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BP PLC  
Form 13F-HR  
November 14, 2001

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2001

Check here if Amendment [ ] ; Amendment Number: \_\_\_\_\_  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BP p.l.c.  
Address: Britannic House  
1 Finsbury Circus  
London EC2m 7BA  
England

Form 13F File Number: 28-05353  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Dr. J. G. S. Buchanan  
Title: Group Chief Financial Officer and Executive Director  
Phone: 020 7496 4157

Signature, Place, and Date of Signing:

J. Buchanan                      London                      13-11-2001  
-----  
[Signature]                      [City,State]                      [Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Form 13F File Number                      Name

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2  
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Form 13F Information Table Entry Total: 344  
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Form 13F Information Table Value Total: \$1,219,086  
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(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
01	28-05357	BP Investment Management Limited
02	28-00312	BP Corporation North America Inc.

BP P.L.C.  
FORM 13F INFORMATION TABLE  
SEPTEMBER 30, 2001

ISSUER	CLASS	CUSIP	TITLE OF	MARKET VALUE (\$000)	SHARES /PRN AMT	SH/ PRN	INVESTMENT DISCRETION	MAN
ABBOTT LABORATORIES COM NPV	COM	002824100		7,259	140,000	SH	DEFINED	01
ACE	COM	004404109		289	10,000	SH	DEFINED	01
ADC TELECOMMS	COM	000886101		262	75,000	SH	DEFINED	01
ADOBE SYSTEMS COM NPV	COM	00724F101		480	20,000	SH	DEFINED	01
ADVANCED MICRO DEV COM \$US0.01	COM	007903107		407	50,000	SH	DEFINED	01
AES COM \$US0.01	COM	00130H105		577	45,000	SH	DEFINED	01
AFLAC COM \$US0.10	COM	001055102		1,620	60,000	SH	DEFINED	01
AGILENT TECHNOLOGIES	COM	00846U101		746	38,140	SH	DEFINED	01
AIR PRODUCTS & CHEMS COM \$US1	COM	009158106		1,543	40,000	SH	DEFINED	01
ALCOA COM \$US1	COM	013817101		3,101	100,000	SH	DEFINED	01
ALLERGAN	COM	018490102		995	15,000	SH	DEFINED	01
ALLOS THERAPEUTICS INC COM	COM	019777101		320	64,172	SH	DEFINED	02
ALLSTATE COM \$US0.01	COM	020002101		2,614	70,000	SH	DEFINED	01

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ALLTEL COM \$US1	COM	020039103	1,738	30,000	SH	DEFINED	01
ALTERA	COM	021441100	655	40,000	SH	DEFINED	01
ALVARION LTD SHS	COM	M0861T100	147	94,082	SH	DEFINED	02
AMBAC FINANCIAL GRP	COM	023139108	547	10,000	SH	DEFINED	01
AMER ELEC POWER COM \$US6.50	COM	025537101	1,729	40,000	SH	DEFINED	01
AMER HOME PRODUCTS COM \$US0.333	COM	026609107	6,990	120,000	SH	DEFINED	01
AMERICA MOVIL A ADR	ADR	02364W204	1,435	100,000	SH	DEFINED	01
AMERICAN EXPRESS COM \$US0.60	COM	025816109	3,487	120,000	SH	DEFINED	01
AMERICAN INTL GROUP COM \$US2.50	COM	026874107	18,752	240,405	SH	DEFINED	01
AMGEN COM \$US0.0001	COM	031162100	6,759	115,000	SH	DEFINED	01
AMR CORP COM \$US1	COM	001765106	268	14,000	SH	DEFINED	01
AMSOUTH BANCORP	COM	032165102	632	35,000	SH	DEFINED	01
ANADARKO PETROLEUM COM \$US0.10	COM	032511107	1,202	25,000	SH	DEFINED	01
ANALOG DEVICES COM \$US0.1667	COM	032654105	1,308	40,000	SH	DEFINED	01
ANHEUSER BUSCH COM \$US1	COM	035229103	4,557	108,800	SH	DEFINED	01
AOL TIME WARNER	COM	00184A105	13,902	420,000	SH	DEFINED	01
APACHE COM \$US1.25	COM	037411105	1,290	30,000	SH	DEFINED	01
APPLE COMPUTER COM NPV	COM	037833100	310	20,000	SH	DEFINED	01
APPLIED IMAGING CORP COM	COM	03820G106	53	45,500	SH	DEFINED	02
APPLIED MATERIALS COM NPV	COM	038222105	2,247	79,000	SH	DEFINED	01
ASPECT MED SYS INC COM	COM	045235108	1,303	119,036	SH	DEFINED	02
AT & T CORP \$US1	COM	001957109	5,395	279,547	SH	DEFINED	01
AT & T WIRELESS SERVICES	COM	00209A106	3,884	260,000	SH	DEFINED	01
AUTO DATA PROCESS COM \$US0.10	COM	053015103	2,822	60,000	SH	DEFINED	01
AVANEX CORP COM	COM	05348W109	175	59,116	SH	DEFINED	02
AVAYA COM	COM	053499109	252	25,416	SH	DEFINED	01
AVICI SYS INC COM	COM	05367L109	143	111,840	SH	DEFINED	02
BAKER HUGHES COM \$US1	COM	057224107	869	30,000	SH	DEFINED	01
BANK OF AMERICA COM \$US0.01	COM	060505104	9,344	160,000	SH	DEFINED	01
BANK OF NEW YORK COM \$US7.50	COM	064057102	2,800	80,000	SH	DEFINED	01
BANK ONE COM \$US0.01	COM	06423A103	3,462	110,000	SH	DEFINED	01
BARRICK GOLD (\$US)	COM	067901108	521	30,000	SH	DEFINED	01
BAXTER INTERNATIONAL COM \$US1	COM	071813109	3,854	70,000	SH	DEFINED	01
BB&T	COM	054937107	2,187	60,000	SH	DEFINED	01
BE FREE INC COM	COM	073308108	430	333,088	SH	DEFINED	02
BECTON DICKINSON COM \$US1	COM	075887109	925	25,000	SH	DEFINED	01
BELL ATLANTIC COM \$US0.10	COM	077853109	10,811	199,800	SH	DEFINED	01
BELLSOUTH COM \$US1	COM	079860102	7,064	170,000	SH	DEFINED	01
BERKSHIRE HATHAWAY A	COM	084670108	10,500	150	SH	DEFINED	01
BEST BUY	COM	086516101	909	20,000	SH	DEFINED	01
BIOGEN COM \$US0.01	COM	090597105	778	14,000	SH	DEFINED	01
BLACK & DECKER COM \$US0.50	COM	091797100	312	10,000	SH	DEFINED	01
BMC SOFTWARE COM \$US0.01	COM	055921100	572	45,000	SH	DEFINED	01
BOEING COM \$US5	COM	097023105	2,345	70,000	SH	DEFINED	01
BRISTOL MYERS SQUIBB COM \$US0.10	COM	110122108	9,723	175,000	SH	DEFINED	01
BROADCOM CL A	COM	111320107	426	21,000	SH	DEFINED	01
BURLINGTON NTH SANTA COM \$US0.01	COM	12189T104	1,605	60,000	SH	DEFINED	01
BURLINGTON RESOURCES COM \$US0.01	COM	122014103	852	24,900	SH	DEFINED	01
CAP ONE FINL	COM	14040H105	921	20,000	SH	DEFINED	01
CARDINAL HEALTH	COM	14149Y108	3,513	47,500	SH	DEFINED	01
CARNIVAL CORP CL A \$US0.01	COM	143658102	771	35,000	SH	DEFINED	01
CARSO GLOBAL TELECOM ADR (2 ORD)	ADR	14574P107	1,184	320,000	SH	DEFINED	01
CATERPILLAR COM \$US1	COM	149123101	1,770	39,500	SH	DEFINED	01
CEMEX ADR PART CER(5 CPO)	ADR	151290889	1,075	52,358	SH	DEFINED	01
CENDANT COM \$US0.01	COM	151313103	1,024	80,000	SH	DEFINED	01
CENTURYTEL COM \$US1	COM	156700106	670	20,000	SH	DEFINED	01
CHASE MANHATTAN	COM	16161A108	12,175	356,507	SH	DEFINED	01
CHASE MANHATTAN COM \$US1.00	COM	16161A108	6,676	195,500	SH	DEFINED	01
CHEVRON COM \$US1.50	COM	166751107	4,661	55,000	SH	DEFINED	01
CHORDIANT SOFTWARE INC COM	COM	170404107	150	79,975	SH	DEFINED	02
CHUBB	COM	171232101	2,142	30,000	SH	DEFINED	01
CIENA	COM	171779101	103	10,000	SH	DEFINED	01

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CIGNA COM \$US1	COM	125509109	1,410	17,000	SH	DEFINED	01
CISCO SYS INC COM	COM	17275R102	1,689	138,710	SH	DEFINED	02
CISCO SYSTEMS COM \$US0.001	COM	17275R102	8,891	730,000	SH	DEFINED	01
CITIGROUP COM \$US0.01	COM	172967101	20,642	509,669	SH	DEFINED	01
CLEAR CHANNEL COMM COM \$US0.10	COM	184502102	2,783	70,000	SH	DEFINED	01
CMGI INC COM	COM	125750109	126	125,869	SH	DEFINED	02
COCA COLA \$US0.25	COM	191216100	10,775	230,000	SH	DEFINED	01
COLGATE-PALMOLIVE COM \$US1	COM	194162103	4,660	80,000	SH	DEFINED	01
COMCAST A SPECIAL COM \$US1	COM	200300200	3,946	110,000	SH	DEFINED	01
COMMERCE ONE	COM	200693109	98	40,000	SH	DEFINED	01
COMPAQ COMPUTER COM \$US0.01	COM	204493100	1,330	160,000	SH	DEFINED	01
COMPUTER ASSOC INTL COM \$US0.10	COM	204912109	1,673	65,000	SH	DEFINED	01
COMPUTER SCIENCES COM \$US1	COM	205363104	995	30,000	SH	DEFINED	01
COMPUWARE COM \$US0.01	COM	205638109	333	40,000	SH	DEFINED	01
COMVERSE TECHNOLOGY COM \$US0.1	COM	205862402	614	30,000	SH	DEFINED	01
CONCORD COMMUNICATIONS INC COM	COM	206186108	644	72,363	SH	DEFINED	02
CONEXANT SYS INC COM	COM	207142100	694	83,659	SH	DEFINED	02
CONEXANT SYSTEMS COM \$US0.01	COM	207142100	149	18,000	SH	DEFINED	01
CONOCO CL B	COM	208251405	1,267	50,000	SH	DEFINED	01
CONS EDISON NY COM \$US0.10	COM	209115104	1,832	45,000	SH	DEFINED	01
CORNING COM \$US0.5	COM	219350105	573	65,000	SH	DEFINED	01
COSTCO WHOLESALE COM \$US0.10	COM	22160K105	1,494	42,000	SH	DEFINED	01
CP&L ENERGY COM NPV	COM	144141108	1,720	40,000	SH	DEFINED	01
CREATIVE TECHNOLOGY COM \$S0.25	COM	225290402	1,080	225,000	SH	DEFINED	01
CVS COM \$US0.01	COM	126650100	1,660	50,000	SH	DEFINED	01
DAYTON HUDSON COM \$US0.1667	COM	239753106	3,810	120,000	SH	DEFINED	01
DEERE & CO COM \$US1	COM	244199105	752	20,000	SH	DEFINED	01
DELL COMPUTERS COM \$US0.01	COM	247025109	5,096	275,000	SH	DEFINED	01
DELPHI AUTO SYSTEMS COM \$US0.01	COM	247126105	1,356	115,430	SH	DEFINED	01
DEVON ENERGY (NEW)	COM	25179M103	688	20,000	SH	DEFINED	01
DIAMOND OFFSHORE DRILL	COM	25271C102	504	20,000	SH	DEFINED	01
DISNEY(WALT) COM \$US0.01	COM	254687106	3,724	200,000	SH	DEFINED	01
DOLLAR GENERAL COM \$US0.50	COM	256669102	775	66,250	SH	DEFINED	01
DOMINION RESCOM (NEW)	COM	257470104	2,077	35,000	SH	DEFINED	01
DOW CHEMICAL COM \$US2.50	COM	260543103	3,276	100,000	SH	DEFINED	01
DTE ENERGY COM NPV	COM	233331107	1,292	30,000	SH	DEFINED	01
DU PONT (EI) DE NEMOURS \$US0.30	COM	263534109	4,315	115,000	SH	DEFINED	01
DUKE ENERGY COM NPV	COM	264399106	3,028	80,000	SH	DEFINED	01
DYNEGY (NEW)	COM	26816L102	866	25,000	SH	DEFINED	01
EL PASO ENERGY COM \$US3	COM	28368B102	3,195	76,900	SH	DEFINED	01
ELECTRONIC DATA SYST COM \$US0.01	COM	285661104	3,023	52,500	SH	DEFINED	01
E-LOAN INC COM	COM	26861P107	23	15,850	SH	DEFINED	02
EMC COM \$US0.01	COM	268648102	2,350	200,000	SH	DEFINED	01
EMERSON ELECTRIC COM \$US1	COM	291011104	1,412	30,000	SH	DEFINED	01
ENGELHARD	COM	292845104	462	20,000	SH	DEFINED	01
ENRON COM \$US0.10	COM	293561106	2,396	88,000	SH	DEFINED	01
EQ OFFICE PROP TST	COM	294741103	1,920	60,000	SH	DEFINED	01
EXULT INC.	COM	302284104	92,777	7,936,465	SH	SOLE	
EXXON MOBIL COM NPV	COM	30231G102	25,846	656,000	SH	DEFINED	01
FAMILY DOLLAR STRS COM \$US0.10	COM	307000109	743	27,000	SH	DEFINED	01
FANNIE MAE COM NPV	COM	313586109	8,006	100,000	SH	DEFINED	01
FDX COM \$US0.10	COM	31428X106	1,102	30,000	SH	DEFINED	01
FEDERATED DEPT STORES \$US0.01	COM	31410H101	564	20,000	SH	DEFINED	01
FIFTH THIRD BANCORP COM NPV	COM	316773100	4,611	75,000	SH	DEFINED	01
FIRST DATA COM \$US0.01	COM	319963104	2,330	40,000	SH	DEFINED	01
FIRST UNION COM \$US3.333	COM	337358105	3,720	120,000	SH	DEFINED	01
FLEET BOSTON FINANCE COM \$US0.01	COM	339030108	4,741	129,000	SH	DEFINED	01
FLUOR	COM	343861100	770	20,000	SH	DEFINED	01
FOMENTO ECO MEX ADR (1B/2DB/2DL)	ADR	344419106	1,344	47,200	SH	DEFINED	01
FORD MOTOR (NEW)	COM	345370860	3,506	202,097	SH	DEFINED	01
FPL GROUP COM \$US0.01	COM	302571104	910	17,000	SH	DEFINED	01
FREDDIE MAC COM \$US0.21	COM	313400301	4,355	67,000	SH	DEFINED	01

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GANNETT	COM	364730101	2,705	45,000	SH	DEFINED	01
GAP COM \$US0.05	COM	364760108	777	65,000	SH	DEFINED	01
GEDEON RICHTER GDR	GDR	368467304	5,060	92,000	SH	DEFINED	01
GENERAL ELECTRIC COM \$US0.16	COM	369604103	36,084	970,000	SH	DEFINED	01
GENERAL MILLS	COM	370334104	2,730	60,000	SH	DEFINED	01
GENERAL MOTORS COM \$US1.67	COM	370442105	2,259	52,647	SH	DEFINED	01
GILLETTE COM \$US1	COM	375766102	2,980	100,000	SH	DEFINED	01
GLOBAL CROSSING COM \$US0.01	COM	37931K309	153	85,000	SH	DEFINED	01
GOLDEN WEST FINL	COM	381317106	871	15,000	SH	DEFINED	01
GPO CARSO ADR (2 A1)	ADR	400485207	451	100,000	SH	DEFINED	01
GPO ELEKTRA GDR (10 CPO)	GDR	40050A102	282	60,000	SH	DEFINED	01
GPO TELEVISA GDR (2 PTG CERT)	GDR	40049J206	861	30,000	SH	DEFINED	01
GUIDANT SHS NPV	COM	401698105	1,078	28,000	SH	DEFINED	01
HALLIBURTON COM \$US2.50	COM	406216101	1,240	55,000	SH	DEFINED	01
HARLEY DAVIDSON	COM	412822108	1,418	35,000	SH	DEFINED	01
HARRAHS ENTERTAINMENT	COM	413619107	540	20,000	SH	DEFINED	01
HARTFORD FINL SERV COM \$US0.01	COM	416515104	3,201	54,500	SH	DEFINED	01
HCA - THE HEALTHCARE COM \$US0.01	COM	404119109	2,659	60,000	SH	DEFINED	01
HEINZ (HJ) COM \$US0.25	COM	423074103	1,897	45,000	SH	DEFINED	01
HELLENIC TELECOM ADR (OTE)	ADR	423325307	221	27,778	SH	DEFINED	01
HEWLETT PACKARD COM \$US0.01	COM	428236103	2,407	150,000	SH	DEFINED	01
HILTON HOTELS	COM	432848109	314	40,000	SH	DEFINED	01
HOME DEPOT COM \$US0.05	COM	437076102	8,441	220,000	SH	DEFINED	01
HONEYWELL INTL COM \$US1	COM	438516106	1,848	70,000	SH	DEFINED	01
HOUSEHOLD INTERNATIONAL COM \$US1	COM	441815107	3,665	65,000	SH	DEFINED	01
HYBRID NETWORKS INC COM	COM	44860K102	80	63,945	SH	DEFINED	02
IBASIS INC COM	COM	450732102	100	237,264	SH	DEFINED	02
ILLINOIS TOOL WKS COM NPV	COM	452308109	1,488	27,500	SH	DEFINED	01
INDIA FUND COM \$US0.001	COM	454089103	2,807	354,000	SH	DEFINED	01
INDOSAT ADR (10 B)	ADR	715680104	2,484	300,000	SH	DEFINED	01
INDUSTRIE NATUZZI ADR (1 ORD)	ADR	456478106	1,986	181,340	SH	DEFINED	01
INGERSOLL RAND AM COM \$US2	COM	456866102	744	22,000	SH	DEFINED	01
INKTOMI CORP COM	COM	457277101	46	16,888	SH	DEFINED	02
INTEL COM \$US0.001	COM	458140100	13,082	640,000	SH	DEFINED	01
INTERNATIONAL PAPER COM \$US1	COM	460146103	2,163	62,073	SH	DEFINED	01
INTERPUBLIC COM \$US0.10	COM	460690100	816	40,000	SH	DEFINED	01
INTL BUSINESS MACHN COM \$US0.20	COM	459200101	14,767	161,000	SH	DEFINED	01
IONA TECH ADR (1 ORD)	ADR	46206P109	506	65,000	SH	DEFINED	01
JDS UNIPHASE	COM	46612J101	681	107,700	SH	DEFINED	01
JOHN HANCOCK FIN SVS COM \$US0.01	COM	410145106	1,598	40,000	SH	DEFINED	01
JOHNSON & JOHNSON COM \$US1	COM	478160104	15,213	274,600	SH	DEFINED	01
KELLOGG	COM	487836108	1,500	50,000	SH	DEFINED	01
KERR MCGEE COM \$US1	COM	492386107	519	10,000	SH	DEFINED	01
KIMBERLY CLARK ADR (5A)	ADR	494368204	691	50,000	SH	DEFINED	01
KIMBERLY CLARK COM \$US1.25	COM	494368103	3,100	50,000	SH	DEFINED	01
KING PHARMACEUTICALS	COM	495582108	839	20,000	SH	DEFINED	01
KLA TENCOR COM \$US0.001	COM	482480100	537	17,000	SH	DEFINED	01
KOHL'S	COM	500255104	1,440	30,000	SH	DEFINED	01
KROGER COM \$US1	COM	501044101	2,218	90,000	SH	DEFINED	01
LEHMAN BROS HDG	COM	524908100	1,137	20,000	SH	DEFINED	01
LIBERTY MEDIA CL A	COM	530718105	2,794	220,000	SH	DEFINED	01
LILLY (ELI) & CO COM NPV	COM	532457108	8,877	110,000	SH	DEFINED	01
LIMITED COM \$US0.50	COM	532716107	380	40,000	SH	DEFINED	01
LINCOLN NATIONAL COM	COM	534187109	1,399	30,000	SH	DEFINED	01
LINEAR TECHNOLOGY	COM	535678106	984	30,000	SH	DEFINED	01
LOCKHEED MARTIN COM	COM	539830109	1,750	40,000	SH	DEFINED	01
LOWES COM \$US0.50	COM	548661107	2,532	80,000	SH	DEFINED	01
LSI LOGIC COM \$US0.01	COM	502161102	411	35,000	SH	DEFINED	01
LUCENT TECHNOLOGIES COM \$US0.01	COM	549463107	1,261	220,000	SH	DEFINED	01
MANULIFE FINL CORP COM	COM	56501R106	5,731	218,665	SH	DEFINED	02
MANULIFE FINL CORP COM (ARCO)	COM	56501R106	63,137	2,408,906	SH	SOLE	
MARSH & MCLENNAN COM \$US1	COM	571748102	3,385	35,000	SH	DEFINED	01

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MASCO COM \$US1	COM	574599106	1,226	60,000	SH	DEFINED	01
MATAV RT ADR (5B)	ADR	576561104	676	50,000	SH	DEFINED	01
MAXIM INTEGRATED	COM	57772K101	943	27,000	SH	DEFINED	01
MBNA	COM	55262L100	2,726	90,000	SH	DEFINED	01
MCDONALDS COM \$US0.01	COM	580135101	4,071	150,000	SH	DEFINED	01
MCGRAW HILL	COM	580645109	2,153	37,000	SH	DEFINED	01
MCI WORLDCOM COM \$US0.01	COM	55268B106	4,061	270,000	SH	DEFINED	01
MCKESSON HBOC COM \$US0.01	COM	58155Q103	1,512	40,000	SH	DEFINED	01
MEAD COM NPV	COM	582834107	1,246	45,000	SH	DEFINED	01
MEDIMMUNE SYSTEMS	COM	584699102	713	20,000	SH	DEFINED	01
MEDTRONIC COM \$US0.10	COM	585055106	5,872	135,000	SH	DEFINED	01
MELLON FINANCIAL COM \$US0.5	COM	58551A108	1,439	44,500	SH	DEFINED	01
MERANT GROUP ADR (5 ORD)	ADR	587336108	510	99,000	SH	DEFINED	01
MERCK COM NPV	COM	589331107	13,320	200,000	SH	DEFINED	01
MERRILL LYNCH COM \$US1.333	COM	590188108	3,248	80,000	SH	DEFINED	01
METLIFE	COM	59156R108	1,782	60,000	SH	DEFINED	01
MICRON TECHNOLOGY COM \$US0.10	COM	595112103	1,130	60,000	SH	DEFINED	01
MICROSOFT COM \$US0.000012	COM	594918104	27,120	530,000	SH	DEFINED	01
MILLENIUUM PHARM	COM	599902103	355	20,000	SH	DEFINED	01
MINNESOTA MINING COM NPV	COM	604059105	3,444	35,000	SH	DEFINED	01
MOLEX COM \$US0.05	COM	608554101	422	15,000	SH	DEFINED	01
MOODY'S COM	COM	615369105	740	20,000	SH	DEFINED	01
MORGAN ST DEAN WIT COM \$US0.01	COM	617446448	5,098	110,000	SH	DEFINED	01
MOTOROLA COM \$US3	COM	620076109	2,488	159,500	SH	DEFINED	01
MOTOROLA INC COM	COM	620076109	1,329	85,163	SH	DEFINED	02
NATIONAL CITY COM \$US4	COM	635405103	1,647	55,000	SH	DEFINED	01
NATL SEMICONDUCTOR COM \$US0.50	COM	637640103	440	20,000	SH	DEFINED	01
NETRO CORP COM	COM	64114R109	234	86,557	SH	DEFINED	02
NETWORK APPLIANCE COM NPV	COM	64120L104	190	28,000	SH	DEFINED	01
NEW YORK TIMES A COM \$US0.10	COM	650111107	1,366	35,000	SH	DEFINED	01
NEWELL RUBBERMAID COM \$US1	COM	651229106	681	30,000	SH	DEFINED	01
NEXTEL COMMS CL A \$US0.001	COM	65332V103	605	70,000	SH	DEFINED	01
NIKE B COM NPV	COM	654106103	1,170	25,000	SH	DEFINED	01
NORFOLK SOUTHERN	COM	655844108	806	50,000	SH	DEFINED	01
NORTH FORK BANCORP COM \$US2.50	COM	659424105	2,840	95,500	SH	DEFINED	01
NORTHERN TRUST	COM	665859104	1,181	22,500	SH	DEFINED	01
NORTHROP GRUMMAN COM \$US1.00	COM	666807102	1,111	11,000	SH	DEFINED	01
OMNICOM GRP	COM	681919106	1,402	21,600	SH	DEFINED	01
ORACLE COM \$US0.01	COM	68389X105	7,737	615,000	SH	DEFINED	01
ORBOTECH COM	COM	M75253100	2,309	122,500	SH	DEFINED	01
PALM	COM	696642107	76	51,912	SH	DEFINED	01
PARAMETRIC TECHNOLOGY CORP COM	COM	699173100	150	28,931	SH	DEFINED	02
PARKER HANNIFIN COM \$US0.50	COM	701094104	662	19,300	SH	DEFINED	01
PAYCHEX	COM	704326107	1,418	45,000	SH	DEFINED	01
PE CORP-PE BIOSYSTEMS GRP \$US1	COM	693325102	488	20,000	SH	DEFINED	01
PEPSICO CAP \$US0.016666	COM	713448108	9,453	194,900	SH	DEFINED	01
PFIZER COM \$US0.05	COM	717081103	25,063	625,000	SH	DEFINED	01
PHARMACIA	COM	71713U102	6,131	151,150	SH	DEFINED	01
PHARMACIA COM \$US0.01	COM	71713U102	4,526	111,600	SH	DEFINED	01
PHELPS DODGE COM \$US6.25	COM	717265102	413	15,000	SH	DEFINED	01
PHILIP MORRIS COM \$US0.33	COM	718154107	10,624	220,000	SH	DEFINED	01
PHILLIPS PETROLEUM COM \$US1.25	COM	718507106	1,888	35,000	SH	DEFINED	01
PHOENIX COS INC NEW	COM	71902E109	1,471	101,817	SH	SOLE	
PPG INDUSTRIES COM \$US1.6667	COM	693506107	915	20,000	SH	DEFINED	01
PPL	COM	69351T106	407	12,500	SH	DEFINED	01
PRAXAIR COM \$US0.01	COM	74005P104	630	15,000	SH	DEFINED	01
PROCTER & GAMBLE COM NPV	COM	742718109	8,880	122,000	SH	DEFINED	01
PROKOM SOFTWARE GDR (1/2) REG S	GDR	743394207	319	35,000	SH	DEFINED	01
PROVIDIAN FINANCIAL	COM	74406A102	504	25,000	SH	DEFINED	01
PUBLIC SERVICE ENT COM NPV	COM	744573106	1,277	30,000	SH	DEFINED	01
QUALCOMM COM \$US0.0001	COM	747525103	2,852	60,000	SH	DEFINED	01
QWEST COMMS INTL	COM	749121109	3,090	185,000	SH	DEFINED	01

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RADIOSHACK	COM	750438103	485	20,000	SH	DEFINED	01
RALSTON-RAL PURINA COM \$US0.10	COM	751277302	984	30,000	SH	DEFINED	01
RAYTHEON	COM NEW	755111507	1,216	35,000	SH	DEFINED	01
RELIANT ENERGY COM NPV	COM	75952J108	1,579	60,000	SH	DEFINED	01
ROC TAIWAN FUND SBI NPV	COM	749651105	767	220,284	SH	DEFINED	01
ROCKWELL COLLINS	COM	774341101	426	30,000	SH	DEFINED	01
ROCKWELL INTL	COM	773903109	440	30,000	SH	DEFINED	01
ROHM & HAAS	COM	775371107	983	30,000	SH	DEFINED	01
SABA SOFTWARE INC COM	COM	784932105	189	95,570	SH	DEFINED	02
SAFEWAY	COM	786514208	794	20,000	SH	DEFINED	01
SANMINA	COM	800907107	679	50,000	SH	DEFINED	01
SARA LEE COM \$US1.3333	COM	803111103	2,450	115,000	SH	DEFINED	01
SBC COMMUNICATIONS COM \$US1	COM	78387G103	16,021	340,000	SH	DEFINED	01
SCHERING PLOUGH COM \$US0.50	COM	806605101	5,008	135,000	SH	DEFINED	01
SCHLUMBERGER COM \$US0.01	COM	806857108	2,514	55,000	SH	DEFINED	01
SCHWAB (CHARLES) COM \$US0.01	COM	808513105	1,495	130,000	SH	DEFINED	01
SCIENT CORP COM	COM	80864H109	10	35,607	SH	DEFINED	02
SCIENTIFIC ATLANTA COM \$US0.50	COM	808655104	350	20,000	SH	DEFINED	01
SEARS ROEBUCK	COM	812387108	1,039	30,000	SH	DEFINED	01
SIEBEL SYSCOM	COM	826170102	781	60,000	SH	DEFINED	01
SIMON PROPERTY GROUP	COM	828806109	700	26,000	SH	DEFINED	01
SOLECTRON COM \$US0.001	COM	834182107	1,282	110,000	SH	DEFINED	01
SONUS NETWORKS INC COM	COM	835916107	1,783	594,366	SH	DEFINED	02
SOUTHERN CO COM \$US5	COM	842587107	2,398	100,000	SH	DEFINED	01
SOUTHWEST AIRLINES	COM	844741108	1,336	90,000	SH	DEFINED	01
SPEECHWORKS INTL INC COM	COM	84764M101	935	189,699	SH	DEFINED	02
SPRINT (PCS GRP) COM \$US1.00	COM	852061506	2,103	80,000	SH	DEFINED	01
SPRINT COM (FON GROUP) \$US2.50	COM	852061100	1,921	80,000	SH	DEFINED	01
ST PAULS	COM	792860108	1,237	30,000	SH	DEFINED	01
STAPLES COM \$US0.0006	COM	855030102	667	50,000	SH	DEFINED	01
STARWOOD HOTEL & RES CLB	COM	85590A203	1,210	55,000	SH	DEFINED	01
STATE STREET	COM	857477103	910	20,000	SH	DEFINED	01
STET HELLAS TELECOM ADR	ADR	859823106	280	57,737	SH	DEFINED	01
STILWELL FINANCIAL	COM	860831106	975	50,000	SH	DEFINED	01
SUN MICROSYSTEMS COM \$US0.0006	COM	866810104	2,977	360,000	SH	DEFINED	01
SYNOVUS FINANCIAL	COM	87161C105	690	25,000	SH	DEFINED	01
SYSCO COM \$US1	COM	871829107	1,788	70,000	SH	DEFINED	01
TELEFONOS DE MEXI ADR(10)	ADR	879403707	4,315	135,000	SH	DEFINED	01
TELEFONOS MEXICO ADR(20L)	ADR	879403780	727	22,500	SH	DEFINED	01
TELLABS COM \$US0.01	COM	879664100	494	50,000	SH	DEFINED	01
TEMPLE INLAND COM \$US1	COM	879868107	475	10,000	SH	DEFINED	01
TENET HEALTHCARE COM \$US0.15	COM	88033G103	2,386	40,000	SH	DEFINED	01
TERADYNE COM \$US0.125	COM	880770102	390	20,000	SH	DEFINED	01
TEXACO COM \$US3.125	COM	881694103	4,225	65,000	SH	DEFINED	01
TEXAS INSTRUMENTS COM \$US1	COM	882508104	4,746	190,000	SH	DEFINED	01
TEXTRON	COM	883203101	1,008	30,000	SH	DEFINED	01
TJX COM \$US1	COM	872540109	1,151	35,000	SH	DEFINED	01
TOPPS INC COM	COM	890786106	750	78,164	SH	DEFINED	02
TOTAL ACCESS COMMS THB10 (\$S)	COM	891490108	3,725	2,500,000	SH	DEFINED	01
TOYS R US HOLDINGS	COM	892335100	689	40,000	SH	DEFINED	01
TRANSOCEAN SEDCO FOREX \$US0.01	COM	G90078109	792	30,000	SH	DEFINED	01
TUBOS DE ACERO ADR (1 ORD)	ADR	898592501	477	53,000	SH	DEFINED	01
TXU	COM	873168108	1,853	40,000	SH	DEFINED	01
TYCO INTL COM \$US0.2	COM	902124106	9,100	200,000	SH	DEFINED	01
UNILEVER NV NYS (1 ORD)	COM	904784704	3,079	57,000	SH	DEFINED	01
UNION PACIFIC	COM	907818108	1,055	22,500	SH	DEFINED	01
UNISYS COM \$US0.01	COM	909214108	260	30,000	SH	DEFINED	01
UNITED HEALTHCARE COM \$US0.01	COM	910581107	3,325	50,000	SH	DEFINED	01
UNITED TECHNOLOGIES COM \$US1	COM	913017109	2,557	55,000	SH	DEFINED	01
US BANCORP	COM	917292104	4,404	198,550	SH	DEFINED	01
USX-MARATHON GROUP COM \$US1	COM	902905827	1,338	50,000	SH	DEFINED	01
VA LINUX SYS INC COM	COM	91819B105	61	58,270	SH	DEFINED	02

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VERITAS SOFTWARE CO \$US0.001	COM	923436109	994	53,930	SH	DEFINED	01
VERSATA INC COM	COM	925298101	30	132,019	SH	DEFINED	02
VIACOM CL B N/VTG COM \$US0.01	COM	925524308	5,434	157,500	SH	DEFINED	01
VIGNETTE CORP COM	COM	926734104	110	30,974	SH	DEFINED	02
VINA TECHNOLOGIES INC COM	COM	92719D100	10	16,267	SH	DEFINED	02
VISTEON COM \$US1	COM	92839U107	510	40,000	SH	DEFINED	01
VITRIA TECHNOLOGY INC COM	COM	92849Q104	886	432,159	SH	DEFINED	02
VIVENDI UNIVERSAL ADR	ADR	92851S204	519	11,200	SH	DEFINED	01
VYSIS INC.	COM	928961101	133,920	6,662,682	SH	DEFINED	02
WAL MART STORES COM \$US0.10	COM	931142103	17,325	350,000	SH	DEFINED	01
WALGREEN	COM	931422109	2,748	79,800	SH	DEFINED	01
WASHINGTON MUTUAL COM NPV	COM	939322103	3,752	97,500	SH	DEFINED	01
WASTE MANAGEMENT COM \$US0.01	COM	94106L109	1,872	70,000	SH	DEFINED	01
WELLPOINT HEALTH NETWORK	COM	94973H108	1,092	10,000	SH	DEFINED	01
WELLS FARGO COM \$US1.6667	COM	949746101	8,001	180,000	SH	DEFINED	01
WEYERHAEUSER COM \$US1.25	COM	962166104	1,810	37,168	SH	DEFINED	01
WILLIAMS COM \$US1	COM	969457100	1,652	60,500	SH	DEFINED	01
WYNDHAM INTL INC CL A	COM	983101106	11	17,014	SH	DEFINED	02
XILINX	COM	983919101	706	30,000	SH	DEFINED	01
YAHOO COM \$US0.00017	COM	984332106	467	53,000	SH	DEFINED	01
ZIMMER	COM	98956P102	486	17,500	SH	DEFINED	01
TOTAL				1,219,086			