STREET
JE2 3TE
ST. HELIER, ISLE OF JERSEY 99999

Effective Date: 02/19/1965

Foreign Entity: Yes

Country: JERSEY

Firm Operations



Organization Affiliates (continued)

Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ROBERT FLEMING INVESTMENT MANAGEMENT (JERSEY) LIMITED is under common control with the firm.

Business Address:	28 NEW STREET JE2 3TE ST. HELIER, ISLE OF JERSEY 99999
Effective Date:	03/18/1985
Foreign Entity:	Yes
Country:	JERSEY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ROBERT FLEMING (JERSEY) LIMITED is under common control with the firm.

Business Address:	28 NEW STREET JE2 3TE ST. HELIER, ISLE OF JERSEY 99999
Effective Date:	12/21/1976
Foreign Entity:	Yes
Country:	JERSEY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING (JERSEY) TRUSTEES LIMITED is under common control with the firm.

Business Address:	28 NEW STREET JE2 3TE ST. HELIER, ISLE OF JERSEY 99999
Effective Date:	05/12/1994

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	JERSEY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING (JERSEY) LIMITED is under common control with the firm.

Business Address:	28 NEW STREET JE2 3TE ST. HELIER, ISLE OF JERSEY 99999
Effective Date:	05/12/1994
Foreign Entity:	Yes
Country:	JERSEY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

EQUIMARK (JERSEY) LIMITED is under common control with the firm.

Business Address:	28 NEW STREET JE2 3TE ST. HELIER, ISLE OF JERSEY 99999
Effective Date:	08/01/2000
Foreign Entity:	Yes
Country:	JERSEY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING INVESTMENT TRUST AND ADVISORY COMPANY LIMITED is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: YAMATO SEIMEI BUILDING
6TH FLOOR, 1-7, UCHISAIWAI-CHO1-CHOME
TOKYO, JAPAN 100-0011

Effective Date: 10/18/1990

Foreign Entity: Yes

Country: JAPAN

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING MUTUAL FUND LTD. is under common control with the firm.

Business Address: 16 MADAME CAMA ROAD
AMERCHAND MANSION
MUMBAI, INDIA 400 021

Effective Date: 05/26/1995

Foreign Entity: Yes

Country: INDIA

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JARDINE FLEMING INTERNATIONAL MANAGEMENT INC. is under common control with the firm.

Business Address: 16 MADAME CANA ROAD
AMERCHAND MANSION
MUMBAI, INDIA 400021

Effective Date: 05/08/1992

Foreign Entity: Yes

Country: BRITISH VIRGIN ISLANDS

Securities Activities: No

Investment Advisory Activities: Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

JARDINE FLEMING INDIA ASSET MANAGEMENT LTD is under common control with the firm.

Business Address: 16 MADAME CAMA ROAD
AMERCHAND MANSION
MUMBAI, INDIA 400 021

Effective Date: 04/28/1995

Foreign Entity: Yes

Country: INDIA

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEDGELING NOMINEES INTERNATIONAL LIMITED is under common control with the firm.

Business Address: 16 MADAME CANA ROAD
AMERCHAND MANSION
MUMBAI, INDIA 99999

Effective Date: 04/10/1985

Foreign Entity: Yes

Country: CAYMAN ISLANDS

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

JF CHINA MANAGEMENT LIMITED is under common control with the firm.

Business Address: 1 CONNAUGHT PLACE
46TH FLOOR, JARDINE HOUSE
HONG KONG, HONG KONG 99999

Effective Date: 10/21/1986

Foreign Entity: Yes

Country: HONG KONG

Firm Operations



Organization Affiliates (continued)

Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING UNIT TRUST LIMITED is under common control with the firm.

Business Address:	1 CONNAUGHT PLACE 46TH FLOOR, JARDINE HOUSE HONG KONG, HONG KONG 99999
Effective Date:	08/29/1986
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING PRIVATE INVESTMENTS LIMITED is under common control with the firm.

Business Address:	1 CONNAUGHT PLACE 46TH FLOOR, JARDINE HOUSE HONG KONG, HONG KONG 99999
Effective Date:	08/23/1989
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING-FONDS MARKETING GMBH is under common control with the firm.

Business Address:	IM TRUTZ FRANKFURT 55 60322 FRANKFURT, GERMANY 99999
Effective Date:	07/01/1993

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	GERMANY
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING FINANCE SA is under common control with the firm.

Business Address:	40 RUE WASHINGTON, BP 252-08 WASHINGTON PLAZA, CEDEX 08 PARIS, FRANCE 99999
Effective Date:	08/22/1989
Foreign Entity:	Yes
Country:	FRANCE
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

T. ROWE FLEMING ASSET MANAGEMENT LIMITED is under common control with the firm.

Business Address:	20 FINSBURY STREET FINSBURY DIALS LONDON, ENGLAND EC2Y 9AQ
Effective Date:	10/16/1987
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

SAVE & PROSPER SECURITIES LIMITED is under common control with the firm.

Business Address:	20 FINSBURY STREET
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Firm Operations



Organization Affiliates (continued)

FINSBURY DIALS
LONDON, ENGLAND EC2Y 9AQ

Effective Date: 11/27/1936

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

SAVE & PROSPER PENSIONS LIMITED is under common control with the firm.

Business Address: 20 FINSBURY STREET
FINSBURY DIALS
LONDON, ENGLAND EC2Y 9AQ

Effective Date: 11/21/1958

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

SAVE & PROSPER INSURANCE LIMITED is under common control with the firm.

Business Address: 20 FINSBURY STREET
FINSBURY DIALS
LONDON, ENGLAND EC2Y 9AQ

Effective Date: 12/23/1936

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

Firm Operations



Organization Affiliates (continued)

SAVE & PROSPER GROUP LIMITED is under common control with the firm.

Business Address:	20 FINSBURY STREET FINSBURY DIALS LONDON, ENGLAND EC2Y 9AQ
Effective Date:	05/28/1934
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

SAVE & PROSPER EQUITY PLAN MANAGERS LIMITED is under common control with the firm.

Business Address:	20 FINSBURY STREET FINSBURY DIALS LONDON, ENGLAND EC2Y 9AQ
Effective Date:	06/12/1984
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING UNIT TRUST MANAGEMENT LIMITED is under common control with the firm.

Business Address:	25 COPTHALL AVENUE LONDON, ENGLAND EC2R 7DR
Effective Date:	12/24/1995
Foreign Entity:	Yes
Country:	ENGLAND
Securities Activities:	No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING PRIVATE FUND MANAGEMENT LIMITED is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 10/15/1970

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING PRIVATE ASSET MANAGEMENT LIMITED is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 04/14/1986

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING LIFE LIMITED is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 10/29/1959

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING INVESTMENT TRUST SERVICES LIMITED is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 12/10/1990

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

CHASE FLEMING ASSET MANAGEMENT (UK) LTD. is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 08/01/2000

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: CONTROL AFFILIATE

FLEMING INTERNATIONAL FUND MARKETING LIMITED is under common control with the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 02/08/1988

Foreign Entity: Yes

Country: ENGLAND

Firm Operations



Organization Affiliates (continued)

Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING CIIC ASSET MANAGEMENT is under common control with the firm.

Business Address:	9 MOHAMMED FAHMY STREET GARDEN CITY CAIRO, EGYPT 99999
Effective Date:	06/11/1998
Foreign Entity:	Yes
Country:	EGYPT
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING (CHINA) INVESTMENT SERVICES LIMITED is under common control with the firm.

Business Address:	1 JIAGGUOMENWAL AVENUE, CHAOYANG DISTRICT 2921-25 CHINA WORLD TOWER, CHINA WORLD TRADE CENTE BEIJING, CHINA 10004
Effective Date:	05/07/1982
Foreign Entity:	Yes
Country:	HONG KONG
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING ASSET MANAGEMENT (CANADA) INC. is under common control with the firm.

Business Address:	100 YONGE STREET SUITE 1105 ONTARIO, CANADA M5C 2W1
Effective Date:	03/06/1989

Firm Operations



Organization Affiliates (continued)

Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING INVESTMENT MANAGEMENT INTERNATIONAL LIMITED is under common control with the firm.

Business Address:	1 CONNAUGHT PLACE 46TH FLOOR, JARDINE HOUSE HONG KONG, HONG KONG 99999
Effective Date:	09/27/1989
Foreign Entity:	Yes
Country:	BRITISH VIRGIN ISLANDS
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

FLEMING GRAPHUS ASSET MANAGEMENT SA is under common control with the firm.

Business Address:	AV ALMIRANTE BARROSO NO. 52-9 ANDAR, RJ 20031-000 RIO DE JANEIRO, BRAZIL 99999
Effective Date:	01/27/1998
Foreign Entity:	Yes
Country:	BRAZIL
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ROBERT FLEMING (BAHRAIN) WLL is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address:	P.O. BOX 2467, 10TH FLOOR BAHRAIN COMMERCIAL COMPLEX MANAMA, BAHRAIN 99999
Effective Date:	02/17/1999
Foreign Entity:	Yes
Country:	BAHRAIN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

ORD MINNETT MANAGEMENT LIMITED is under common control with the firm.

Business Address:	225 GEORGE STREET LEVEL 26, GROSVENOR PLACE SYDNEY, AUSTRALIA NSW 2000
Effective Date:	09/23/1981
Foreign Entity:	Yes
Country:	AUSTRALIA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	CONTROL AFFILIATE

JARDINE FLEMING AUSTRALIA MANAGEMENT LIMITED is under common control with the firm.

Business Address:	600 BOURKE STREET LEVEL 23, BOURKE PLACE MELBOURNE, AUSTRALIA V1C 3000
Effective Date:	06/10/1982
Foreign Entity:	Yes
Country:	AUSTRALIA
Securities Activities:	No
Investment Advisory Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Description: CONTROL AFFILIATE

ROBERT FLEMING HOLDINGS, INC. controls the firm.

Business Address: 25 COPTHALL AVENUE
LONDON, ENGLAND EC2R 7DR

Effective Date: 10/01/1985

Foreign Entity: Yes

Country: ENGLAND

Securities Activities: Yes

Investment Advisory Activities: No

Description: REGISTRANT IS THE WHOLLY-OWNED SUBSIDIARY OF ROBERT FLEMING HOLDINGS INC WHICH IS A PARTIALLY OWNED INDIRECT SUBSIDIARY OF ROBERT FLEMING HOLDINGS LTD, 25 COPTHALL AVENUE, LONDON. "HOLDINGS" IS A PRIVATELY HELD HOLDING COMPANY CHARTERED UNDER THE LAWS OF THE UK WHICH CONDUCTS THE BUSINESS OF A MERCHANT BANK THROUGH ITS SUBSIDIARIES AND ASSOCIATED COMPANIES.

This firm is directly or indirectly, controlled by the following:

- bank holding company
- national bank
- state member bank of the Federal Reserve System
- state non-member bank
- savings bank or association
- credit union
- or foreign bank

THE CHASE MANHATTAN CORPORATION is a Bank Holding Company and controls the firm.

Business Address: 270 PARK AVENUE
NEW YORK, NY 10017

Effective Date: 08/01/2000

Description: PARENT HOLDING COMPANY



Disclosure Events

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	6	0
Civil Event	0	1	0

Disclosure Event Details

What you should know about reported disclosure events:

1. **BrokerCheck provides details for any disclosure event that was reported in CRD. It also includes summary information regarding FINRA arbitration awards in cases where the brokerage firm was named as a respondent.**
2. **Certain thresholds must be met before an event is reported to CRD, for example:**
 - A law enforcement agency must file formal charges before a brokerage firm is required to disclose a particular criminal event.
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - Disclosure events for this brokerage firm were reported by the firm and/or regulators. When the firm and a regulator report information for the same event, both versions of the event will appear in the BrokerCheck report. The different versions will be separated by a solid line with the reporting source labeled.
4. **There are different statuses and dispositions for disclosure events:**
 - A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" event involves allegations that have not been proven or formally adjudicated.
 - An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" event has been concluded and its resolution is not subject to change.
 - A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - A "resolved" matter usually involves no payment to the customer and no finding of wrongdoing on the part of the individual broker. Such matters generally involve customer disputes.
5. **You may wish to contact the brokerage firm to obtain further information regarding any of the disclosure events contained in this BrokerCheck report.**

Regulatory - Final

This type of disclosure event involves (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the U.S. Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of the authority of a brokerage firm or its control affiliate to act as an attorney, accountant or federal contractor.

Disclosure 1 of 6

Reporting Source: Regulator

Current Status: Final



Allegations: 08/16/00EC: NASD RULE 4632(A) AND 2110 - RESPONDENT FIRM FAILED WITHIN 90 SECONDS AFTER EXECUTION, TO TRANSMIT THROUGH ACT LAST SALE REPORTS OF TRANSACTIONS IN NASDAQ NATIONAL MARKET, SMALLCAP AND OTC EQUITY SECURITIES AND FAILED TO DESIGNATE THROUGH ACT SUCH LAST SALE REPORTS AS LATE WHICH CONSTITUTES A PATTERN OR PRACTICE OF LATE REPORTING WITHOUT EXCEPTIONAL CIRCUMSTANCES.

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 08/02/2000

Docket/Case Number: CMS000178

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 08/02/2000

Sanctions Ordered: Monetary/Fine \$2,500.00

Other Sanctions Ordered:

Sanction Details: 11-16-00, \$2,500 PAID 8/17/00, INVOICE 00-MS-582

Reporting Source: Firm

Current Status: Final

Allegations: ON MARCH 20, 2000, A LETTER OF ACCEPTANCE, WAIVER, AND CONSENT (THE "AWC") BECAME EFFECTIVE BETWEEN ROBERT FLEMING, INC. ("RFI") AND NASD REGULATION, INC. WITHOUT ADMITTING OR DENYING THE ALLEGED VIOLATIONS, RFI CONSENTED TO THE ENTRY OF A FINDING THAT RFI FAILED TO REPORT CERTAIN TRANSACTIONS WITHIN 90 SECONDS OF EXECUTION, IN VIOLATION OF NASD RULES 4632(A) AND 2110.

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS (NASD)

Date Initiated: 03/20/2000

Docket/Case Number: N/A - SETTLED



Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 03/20/2000

Sanctions Ordered: Monetary/Fine \$2,500.00

Other Sanctions Ordered:

Sanction Details: A \$2500.00 FINE WAS PAID TO SETTLE THE MATTER ON MARCH 20, 2000

Disclosure 2 of 6

Reporting Source: Firm

Current Status: Final

Allegations: ALTHOUGH FE&C WAS NOT A PARTY TO THE BECTON LITIGATION, IN ORDER TO OBTAIN A SETTLEMENT WITH THE SEC AND TO KEEP FE&C FROM BEING NAMED A DEFENDENT IN THE SEC ACTION, NEW FE&C CONSENTED TO THE ENTERING OF A COURT ORDER AND ENTERED INTO A RELATED STIPULATION OF SETTLEMENT WITH THE SEC, BOTH DATED 2/1980, WHICH REQUIRED FE&C TO MAKE ANY FILINGS REQUIRED TO BE MADE BY IT UNDER SECTION (D) AND 14(D) OF THE SEC. EX. ACT. OF 1934 AND NOT TO AID AND ABET THE FAILURE BY ANOTHER PERSON TO MAKE A REQUIRED FILING. IN ADDITION, THE STIPULATIONS OF SETTLEMENT REQUIRED FE&C TO IMPLEMENT OR CONTINUE IN PRACTICE CERTAIN PROCEDURES IN CONNECTION WITH PROPOSED TRANSACTIONS THAT ARE SUBJECT TO THE FILING REQUIREMENTS OF SECTION 13(D) AND 14(D) OF THE SEC. EX. ACT OF 1934. FE&C ALSO REACHED A SETTLEMENT WITH THE SEC. WHILE FE&C WAS NOT A PARTY DEFENDANT IN THE VARIOUS PRIVATE ACTIONS, FE&C, (NOW(RFI), UNDERSTANDS THAT SUBSTANTIALLY ALL THESE HAVE BEEN SETTLED, SOME CONDITIONALLY.

Initiated By: SECURITIES EXCHANGE COMMISSION

Date Initiated: 02/01/1980

Docket/Case Number: N/A - SETTLED

Principal Product Type: Other



Other Product Type(s):	FILING REQUIREMENTS OF SECTION 13(D) AND 14(D) OF THE SECURITIES EXCHANGE ACT OF 1934.
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	STIPULATION OF SETTLEMENT
Resolution:	Settled
Resolution Date:	02/01/1980
Sanctions Ordered:	
Other Sanctions Ordered:	N/A
Sanction Details:	N/A
Firm Statement	THE STIPULATIONS OF SETTLEMENT REQUIRED FE&C TO IMPLEMENT OR CONTINUE IN PRACTICE CERTAIN PROCEDURES IN CONNECTION WITH PROPOSED TRANSACTIONS THAT ARE SUBJECT TO THE FILING REQUIREMENTS OF SECTION 13(D) AND 14(D) OF THE SECURITIES EXCHANGE ACT OF 1934. FE&C ALSO REACHED A SETTLEMENT WITH THE SEC. WHILE FE&C WAS NOT A PARTY DEFENDANT IN THE VARIOUS PRIVATE ACTIONS, FE&C, (NOW RFI), UNDERSTANDS THAT SUBSTANTIALLY ALL THESE HAVE BEEN SETTLED, SOME CONDITIONALLY.

Disclosure 3 of 6

Reporting Source:	Firm
Current Status:	Final
Allegations:	IN AUGUST 1996 FIM, FITM, AND S&P ALL INVESTMENT ADVISORY AFFILIATES OF RFI, WERE EACH FINED 100,000 (ENGLISH POUNDS) BY IMRO FOR BREACHES OF CERTAIN SEC.AND INV. BOARD (SIB) PRINCIPLES AND IMRO RULES RELATING TO THE FAILURE OF FIM, FITN AND S&P TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, HONG KONG BASED JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED (JFIM), IN RESPECT TO ENSURING ADEQUATE DEALING AND COMPLIANCE SYSTEMS AND PROCEDURES, FAILING TO TAKE ACTION WHEN THEY LEARNED OF WEAKNESSES, FAILING TO DISCLOSE THAT CERTAIN COMMISSIONS DISCLOSED TO CUSTOMERS WERE RETAINED BY AN ASSOCIATED BROKER AND FAILING TO INFORM IMRO THAT INVESTMENT BUSINESS HAD BEEN DELEGATED TO A FIRM WHICH HAD DEALING AND COMPLIANCE PROCEDURES WHICH DID NOT MEET IMRO'S STANDARDS. AS A RESULT OF THE SAME INVESTIGATION, HONG KONG BASED JARDINE FLEMING ASSET MANAGEMENT LIMITED (JFAM), WAS ALSO FINED 400,000 (ENGLISH



POUNDS) BY IMRO FOR SIMILAR BREACHES OF SIB PRINCIPLES AND IMRO RULES, PARTICULARLY IN RELATION TO THE FAILURE OF JFAM TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, JFIM. IN ADDITION, JFAM ACCEPTED THE TERMINATION OF ITS AUTHORIZATION WITH IMRO. IN A RELATED INVESTIGATION, JFIM, AN INVESTMENT ADVISORY AFFILIATE OF RFI, WAS PUBLICLY REPRIMANDED BY THE HONG KONG SECURITIES AND FUTURES COMMISSION (SFC) FOR BREACHES OF THE CODE OF CONDUCT FOR PERSONS REGISTERED WITH THE SFC. THE BREACHES RELATED TO JFIM'S INADEQUATE AND INEFFECTIVE INTERNAL CONTROLS AND COMPLIANCE MONITORING. JFIM ALSO AGREED WITH THE SFC, WITHOUT ADMITTING LIABILITY, TO MAKE VOLUNTARY PAYMENTS TOTALING APPROXIMATELY US \$19.1 MILLION TO COMPENSATE THREE CLIENTS WHICH WERE CONSIDERED BY THE SFC TO HAVE BEEN DISADVANTAGED BY THE LATE ALLOCATION OF DEALS BY ONE FUND MANAGER OF JFIM AFTER CHANGES IN THE PRICE OF THE INSTRUMENTS TRADED HAD OCCURRED. THE SFC REVOKED, FOR MISCONDUCT, THE REGISTRATION OF THE RESPONSIBLE FUND MANAGER AT JFIM AS AN INVESTMENT ADVISER, SECURITIES DEALER AND COMMODITIES TRADING

Initiated By: IMRO (UK), HONG KONG SECURITIES & FUTURES COMMISSIONS ("SFC")

Date Initiated: 08/01/1996

Docket/Case Number:

Principal Product Type: Other

Other Product Type(s): FOREIGN EXCHANGE LISTED EQUITY SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 08/01/1996

Sanctions Ordered: Monetary/Fine \$780,250.31

Other Sanctions Ordered:

Sanction Details: FLEMING INVESTMENT MANAGEMENT LIMITED, FLEMING INVESTMENT TRUST MANAGEMENT LIMITED AND SAVE & PROSPER SECURITIES LIMITED, ALL INVESTMENT ADVISORY AFFILIATES OF ROBERT FLEMING INC WERE EACH FINED 100,000 (BRITISH POUNDS) AND JARDINE FLEMING ASSET MANAGEMENT LIMITED, AN INVESTMENT ADVISORY AFFILIATE OF ROBERT FLEMING INC WAS FINED 400,000 (BRITISH POUNDS)



Reporting Source:	Firm
Current Status:	Final
Allegations:	<p>IN AUGUST 1996 FIM, FITM, AND S&P ALL INVESTMENT ADVISORY AFFILIATES OF RFI, WERE EACH FINED 100,000 (ENGLISH POUNDS) BY IMRO FOR BREACHES OF CERTAIN SEC.AND INV. BOARD (SIB) PRINCIPLES AND IMRO RULES RELATING TO THE FAILURE OF FIM, FITN AND S&P TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, HONG KONG BASED JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED (JFIM), IN RESPECT TO ENSURING ADEQUATE DEALING AND COMPLIANCE SYSTEMS AND PROCEDURES, FAILING TO TAKE ACTION WHEN THEY LEARNED OF WEAKNESSES, FAILING TO DISCLOSE THAT CERTAIN COMMISSIONS DISCLOSED TO CUSTOMERS WERE RETAINED BY AN ASSOCIATED BROKER AND FAILING TO INFORM IMRO THAT INVESTMENT BUSINESS HAD BEEN DELEGATED TO A FIRM WHICH HAD DEALING AND COMPLIANCE PROCEDURES WHICH DID NOT MEET IMRO'S STANDARDS. AS A RESULT OF THE SAME INVESTIGATION, HONG KONG BASED JARDINE FLEMING ASSET MANAGEMENT LIMITED (JFAM), WAS ALSO FINED 400,000 (ENGLISH POUNDS) BY IMRO FOR SIMILAR BREACHES OF SIB PRINCIPLES AND IMRO RULES, PARTICULARLY IN RELATION TO THE FAILURE OF JFAM TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, JFIM. IN ADDITION,JFAM ACCEPTED THE TERMINATION OF ITS AUTHORIZATION WITH IMRO. IN A RELATED INVESTIGATION, JFIM, AN INVESTMENT ADVISORY AFFILIATE OF RFI, WAS PUBLICLY REPRIMANDED BY THE HONG KONG SECURITIES AND FUTURES COMMISSION (SFC) FOR BREACHES OF THE CODE OF CONDUCT FOR PERSONS REGISTERED WITH THE SFC. THE BREACHES RELATED TO JFIM'S INADEQUATE AND INEFFECTIVE INTERNAL CONTROLS AND COMPLIANCE MONITORING. JFIM ALSO AGREED WITH THE SFC, WITHOUT ADMITTING LIABILITY, TO MAKE VOLUNTARY PAYMENTS TOTALING APPRIMXATELY US \$19.1 MILLION TO COMPENSATE THREE CLIENTS WHICH WERE CONSIDERED BY THE SCF TO HAVE BEEN DISADVANTAGED BY THE LATE ALLOCATION OF DEALS BY ONE FUND MANAGER OF JFIM AFTER CHANGES IN THE PRICE OF THE INSTRUMENTS TRADED HAD OCCURRED. THE SFC REVOKED, FOR MISCONDUCT, THE REGISTRATION OF THE RESPONSIBLE FUND MANAGER AT JFIM AS AN INVESTMENT ADVISER, SECURITIES DEALER AND COMMODITIES TRADING</p>
Initiated By:	IMRO (UK), HONG KONG SECURITIES & FUTURES COMMISIONS ("SFC")
Date Initiated:	08/01/1996
Docket/Case Number:	
Principal Product Type:	Other



Other Product Type(s): FOREIGN EXCHANGE LISTED EQUITY SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 08/01/1996

Sanctions Ordered: Monetary/Fine \$780,250.31

Other Sanctions Ordered:

Sanction Details: FLEMING INVESTMENT MANAGEMENT LIMITED, FLEMING INVESTMENT TRUST MANAGEMENT LIMITED AND SAVE & PROSPER SECURITIES LIMITED, ALL INVESTMENT ADVISORY AFFILIATES OF ROBERT FLEMING INC WERE EACH FINED 100,000 (BRITISH POUNDS) AND JARDINE FLEMING ASSET MANAGEMENT LIMITED, AN INVESTMENT ADVISORY AFFILIATE OF ROBERT FLEMING INC WAS FINED 400,000 (BRITISH POUNDS)

Reporting Source: Firm

Current Status: Final

Allegations: IN AUGUST 1996 FIM, FITM, AND S&P ALL INVESTMENT ADVISORY AFFILIATES OF RFI, WERE EACH FINED 100,000 (ENGLISH POUNDS) BY IMRO FOR BREACHES OF CERTAIN SEC.AND INV. BOARD (SIB) PRINCIPLES AND IMRO RULES RELATING TO THE FAILURE OF FIM, FITM AND S&P TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, HONG KONG BASED JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED (JFIM), IN RESPECT TO ENSURING ADEQUATE DEALING AND COMPLIANCE SYSTEMS AND PROCEDURES, FAILING TO TAKE ACTION WHEN THEY LEARNED OF WEAKNESSES, FAILING TO DISCLOSE THAT CERTAIN COMMISSIONS DISCLOSED TO CUSTOMERS WERE RETAINED BY AN ASSOCIATED BROKER AND FAILING TO INFORM IMRO THAT INVESTMENT BUSINESS HAD BEEN DELEGATED TO A FIRM WHICH HAD DEALING AND COMPLIANCE PROCEDURES WHICH DID NOT MEET IMRO'S STANDARDS. AS A RESULT OF THE SAME INVESTIGATION, HONG KONG BASED JARDINE FLEMING ASSET MANAGEMENT LIMITED (JFAM), WAS ALSO FINED 400,000 (ENGLISH POUNDS) BY IMRO FOR SIMILAR BREACHES OF SIB PRINCIPLES AND IMRO RULES, PARTICULARLY IN RELATION TO THE FAILURE OF JFAM TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, JFIM. IN ADDITION,JFAM ACCEPTED THE TERMINATION OF ITS AUTHORIZATION WITH IMRO. IN A RELATED INVESTIGATION, JFIM, AN INVESTMENT ADVISORY AFFILIATE OF RFI, WAS PUBLICLY REPRIMANDED BY THE HONG



KONG SECURITIES AND FUTURES COMMISSION (SFC) FOR BREACHES OF THE CODE OF CONDUCT FOR PERSONS REGISTERED WITH THE SFC. THE BREACHES RELATED TO JFIM'S INADEQUATE AND INEFFECTIVE INTERNAL CONTROLS AND COMPLIANCE MONITORING. JFIM ALSO AGREED WITH THE SFC, WITHOUT ADMITTING LIABILITY, TO MAKE VOLUNTARY PAYMENTS TOTALING APPROXIMATELY US \$19.1 MILLION TO COMPENSATE THREE CLIENTS WHICH WERE CONSIDERED BY THE SCF TO HAVE BEEN DISADVANTAGED BY THE LATE ALLOCATION OF DEALS BY ONE FUND MANAGER OF JFIM AFTER CHANGES IN THE PRICE OF THE INSTRUMENTS TRADED HAD OCCURRED. THE SFC REVOKED, FOR MISCONDUCT, THE REGISTRATION OF THE RESPONSIBLE FUND MANAGER AT JFIM AS AN INVESTMENT ADVISER, SECURITIES DEALER AND COMMODITIES TRADING

Initiated By: IMRO (UK), HONG KONG SECURITIES & FUTURES COMMISSIONS ("SFC")

Date Initiated: 08/01/1996

Docket/Case Number:

Principal Product Type: Other

Other Product Type(s): FOREIGN EXCHANGE LISTED EQUITY SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 08/01/1996

Sanctions Ordered: Monetary/Fine \$780,250.31

Other Sanctions Ordered:

Sanction Details: FLEMING INVESTMENT MANAGEMENT LIMITED, FLEMING INVESTMENT TRUST MANAGEMENT LIMITED AND SAVE & PROSPER SECURITIES LIMITED, ALL INVESTMENT ADVISORY AFFILIATES OF ROBERT FLEMING INC WERE EACH FINED 100,000 (BRITISH POUNDS) AND JARDINE FLEMING ASSET MANAGEMENT LIMITED, AN INVESTMENT ADVISORY AFFILIATE OF ROBERT FLEMING INC WAS FINED 400,000 (BRITISH POUNDS)

Reporting Source: Firm

Current Status: Final

Allegations: IN AUGUST 1996 FIM, FITM, AND S&P ALL INVESTMENT ADVISORY AFFILIATES OF RFI, WERE EACH FINED 100,000 (ENGLISH POUNDS) BY



IMRO FOR BREACHES OF CERTAIN SEC.AND INV. BOARD (SIB) PRINCIPLES AND IMRO RULES RELATING TO THE FAILURE OF FIM, FITN AND S&P TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, HONG KONG BASED JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED (JFIM), IN RESPECT TO ENSURING ADEQUATE DEALING AND COMPLIANCE SYSTEMS AND PROCEDURES, FAILING TO TAKE ACTION WHEN THEY LEARNED OF WEAKNESSES, FAILING TO DISCLOSE THAT CERTAIN COMMISSIONS DISCLOSED TO CUSTOMERS WERE RETAINED BY AN ASSOCIATED BROKER AND FAILING TO INFORM IMRO THAT INVESTMENT BUSINESS HAD BEEN DELEGATED TO A FIRM WHICH HAD DEALING AND COMPLIANCE PROCEDURES WHICH DID NOT MEET IMRO'S STANDARDS. AS A RESULT OF THE SAME INVESTIGATION, HONG KONG BASED JARDINE FLEMING ASSET MANAGEMENT LIMITED (JFAM), WAS ALSO FINED 400,000 (ENGLISH POUNDS) BY IMRO FOR SIMILAR BREACHES OF SIB PRINCIPLES AND IMRO RULES, PARTICULARLY IN RELATION TO THE FAILURE OF JFAM TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, JFIM. IN ADDITION,JFAM ACCEPTED THE TERMINATION OF ITS AUTHORIZATION WITH IMRO. IN A RELATED INVESTIGATION, JFIM, AN INVESTMENT ADVISORY AFFILIATE OF RFI, WAS PUBLICLY REPRIMANDED BY THE HONG KONG SECURITIES AND FUTURES COMMISSION (SFC) FOR BREACHES OF THE CODE OF CONDUCT FOR PERSONS REGISTERED WITH THE SFC. THE BREACHES RELATED TO JFIM'S INADEQUATE AND INEFFECTIVE INTERNAL CONTROLS AND COMPLIANCE MONITORING. JFIM ALSO AGREED WITH THE SFC, WITHOUT ADMITTING LIABILITY, TO MAKE VOLUNTARY PAYMENTS TOTALING APPRIMXATELY US \$19.1 MILLION TO COMPENSATE THREE CLIENTS WHICH WERE CONSIDERED BY THE SCF TO HAVE BEEN DISADVANTAGED BY THE LATE ALLOCATION OF DEALS BY ONE FUND MANAGER OF JFIM AFTER CHANGES IN THE PRICE OF THE INSTRUMENTS TRADED HAD OCCURRED. THE SFC REVOKED, FOR MISCONDUCT, THE REGISTRATION OF THE RESPONSIBLE FUND MANAGER AT JFIM AS AN INVESTMENT ADVISER, SECURITIES DEALER AND COMMODITIES TRADING

Initiated By: IMRO (UK), HONG KONG SECURITIES & FUTURES COMMISSIONS ("SFC")

Date Initiated: 08/01/1996

Docket/Case Number:

Principal Product Type: Other

Other Product Type(s): FOREIGN EXCHANGE LISTED EQUITY SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Settled



Resolution Date: 08/01/1996

Sanctions Ordered: Monetary/Fine \$780,250.31

Other Sanctions Ordered:

Sanction Details: FLEMING INVESTMENT MANAGEMENT LIMITED, FLEMING INVESTMENT TRUST MANAGEMENT LIMITED AND SAVE & PROSPER SECURITIES LIMITED, ALL INVESTMENT ADVISORY AFFILIATES OF ROBERT FLEMING INC WERE EACH FINED 100,000 (BRITISH POUNDS) AND JARDINE FLEMING ASSET MANAGEMENT LIMITED, AN INVESTMENT ADVISORY AFFILIATE OF ROBERT FLEMING INC WAS FINED 400,000 (BRITISH POUNDS)

Reporting Source: Firm

Current Status: Final

Allegations: IN AUGUST 1996 FIM, FITM, AND S&P ALL INVESTMENT ADVISORY AFFILIATES OF RFI, WERE EACH FINED 100,000 (ENGLISH POUNDS) BY IMRO FOR BREACHES OF CERTAIN SEC.AND INV. BOARD (SIB) PRINCIPLES AND IMRO RULES RELATING TO THE FAILURE OF FIM, FITN AND S&P TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, HONG KONG BASED JARDINE FLEMING INVESTMENT MANAGEMENT LIMITED (JFIM), IN RESPECT TO ENSURING ADEQUATE DEALING AND COMPLIANCE SYSTEMS AND PROCEDURES, FAILING TO TAKE ACTION WHEN THEY LEARNED OF WEAKNESSES, FAILING TO DISCLOSE THAT CERTAIN COMMISSIONS DISCLOSED TO CUSTOMERS WERE RETAINED BY AN ASSOCIATED BROKER AND FAILING TO INFORM IMRO THAT INVESTMENT BUSINESS HAD BEEN DELEGATED TO A FIRM WHICH HAD DEALING AND COMPLIANCE PROCEDURES WHICH DID NOT MEET IMRO'S STANDARDS. AS A RESULT OF THE SAME INVESTIGATION, HONG KONG BASED JARDINE FLEMING ASSET MANAGEMENT LIMITED (JFAM), WAS ALSO FINED 400,000 (ENGLISH POUNDS) BY IMRO FOR SIMILAR BREACHES OF SIB PRINCIPLES AND IMRO RULES, PARTICULARLY IN RELATION TO THE FAILURE OF JFAM TO SUPERVISE AN INVESTMENT MANAGEMENT DELEGATE, JFIM. IN ADDITION,JFAM ACCEPTED THE TERMINATION OF ITS AUTHORIZATION WITH IMRO. IN A RELATED INVESTIGATION, JFIM, AN INVESTMENT ADVISORY AFFILIATE OF RFI, WAS PUBLICLY REPRIMANDED BY THE HONG KONG SECURITIES AND FUTURES COMMISSION (SFC) FOR BREACHES OF THE CODE OF CONDUCT FOR PERSONS REGISTERED WITH THE SFC. THE BREACHES RELATED TO JFIM'S INADEQUATE AND INEFFECTIVE INTERNAL CONTROLS AND COMPLIANCE MONITORING. JFIM ALSO AGREED WITH THE SFC, WITHOUT ADMITTING LIABILITY, TO MAKE VOLUNTARY PAYMENTS TOTALING APPROXIMATELY US \$19.1 MILLION TO COMPENSATE THREE CLIENTS WHICH WERE CONSIDERED BY THE SCF TO HAVE BEEN DISADVANTAGED BY THE LATE ALLOCATION OF DEALS BY ONE FUND



MANAGER OF JFIM AFTER CHANGES IN THE PRICE OF THE INSTRUMENTS TRADED HAD OCCURRED. THE SFC REVOKED, FOR MISCONDUCT, THE REGISTRATION OF THE RESPONSIBLE FUND MANAGER AT JFIM AS AN INVESTMENT ADVISER, SECURITIES DEALER AND COMMODITIES TRADING

Initiated By: IMRO (UK), HONG KONG SECURITIES & FUTURES COMMISSIONS ("SFC")

Date Initiated: 08/01/1996

Docket/Case Number:

Principal Product Type: Other

Other Product Type(s): FOREIGN EXCHANGE LISTED EQUITY SECURITY

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 08/01/1996

Sanctions Ordered: Monetary/Fine \$780,250.31

Other Sanctions Ordered:

Sanction Details: FLEMING INVESTMENT MANAGEMENT LIMITED, FLEMING INVESTMENT TRUST MANAGEMENT LIMITED AND SAVE & PROSPER SECURITIES LIMITED, ALL INVESTMENT ADVISORY AFFILIATES OF ROBERT FLEMING INC WERE EACH FINED 100,000 (BRITISH POUNDS) AND JARDINE FLEMING ASSET MANAGEMENT LIMITED, AN INVESTMENT ADVISORY AFFILIATE OF ROBERT FLEMING INC WAS FINED 400,000 (BRITISH POUNDS)

Disclosure 4 of 6

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 09/19/1991

Docket/Case Number: CMS910036-AWC

Principal Product Type:

Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 12/16/1991

Sanctions Ordered: Monetary/Fine \$250.00

Other Sanctions Ordered:

Sanction Details:

Regulator Statement MARKET SURVEILLANCE COMMITTEE COMPLAINT #CMS910036-AWC:

A LETTER OF ACCEPTANCE, WAIVER AND CONSENT FIELD SEPTEMBER 19, 1991 AGAINST RESPONDENT MEMBER ROBERT FLEMING INC. ALLEGING VIOLATIONS OF PART VI, SECTION 5(a) OF SCHEDULE D IN THAT RESPONDENTS FAILED TO REPORT THEIR NASDAQ VOLUME.

THE LETTER OF ACCEPTANCE, WAIVER AND CONSENT WAS ACCEPTED BY THE MARKET SURVEILLANCE COMMITTEE ON NOVEMBER 11, 1991 AND BY THE NATIONAL BUSINESS CONDUCT COMMITTEE ON DECEMBER 16, 1991.

***\$250.00 FINE

\$250.00 PAID ON 1/9/92 INVOICE #91-MS-1489

Disclosure 5 of 6

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 04/03/1986

Docket/Case Number: MS-277-AWC

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:



Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 06/10/1986

Sanctions Ordered: Monetary/Fine \$500.00

Other Sanctions Ordered:

Sanction Details:

Regulator Statement 11/4/86: MARKET SURVEILLANCE COMMITTEE COMPLAINT #MS-277-AWC:

LETTER OF ACCEPTANCE, WAIVER AND CONSENT (AWC) WAS FILED ON 4/3/86, ALLEGING VIOLATIONS OF PART I, SECTION C.3.(c) OF SCHEDULE D OF THE ASSOCIATION'S BY-LAWS IN THAT RESPONDENT FAILED TO REPORT ITS NASDAQ VOLUME ON 8/29/85 AND 1/14/86. THE AWC WAS ACCEPTED BY THE MSC ON 5/6/86 AND BY THE NBCC ON 6/10/86. \$500 FINE RECEIVED 4/14/86

Disclosure 6 of 6

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 03/09/1978

Docket/Case Number:

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Stipulation and Consent

Resolution Date: 07/09/1979

Regulator Statement ND 78-48 03/10/78
LR-8314
03/09/78 COMPLAINT FILED SEEKING TO ENJOIN.
ND 79-132 07/10/79
LR-8816



07/09: VIOLATIONS FOUND.

ND 80-35 02/20/80

LR-9010

ORDERS SIGNED WHICH REQUIRE COMPLIANCE WITH A
STIPULATION OF SETTLEMENT WHICH THEY AGREED
TO AND DO NOT CONSTITUTE AN ADMISSION OR DENIAL
OF ANY ISSUE OF LAW OR FACT IN THE PROCEEDINGS.
FOR FURTHER INFORMATION SEE NEWS DIGEST.



Civil - Final

This type of disclosure event involves (1) an injunction issued by a foreign or domestic court within the last 10 years in connection with investment-related activity, (2) a finding by a court of a violation of any investment-related statute or regulation, or (3) an action dismissed by a court pursuant to a settlement agreement.

Disclosure 1 of 1

Reporting Source: Firm

Current Status: Final

Appellate Court Name and Date Appeal Filed: APPEALED, COURT OF APPEALS HELD THAT THE FUND'S PROXY STATEMENT FOR YEARS 1967-1971 SHOULD HAVE DISCLOSED THE AVAILABLE RECAPTURE TECHNIQUE THAT DIRECTOR REJECTED AS NOT IN THE BEST INTEREST OF THE FUND: REMANDED TO DISTRICT COURT TO DETERMINE DAMAGES, IF ANY.

Allegations: RFI FORMERLY KNOWN AS EFI ORIGINALLY KNOWN AS FE&C WAS INVOLVED IN AN ACTION BROUGHT 5/71 IN THE FEDERAL COURT OF NY. THE ACTION CHALLENGED THAT THE BROKERAGE PRACTICES OF CHEMICAL FUND INC, FE&C'S WHOLLY OWNED SUBSIDIARY (NOW DISSOLED) FE&C, MANAGERS & DISTRIBUTORS, INC. (M&D), AND CERTAIN OFFICERS & DIRECTORS OF THE FUND WERE DEFENDANTS. AFTER TRIAL, THE COURT ENTERED A JUDGMENT DISMISSING THE COMPLAINT, FROM WHICH PLAINTIFF APPEALED. ON 3/4/77 THE COURT OF APPEALS FOR THE SECOND CIRCUIT UNANIMOUSLY DECIDED THAT THE FUND'S DIRECTORS, ITS MANAGEMENT AND ITS ADVISOR ACTED REASONABLY AND PROPERLY IN REFUSING TO PURSUE BROKERAGE RECAPTURE TECHNIQUES THAT THE DIRECTORS CONSIDERED WERE INADVISABLE. HOWEVER, THE COURT OF APPEALS HELD THAT THE FUND'S PROXY STATEMENTS FOR THE YEARS 1967-1971 SHOULD HAVE DISCLOSED THE AVAILABLE RECAPTURE TECHNIQUES THAT THE DIRECTORS REJECTED AS NOT IN THE BEST INTERESTS OF THE FUND. THE CASE WAS REMANDED TO THE DISTRICT COURT FOR THE DETERMINATION OF WHAT DAMAGES, IF ANY, WERE CAUSED TO THE FUND BY SUCH OMISSIONS IN THE PROXY STATEMENTS. THE DISTRICT COURT DECIDED THAT THERE WERE NO DAMAGES AND THIS WAS AFFIRMED BY THE COURT OF APPEALS ON 12/21/79. FE&C HAD ACTED AS JOINT FINANCIAL ADVISOR TO SUN COMPANY IN SUN'S 1/16/78 PURCHASE THROUGH M&D OF 34% OF THE OUTSTANDING STOCK OF BECTON, DICKENSON & CO. THE SELLERS OF THESE SHARES INCLUDED CHEMICAL FUND INC AND SURVEVOR FUND INC, BOTH HAVING MANAGEMENT AND DISTRIBUTION AGREEMENTS WITH M&D & BEING CLIENTS OF THE INV. ADV. DEPT. OF FE&C. A NUMBER OF SUITS WERE INSTITUTED BY VARIOUS PARTIES IN STATE AND FEDERAL COURTS CHARGING CONSPIRACY & VIOLATIONS OF VARIOUS STATE AND FEDERAL SECURITIES LAWS. THE SEC ALSO BROUGHT AN ACTION SEEKING VARIOUS INJUNCTIVE RELIEF FROM ALLEGED VIOLATIONS OF



VARIOUS PROVISIONS OF THE INV. CO. ACT OF 1940 & THE SEC. EXC. ACT OF 1934.

Initiated By: PRIVATE PLAINTIFF

Court Details: FEDERAL COURT OF NEW YORK. JUDGEMENT DISMISSED.

Date Court Action Filed: 05/01/1971

Principal Product Type: Other

Other Product Types: CHALLENGED BROKERAGE PRACTICES OF FUND. 3/4/77 JUDGEMENT DISMISSING COMPLANT

Relief Sought: Civil Penalty(ies)/Fine(s)

Other Relief Sought:

Resolution: Dismissed

Resolution Date: 12/21/1979

Sanctions Ordered or Relief Granted:

Other Sanctions: DISTRICT COURT FOUND NO DAMAGES

Sanction Details: DISTRICT COURT FOUND NO DAMAGES

Firm Statement APPEALED COURT OF APPEALS HELD THAT THE FUNDS PROXY STATEMENT FOR YEARS 1967-1971 SHOULD HAVE DISCLOSED THE AVAILABLE RECAPTURE TECHNIQUE THAT DIRECTOR REJECTED AS NOT IN THE BEST INTEREST OF THE FUND: REMANDED TO DISTRICT COURT. NO DAMAGES FOUND.

Disclosure Events for Non-Registered Control Affiliates



All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	4	0



Disclosure Event Details

Regulatory - Final

Disclosure 1 of 4

Reporting Source:	Firm
Affiliate:	CHASE MANHATTAN INTERNATIONAL LIMITED
Current Status:	Final
Allegations:	ON JUNE 29, 1999, CHASE MANHATTAN INTERNATIONAL LIMITED FAILED TO DELIVER ON A GILT FUTURE CONTRACT BY THE REQUIRED TIME OF 11:00 HOUSE ("SETTLEMENT DATE")AND HAD THEREFORE BEEN IN DEFAULT UNDER CONTRACT TERM 15.02(A) OF THE LONDON INTERNTIONAL FINANCIAL FUTURES AND OPTIONS EXCHANGE'S LONG GILT FUTURES CONTRACT.
Initiated By:	LONDON INTERNATIONAL FINANCIAL FUTURES AND OPTIONS EXCHANGE
Date Initiated:	06/29/1999
Docket/Case Number:	N/A
Principal Product Type:	Other
Other Product Type(s):	GILT FUTURES CONTRACT
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	PENALIZED 75,000 BRITISH POUNDS
Resolution:	Settled
Resolution Date:	01/20/2000
Sanctions Ordered:	Monetary/Fine \$75,000.00
Other Sanctions Ordered:	
Sanction Details:	ON 1/20/2000, CHASE MANHATTAN INTERNATIONAL LIMITED WAS FINED 75,000 BRITISH POUNDS. IN ACCORDANCE WITH THE SETTLEMENT PROCEDURES THIS AMOUNT WAS REDUCED BY ONE THIRD TO 50,000 BRITISH POUNDS.

Disclosure 2 of 4

Reporting Source:	Firm
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Affiliate: THE PORTFOLIO GROUP, INC.

Current Status: Final

Allegations: UPON ATTEMPT TO FILE INITIAL REGISTRATION WITH MARYLAND, IT WAS DETERMINED THAT THE PORTFOLIO GROUP, INC. SHOULD HAVE PREVIOUSLY REGISTERED AND THIS WAS IN VIOLATION OF MARYLAND REGISTRATION REQUIREMENTS.

Initiated By: MARYLAND SECURITIES COMMISSIONER

Date Initiated: 02/01/1993

Docket/Case Number: 1A93-0825

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 07/01/1993

Sanctions Ordered: Monetary/Fine \$1,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE PORTFOLIO GROUP, INC. CONSENTED TO: (1) COMPLY WITH MARYLAND SECURITIES LAW; AND (2) PAY COSTS OF \$1500.00. REGISTRATION BECAME EFFECTIVE AT THE TIME OF THE ORDER.

Disclosure 3 of 4

Reporting Source: Firm

Affiliate: THE CHASE MANHATTAN BANK, N.A.

Current Status: Final

Allegations: CMB IN ITS FUNCTION AS TRANSFER AGENT FROM 1982-1985 AND 1989 FAILED TO PROPERLY VERIFY WHETHER TWO OUTSIDE VENDORS HAD PROPERLY DESTROYED CANCELLED REGISTERED CORPORATE BOND CERTIFICATES DELIVERED TO THEM BY CMB.

Initiated By: OFFICE OF THE COMPTROLLER OF CURRENCY AND THE SEC



Date Initiated: 08/01/1994

Docket/Case Number: N/A

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Settled

Resolution Date: 09/30/1994

Sanctions Ordered: Monetary/Fine \$100,000.00

Other Sanctions Ordered:

Sanction Details: CMB PAID A CIVIL PENALTY OF \$100,000, AGREED TO CEASE AND DESIST FROM COMMITTING OR CAUSING ANY VIOLATION OF 17A OF THE EXCHANGE ACT AND RULE 17AD-12 THEREUNDER AND TO ADOPT AND MAINTAIN POLICIES AND PROCEDURES RO PREVENT REOCCURANCE OF THE CONDUCT. WITHOUT ADMITTING OR DENYING THE MATTER SET FORTH IN THE PROCEEDING, CMB SUBMITTED AN OFFER OF SETTLEMENT AND CONSENTED TO THE ENTRY OF A JOINT ORDER AND FINDING THAT ITS PRACTICES, POLICIES AND PROCEDURES WITH REGARD TO THE CANCELLATION AND DESTRUCTION OF CERTIFICATES WERE INADEQUATE, IN VIOLATION OF SECTION 17A OF THE EXCHANGE ACT AND RULE 17AD-12 THEREUNDER.

Disclosure 4 of 4

Reporting Source: Firm

Affiliate: CHASE MANHATTAN INTERNATIONAL LIMITED

Current Status: Final

Allegations: (I) IT WAS ALLEGED THAT DURING THE PERIOD JAN. 30/31 TO MAR. 1997 (THE "RELEVANT PERIOD") CMI HAD FAILED TO PERFORM ADEQUATE DAILY POSITION AND MARGIN RECONCILIATIONS CONTRARY TO RULE 3.30.1. (II) IF THIS ALLEGATION WAS ACCEPTED THEN A VIOLATION OF RULE 2.2.6 WOULD NECESSARILY HAVE BEEN COMMITTED.

Initiated By: LONDON INTERNATIONAL FINANCIAL FUTURES AND OPTIONS EXCHANGE

Date Initiated: 03/01/1997



Docket/Case Number:	SETTLEMENT CIRCULAR NO. S98/3
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	03/05/1998
Sanctions Ordered:	Monetary/Fine \$60,000.00
Other Sanctions Ordered:	
Sanction Details:	THE AMOUNT IN THE MONETARY FINE CATEGORY IS 60,000 POUNDS.

End of Report



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