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BP PLC  
Form 13F-HR  
February 15, 2002

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 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:

/s/ J. Buchanan	London	6th February, 2002
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[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: 336  
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 Form 13F Information Table Value Total: \$1,216,192  
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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  
 DECEMBER 31, 2001

ISSUER	CLASS	CUSIP	TITLE OF	MARKET VALUE (\$000)	SHARES /PRN AMT	SH/ PRN	INVESTMENT DISCRETION
ABBOTT LABORATORIES COM NPV	COM	002824100		7,805	140,000	SH	DEFINED
ADC TELECOMMS	COM	000886101		345	75,000	SH	DEFINED
ADOBE SYSTEMS COM NPV	COM	00724F101		621	20,000	SH	DEFINED
AES COM \$US0.01	COM	00130H105		736	45,000	SH	DEFINED
AFLAC COM \$US0.10	COM	001055102		1,228	50,000	SH	DEFINED
AGILENT TECHNOLOGIES	COM	00846U101		1,087	38,140	SH	DEFINED
AIR PRODUCTS & CHEMS COM \$US1	COM	009158106		1,876	40,000	SH	DEFINED
ALBERTSONS COM \$US1	COM	013104104		1,574	50,000	SH	DEFINED
ALCOA COM \$US1	COM	013817101		2,844	80,000	SH	DEFINED
ALLOS THERAPEUTICS INC COM	COM	019777101		445	64,172	SH	DEFINED
ALLSTATE COM \$US0.01	COM	020002101		2,359	70,000	SH	DEFINED
ALLTEL COM \$US1	COM	020039103		1,852	30,000	SH	DEFINED
ALTERA	COM	021441100		849	40,000	SH	DEFINED

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ALVARION LTD SHS	COM	M0861T100	347	94,082	SH	DEFINED
AMBAC FINANCIAL GRP	COM	023139108	579	10,000	SH	DEFINED
AMER ELEC POWER COM \$US6.50	COM	025537101	2,612	60,000	SH	DEFINED
AMER HOME PRODUCTS COM \$US0.333	COM	026609107	7,363	120,000	SH	DEFINED
AMERICA MOVIL A ADR	ADR	02364W204	1,775	100,000	SH	DEFINED
AMERICA MOVIL L ADR 20ORD	ADR	02364W105	974	50,000	SH	DEFINED
AMERICAN EXPRESS COM \$US0.60	COM	025816109	4,283	120,000	SH	DEFINED
AMERICAN INTL GROUP COM \$US2.50	COM	026874107	19,088	240,405	SH	DEFINED
AMGEN COM \$US0.0001	COM	031162100	7,055	125,000	SH	DEFINED
AMR CORP COM \$US1	COM	001765106	312	14,000	SH	DEFINED
AMSOUTH BANCORP	COM	032165102	661	35,000	SH	DEFINED
ANADARKO PETROLEUM COM \$US0.10	COM	032511107	1,421	25,000	SH	DEFINED
ANALOG DEVICES COM \$US0.1667	COM	032654105	1,776	40,000	SH	DEFINED
ANHEUSER BUSCH COM \$US1	COM	035229103	3,789	83,800	SH	DEFINED
AOL TIME WARNER	COM	00184A105	13,482	420,000	SH	DEFINED
APACHE COM \$US1.25	COM	037411105	1,646	33,000	SH	DEFINED
APPLE COMPUTER COM NPV	COM	037833100	438	20,000	SH	DEFINED
APPLIED IMAGING CORP COM	COM	03820G106	122	45,500	SH	DEFINED
APPLIED MATERIALS COM NPV	COM	038222105	3,168	79,000	SH	DEFINED
ASPECT MED SYS INC COM	COM	045235108	1,190	119,036	SH	DEFINED
AT & T CORP \$US1	COM	001957109	5,071	279,547	SH	DEFINED
AT & T WIRELESS SERVICES	COM	00209A106	4,311	300,000	SH	DEFINED
AUTO DATA PROCESS COM \$US0.10	COM	053015103	3,534	60,000	SH	DEFINED
AVANEX CORP COM	COM	05348W109	349	59,116	SH	DEFINED
AVAYA COM	COM	053499109	309	25,416	SH	DEFINED
BAKER HUGHES COM \$US1	COM	057224107	1,094	30,000	SH	DEFINED
BANK OF AMERICA COM \$US0.01	COM	060505104	10,072	160,000	SH	DEFINED
BANK OF NEW YORK COM \$US7.50	COM	064057102	3,264	80,000	SH	DEFINED
BANK ONE COM \$US0.01	COM	06423A103	4,295	110,000	SH	DEFINED
BARRICK GOLD (\$US)	COM	067901108	957	60,000	SH	DEFINED
BAXTER INTERNATIONAL COM \$US1	COM	071813109	3,754	70,000	SH	DEFINED
BB&T	COM	054937107	2,167	60,000	SH	DEFINED
BE FREE INC COM	COM	073308108	706	333,088	SH	DEFINED
BECTON DICKINSON COM \$US1	COM	075887109	829	25,000	SH	DEFINED
BELL ATLANTIC COM \$US0.10	COM	077853109	12,330	259,800	SH	DEFINED
BELLSOUTH COM \$US1	COM	079860102	5,532	145,000	SH	DEFINED
BERKSHIRE HATHAWAY A	COM	084670108	11,340	150	SH	DEFINED
BEST BUY	COM	086516101	1,490	20,000	SH	DEFINED
BIOGEN COM \$US0.01	COM	090597105	803	14,000	SH	DEFINED
BJ'S WHOLESALE CLUB	COM	05548J106	441	10,000	SH	DEFINED
BLACK & DECKER COM \$US0.50	COM	091797100	377	10,000	SH	DEFINED
BMC SOFTWARE COM \$US0.01	COM	055921100	737	45,000	SH	DEFINED
BOEING COM \$US5	COM	097023105	2,715	70,000	SH	DEFINED
BRISTOL MYERS SQUIBB COM \$US0.10	COM	110122108	8,925	175,000	SH	DEFINED
BROADCOM CL A	COM	111320107	858	21,000	SH	DEFINED
BURLINGTON NTH SANTA COM \$US0.01	COM	12189T104	1,712	60,000	SH	DEFINED
CAP ONE FINL	COM	14040H105	1,349	25,000	SH	DEFINED
CARDINAL HEALTH	COM	14149Y108	3,071	47,500	SH	DEFINED
CARNIVAL CORP CL A \$US0.01	COM	143658102	983	35,000	SH	DEFINED
CARSO GLOBAL TELECOM ADR (2 ORD)	ADR	14574P107	2,816	640,000	SH	DEFINED
CATERPILLAR COM \$US1	COM	149123101	2,064	39,500	SH	DEFINED
CEMEX ADR PART CER(5 CPO)	ADR	151290889	1,293	52,358	SH	DEFINED
CENDANT COM \$US0.01	COM	151313103	1,569	80,000	SH	DEFINED
CENSTOR CORP COM RESTRICTED	COM	151324910	-	46,414	SH	DEFINED
CENTURYTEL COM \$US1	COM	156700106	656	20,000	SH	DEFINED
CHASE MANHATTAN	COM	16161A108	12,959	356,507	SH	DEFINED
CHASE MANHATTAN COM \$US1.00	COM	16161A108	6,743	185,500	SH	DEFINED
CHEVRON COM \$US1.50	COM	166751107	9,414	105,050	SH	DEFINED
CHUBB	COM	171232101	1,725	25,000	SH	DEFINED
CIENA	COM	171779101	429	30,000	SH	DEFINED
CIGNA COM \$US1	COM	125509109	1,575	17,000	SH	DEFINED
CISCO SYSTEMS COM \$US0.001	COM	17275R102	13,220	730,000	SH	DEFINED

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CISCO SYS INC COM	COM	17275R102	2,512	138,710	SH	DEFINED
CITIGROUP COM \$US0.01	COM	172967101	25,223	499,669	SH	DEFINED
CITRIX SYSTEMS COM \$US0.001	COM	177376100	680	30,000	SH	DEFINED
CLEAR CHANNEL COMM COM \$US0.10	COM	184502102	3,564	70,000	SH	DEFINED
CMGI INC COM	COM	125750109	205	125,869	SH	DEFINED
COCA COLA \$US0.25	COM	191216100	10,844	230,000	SH	DEFINED
COLGATE-PALMOLIVE COM \$US1	COM	194162103	4,620	80,000	SH	DEFINED
COMCAST A SPECIAL COM \$US1	COM	200300200	3,600	100,000	SH	DEFINED
COMERICA	COM	200340107	573	10,000	SH	DEFINED
COMPAQ COMPUTER COM \$US0.01	COM	204493100	1,562	160,000	SH	DEFINED
COMPUTER ASSOC INTL COM \$US0.10	COM	204912109	2,242	65,000	SH	DEFINED
COMPUTER SCIENCES COM \$US1	COM	205363104	1,469	30,000	SH	DEFINED
COMPUWARE COM \$US0.01	COM	205638109	472	40,000	SH	DEFINED
COMVERSE TECHNOLOGY COM \$US0.1	COM	205862402	671	30,000	SH	DEFINED
CONCORD COMMUNICATIONS INC COM	COM	206186108	1,494	72,363	SH	DEFINED
CONEXANT SYS INC COM	COM	207142100	1,201	83,659	SH	DEFINED
CONEXANT SYSTEMS COM \$US0.01	COM	207142100	258	18,000	SH	DEFINED
CONOCO	COM	208251504	1,415	50,000	SH	DEFINED
CONS EDISON NY COM \$US0.10	COM	209115104	1,816	45,000	SH	DEFINED
COSTCO WHOLESALE COM \$US0.10	COM	22160K105	1,864	42,000	SH	DEFINED
COX COMMUNICATIONS CL A	COM	224044107	838	20,000	SH	DEFINED
CP&L ENERGY COM NPV	COM	144141108	1,801	40,000	SH	DEFINED
CREATIVE TECHNOLOGY COM \$S0.25	COM	225290402	1,845	225,000	SH	DEFINED
DARDEN RESTAURANTS	COM	237194105	708	20,000	SH	DEFINED
DAYTON HUDSON COM \$US0.1667	COM	239753106	4,926	120,000	SH	DEFINED
DEERE & CO COM \$US1	COM	244199105	873	20,000	SH	DEFINED
DELL COMPUTERS COM \$US0.01	COM	247025109	7,475	275,000	SH	DEFINED
DELPHI AUTO SYSTEMS COM \$US0.01	COM	247126105	1,577	115,430	SH	DEFINED
DEVON ENERGY (NEW)	COM	25179M103	773	20,000	SH	DEFINED
DISNEY(WALT) COM \$US0.01	COM	254687106	4,144	200,000	SH	DEFINED
DOLLAR GENERAL COM \$US0.50	COM	256669102	764	51,250	SH	DEFINED
DOMINION RESCOM (NEW)	COM	257470104	2,103	35,000	SH	DEFINED
DOW CHEMICAL COM \$US2.50	COM	260543103	3,378	100,000	SH	DEFINED
DTE ENERGY COM NPV	COM	233331107	1,258	30,000	SH	DEFINED
DU PONT (EI) DE NEMOURS \$US0.30	COM	263534109	4,889	115,000	SH	DEFINED
DUKE ENERGY COM NPV	COM	264399106	3,141	80,000	SH	DEFINED
EFFICIENT MKT SVC INC RESTRICTED	COM	282998418	16	62,337	SH	DEFINED
EL PASO ENERGY COM \$US3	COM	28368B102	3,431	76,900	SH	DEFINED
ELECTRONIC DATA SYST COM \$US0.01	COM	285661104	3,599	52,500	SH	DEFINED
E-LOAN INC COM	COM	26861P107	29	15,850	SH	DEFINED
EMC COM \$US0.01	COM	268648102	2,688	200,000	SH	DEFINED
EMERSON ELECTRIC COM \$US1	COM	291011104	1,713	30,000	SH	DEFINED
ENGELHARD	COM	292845104	554	20,000	SH	DEFINED
EQ OFFICE PROP TST	COM	294741103	1,805	60,000	SH	DEFINED
EXULT INC.	COM	302284104	121,383	7,562,795	SH	SOLE
EXXON MOBIL COM NPV	COM	30231G102	25,781	656,000	SH	DEFINED
FAMILY DOLLAR STRS COM \$US0.10	COM	307000109	390	13,000	SH	DEFINED
FANNIE MAE COM NPV	COM	313586109	7,950	100,000	SH	DEFINED
FDX COM \$US0.10	COM	31428X106	1,556	30,000	SH	DEFINED
FEDERATED DEPT STORES \$US0.01	COM	31410H101	818	20,000	SH	DEFINED
FIFTH THIRD BANCORP COM NPV	COM	316773100	4,600	75,000	SH	DEFINED
FIRST DATA COM \$US0.01	COM	319963104	3,138	40,000	SH	DEFINED
FIRST UNION COM \$US3.333	COM	337358105	3,763	120,000	SH	DEFINED
FLEET BOSTON FINANCE COM \$US0.01	COM	339030108	4,708	129,000	SH	DEFINED
FLEXTRONICS INTL LTD ORD SHS	COM	Y2573F102	231	9,620	SH	DEFINED
FLUOR	COM	343861100	748	20,000	SH	DEFINED
FOMENTO ECO MEX ADR (1B/2DB/2DL)	ADR	344419106	1,631	47,200	SH	DEFINED
FORD MOTOR (NEW)	COM	345370860	3,177	202,097	SH	DEFINED
FPL GROUP COM \$US0.01	COM	302571104	959	17,000	SH	DEFINED
FREDDIE MAC COM \$US0.21	COM	313400301	4,382	67,000	SH	DEFINED
GANNETT	COM	364730101	3,025	45,000	SH	DEFINED
GAP COM \$US0.05	COM	364760108	906	65,000	SH	DEFINED

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GEDEON RICHTER GDR	GDR	368467304	5,060	92,000	SH	DEFINED
GENERAL ELECTRIC COM \$US0.16	COM	369604103	38,878	970,000	SH	DEFINED
GENERAL MILLS	COM	370334104	3,121	60,000	SH	DEFINED
GENERAL MOTORS COM \$US1.67	COM	370442105	2,559	52,647	SH	DEFINED
GILLETTE COM \$US1	COM	375766102	3,340	100,000	SH	DEFINED
GLIATECH INC COM RESTRICTED	COM	37929C939	23	27,027	SH	DEFINED
GLOBALSANTAFE	COM	G3930E101	759	26,600	SH	DEFINED
GOLDEN WEST FINL	COM	381317106	883	15,000	SH	DEFINED
GPO CARSO ADR (2 A1)	ADR	400485207	665	100,000	SH	DEFINED
GPO TELEVISA GDR (2 PTG CERT)	GDR	40049J206	1,295	30,000	SH	DEFINED
GUIDANT SHS NPV	COM	401698105	1,394	28,000	SH	DEFINED
HARLEY DAVIDSON	COM	412822108	1,358	25,000	SH	DEFINED
HARRAHS ENTERTAINMENT	COM	413619107	740	20,000	SH	DEFINED
HARTFORD FINL SERV COM \$US0.01	COM	416515104	3,424	54,500	SH	DEFINED
HCA - THE HEALTHCARE COM \$US0.01	COM	404119109	2,312	60,000	SH	DEFINED
HEINZ (HJ) COM \$US0.25	COM	423074103	1,850	45,000	SH	DEFINED
HELLENIC TELECOM ADR (OTE)	ADR	423325307	212	27,778	SH	DEFINED
HEWLETT PACKARD COM \$US0.01	COM	428236103	2,259	110,000	SH	DEFINED
HILTON HOTELS	COM	432848109	437	40,000	SH	DEFINED
HOME DEPOT COM \$US0.05	COM	437076102	11,222	220,000	SH	DEFINED
HONEYWELL INTL COM \$US1	COM	438516106	2,367	70,000	SH	DEFINED
HOUSEHOLD INTERNATIONAL COM \$US1	COM	441815107	2,462	42,500	SH	DEFINED
HYBRID NETWORKS INC COM	COM	44860K102	33	63,945	SH	DEFINED
IBASIS INC COM	COM	450732102	311	237,264	SH	DEFINED
ILLINOIS TOOL WKS COM NPV	COM	452308109	1,862	27,500	SH	DEFINED
INDIA FUND COM \$US0.001	COM	454089103	3,363	354,000	SH	DEFINED
INDOSAT ADR (10 B)	ADR	715680104	2,655	300,000	SH	DEFINED
INDUSTRIE NATUZZI ADR (1 ORD)	ADR	456478106	2,655	181,340	SH	DEFINED
INGERSOLL RAND AM COM \$US2	COM	456866102	920	22,000	SH	DEFINED
INKTOMI CORP COM	COM	457277101	113	16,888	SH	DEFINED
INTEL COM \$US0.001	COM	458140100	20,757	660,000	SH	DEFINED
INTERNATIONAL PAPER COM \$US1	COM	460146103	2,505	62,073	SH	DEFINED
INTERPUBLIC COM \$US0.10	COM	460690100	1,182	40,000	SH	DEFINED
INTL BUSINESS MACHN COM \$US0.20	COM	459200101	19,475	161,000	SH	DEFINED
IONA TECH ADR (1 ORD)	ADR	46206P109	1,320	65,000	SH	DEFINED
JDS UNIPHASE	COM	46612J101	935	107,700	SH	DEFINED
JOHN HANCOCK FIN SVS COM \$US0.01	COM	410145106	826	20,000	SH	DEFINED
JOHNSON & JOHNSON COM \$US1	COM	478160104	16,820	284,600	SH	DEFINED
KELLOGG	COM	487836108	1,505	50,000	SH	DEFINED
KERR MCGEE COM \$US1	COM	492386107	548	10,000	SH	DEFINED
KIMBERLY CLARK ADR (5A)	ADR	494368204	735	50,000	SH	DEFINED
KIMBERLY CLARK COM \$US1.25	COM	494368103	2,990	50,000	SH	DEFINED
KLA TENCOR COM \$US0.001	COM	482480100	843	17,000	SH	DEFINED
KOHL'S	COM	500255104	2,113	30,000	SH	DEFINED
KROGER COM \$US1	COM	501044101	2,296	110,000	SH	DEFINED
LEHMAN BROS HDG	COM	524908100	1,670	25,000	SH	DEFINED
LIBERTY MEDIA CL A	COM	530718105	3,640	260,000	SH	DEFINED
LILLY(ELI) & CO COM NPV	COM	532457108	8,639	110,000	SH	DEFINED
LIMITED COM \$US0.50	COM	532716107	589	40,000	SH	DEFINED
LINCOLN NATIONAL COM	COM	534187109	1,457	30,000	SH	DEFINED
LINEAR TECHNOLOGY	COM	535678106	1,171	30,000	SH	DEFINED
LOCKHEED MARTIN COM	COM	539830109	1,867	40,000	SH	DEFINED
LOWES COM \$US0.50	COM	548661107	3,713	80,000	SH	DEFINED
LSI LOGIC COM \$US0.01	COM	502161102	552	35,000	SH	DEFINED
LUCENT TECHNOLOGIES COM \$US0.01	COM	549463107	1,386	220,000	SH	DEFINED
MANULIFE FINL CORP COM	COM	56501R106	5,698	218,665	SH	DEFINED
MANULIFE FINL CORP COM (ARCO)	COM	56501R106	62,776	2,408,906	SH	SOLE
MARSH & MCLENNAN COM \$US1	COM	571748102	3,223	30,000	SH	DEFINED
MASCO COM \$US1	COM	574599106	1,470	60,000	SH	DEFINED
MATAV RT ADR (5B)	ADR	576561104	849	50,000	SH	DEFINED
MAXIM INTEGRATED	COM	57772K101	1,418	27,000	SH	DEFINED
MBIA	COM	55262C100	804	15,000	SH	DEFINED

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MBNA	COM	55262L100	3,168	90,000	SH	DEFINED
MCDONALDS COM \$US0.01	COM	580135101	3,573	135,000	SH	DEFINED
MCGRAW HILL	COM	580645109	2,256	37,000	SH	DEFINED
MCI WORLDCOM COM \$US0.01	COM	55268B106	3,802	270,000	SH	DEFINED
MCKESSON HBOC COM \$US0.01	COM	58155Q103	1,496	40,000	SH	DEFINED
MEAD COM NPV	COM	582834107	1,390	45,000	SH	DEFINED
MEDIMMUNE SYSTEMS	COM	584699102	1,390	30,000	SH	DEFINED
MEDTRONIC COM \$US0.10	COM	585055106	5,889	115,000	SH	DEFINED
MELLON FINANCIAL COM \$US0.5	COM	58551A108	1,674	44,500	SH	DEFINED
MERANT GROUP ADR (5 ORD)	ADR	587336108	777	99,000	SH	DEFINED
MERCK COM NPV	COM	589331107	12,936	220,000	SH	DEFINED
MERRILL LYNCH COM \$US1.333	COM	590188108	4,170	80,000	SH	DEFINED
METLIFE	COM	59156R108	2,218	70,000	SH	DEFINED
METROPCS INC CL C COM RESTRICTED	COM	591999917	1,347	1,213,800	SH	DEFINED
MICRON TECHNOLOGY COM \$US0.10	COM	595112103	1,860	60,000	SH	DEFINED
MICROSOFT COM \$US0.000012	COM	594918104	35,113	530,000	SH	DEFINED
MILLENIUUM PHARM	COM	599902103	735	30,000	SH	DEFINED
MINNESOTA MINING COM NPV	COM	604059105	4,137	35,000	SH	DEFINED
MIRANT	COM	604675108	320	20,000	SH	DEFINED
MOLEX COM \$US0.05	COM	608554101	464	15,000	SH	DEFINED
MOODY'S COM	COM	615369105	797	20,000	SH	DEFINED
MORGAN ST DEAN WIT COM \$US0.01	COM	617446448	6,153	110,000	SH	DEFINED
MOTOROLA COM \$US3	COM	620076109	2,846	189,500	SH	DEFINED
MOTOROLA INC COM	COM	620076109	1,279	85,163	SH	DEFINED
NATIONAL CITY COM \$US4	COM	635405103	1,608	55,000	SH	DEFINED
NATL SEMICONDUCTOR COM \$US0.50	COM	637640103	616	20,000	SH	DEFINED
NEW YORK TIMES A COM \$US0.10	COM	650111107	1,514	35,000	SH	DEFINED
NEWELL RUBBERMAID COM \$US1	COM	651229106	827	30,000	SH	DEFINED
NEXTEL COMMS CL A \$US0.001	COM	65332V103	767	70,000	SH	DEFINED
NIKE B COM NPV	COM	654106103	1,406	25,000	SH	DEFINED
NORFOLK SOUTHERN	COM	655844108	917	50,000	SH	DEFINED
NORTEL NETWORKS CORP NEW COM	COM	656568102	594	79,568	SH	DEFINED
NORTH FORK BANCORP COM \$US2.50	COM	659424105	3,055	95,500	SH	DEFINED
NORTHERN TRUST	COM	665859104	1,355	22,500	SH	DEFINED
NORTHROP GRUMMAN COM \$US1.00	COM	666807102	1,109	11,000	SH	DEFINED
OMNICOM GRP	COM	681919106	1,930	21,600	SH	DEFINED
ORACLE COM \$US0.01	COM	68389X105	8,493	615,000	SH	DEFINED
ORBOTECH COM	COM	M75253100	3,816	122,500	SH	DEFINED
PARAMETRIC TECHNOLOGY CORP COM	COM	699173100	226	28,931	SH	DEFINED
PARKER HANNIFIN COM \$US0.50	COM	701094104	886	19,300	SH	DEFINED
PAYCHEX	COM	704326107	1,568	45,000	SH	DEFINED
PE CORP-PE BIOSYSTEMS GRP \$US1	COM	693325102	785	20,000	SH	DEFINED
PEPSICO CAP \$US0.016666	COM	713448108	9,003	184,900	SH	DEFINED
PFIZER COM \$US0.05	COM	717081103	24,906	625,000	SH	DEFINED
PHARMACIA	COM	71713U102	5,594	131,150	SH	DEFINED
PHELPS DODGE COM \$US6.25	COM	717265102	486	15,000	SH	DEFINED
PHILIP MORRIS COM \$US0.33	COM	718154107	10,087	220,000	SH	DEFINED
PHILLIPS PETROLEUM COM \$US1.25	COM	718507106	2,109	35,000	SH	DEFINED
PHOENIX COS INC NEW	COM	71902E109	1,884	101,817	SH	SOLE
PPG INDUSTRIES COM \$US1.6667	COM	693506107	1,034	20,000	SH	DEFINED
PPL	COM	69351T106	436	12,500	SH	DEFINED
PRAXAIR COM \$US0.01	COM	74005P104	829	15,000	SH	DEFINED
PROCTER & GAMBLE COM NPV	COM	742718109	10,445	132,000	SH	DEFINED
PROKOM SOFTWARE GDR (1/2) REG S	GDR	743394207	483	35,000	SH	DEFINED
PROVIDIAN FINANCIAL	COM	74406A102	89	25,000	SH	DEFINED
PUBLIC SERVICE ENT COM NPV	COM	744573106	1,266	30,000	SH	DEFINED
QUALCOMM COM \$US0.0001	COM	747525103	3,030	60,000	SH	DEFINED
QWEST COMMS INTL	COM	749121109	2,261	160,000	SH	DEFINED
RADIOSHACK	COM	750438103	602	20,000	SH	DEFINED
RAYTHEON	COM	755111507	812	25,000	SH	DEFINED
RELIANT ENERGY COM NPV	COM	75952J108	1,591	60,000	SH	DEFINED
ROC TAIWAN FUND SBI NPV	COM	749651105	1,046	220,284	SH	DEFINED

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ROCKWELL COLLINS	COM	774341101	585	30,000	SH	DEFINED
ROCKWELL INTL	COM	773903109	536	30,000	SH	DEFINED
ROHM & HAAS	COM	775371107	1,039	30,000	SH	DEFINED
SABA SOFTWARE INC COM	COM	784932105	499	95,570	SH	DEFINED
SAFEWAY	COM	786514208	835	20,000	SH	DEFINED
SANMINA	COM	800907107	995	50,000	SH	DEFINED
SARA LEE COM \$US1.3333	COM	803111103	2,556	115,000	SH	DEFINED
SBC COMMUNICATIONS COM \$US1	COM	78387G103	11,751	300,000	SH	DEFINED
SCHERING PLOUGH COM \$US0.50	COM	806605101	4,834	135,000	SH	DEFINED
SCHLUMBERGER COM \$US0.01	COM	806857108	3,022	55,000	SH	DEFINED
SCHWAB (CHARLES) COM \$US0.01	COM	808513105	2,011	130,000	SH	DEFINED
SCIENT INC COM	COM	808649107	19	44,153	SH	DEFINED
SCIENTIFIC ATLANTA COM \$US0.50	COM	808655104	479	20,000	SH	DEFINED
SEALED AIR (NEW)	COM	81211K100	816	20,000	SH	DEFINED
SEARS ROEBUCK	COM	812387108	1,429	30,000	SH	DEFINED
SIEBEL SYSCOM	COM	826170102	1,679	60,000	SH	DEFINED
SIMON PROPERTY GROUP	COM	828806109	763	26,000	SH	DEFINED
SOLECTRON COM \$US0.001	COM	834182107	1,439	127,550	SH	DEFINED
SONUS NETWORKS INC COM	COM	835916107	2,746	594,366	SH	DEFINED
SOUTHERN CO COM \$US5	COM	842587107	3,803	150,000	SH	DEFINED
SOUTHWEST AIRLINES	COM	844741108	1,663	90,000	SH	DEFINED
SPDR TR UNIT SER 1	COM	78462F103	10,287	90,000	SH	DEFINED
SPEECHWORKS INTL INC COM	COM	84764M101	2,134	189,699	SH	DEFINED
SPRINT (PCS GRP) COM \$US1.00	COM	852061506	1,953	80,000	SH	DEFINED
SPRINT COM (FON GROUP) \$US2.50	COM	852061100	1,406	70,000	SH	DEFINED
ST PAULS	COM	792860108	1,319	30,000	SH	DEFINED
STAPLES COM \$US0.0006	COM	855030102	935	50,000	SH	DEFINED
STARWOOD HOTEL & RES CLB	COM	85590A203	1,642	55,000	SH	DEFINED
STATE STREET	COM	857477103	1,045	20,000	SH	DEFINED
STET HELLAS TELECOM ADR	ADR	859823106	355	57,737	SH	DEFINED
STILWELL FINANCIAL	COM	860831106	1,361	50,000	SH	DEFINED
SUN MICROSYSTEMS COM \$US0.0006	COM	866810104	4,428	360,000	SH	DEFINED
SYNOVUS FINANCIAL	COM	87161C105	626	25,000	SH	DEFINED
SYSCO COM \$US1	COM	871829107	1,835	70,000	SH	DEFINED
TELEFONOS DE MEXI ADR(10)	ADR	879403707	4,662	135,000	SH	DEFINED
TELEFONOS MEXICO ADR(20L)	ADR	879403780	788	22,500	SH	DEFINED
TEMPLE INLAND COM \$US1	COM	879868107	567	10,000	SH	DEFINED
TENET HEALTHCARE COM \$US0.15	COM	88033G103	2,349	40,000	SH	DEFINED
TERADYNE COM \$US0.125	COM	880770102	603	20,000	SH	DEFINED
TEXAS INSTRUMENTS COM \$US1	COM	882508104	5,320	190,000	SH	DEFINED
TEXTRON	COM	883203101	1,244	30,000	SH	DEFINED
TJX COM \$US1	COM	872540109	1,395	35,000	SH	DEFINED
TOTAL ACCESS COMMS THB10 (\$S)	COM	891490108	3,550	2,500,000	SH	DEFINED
TOYS R US HOLDINGS	COM	892335100	830	40,000	SH	DEFINED
TRANSOCEAN SEDCO FOREX \$US0.01	COM	G90078109	1,015	30,000	SH	DEFINED
TRIBUNE (DEL)	COM	896047107	374	10,000	SH	DEFINED
TUBOS DE ACERO ADR (1 ORD)	ADR	898592501	474	53,000	SH	DEFINED
TXU	COM	873168108	1,886	40,000	SH	DEFINED
TYCO INTL COM \$US0.2	COM	902124106	11,780	200,000	SH	DEFINED
UNION PACIFIC	COM	907818108	1,282	22,500	SH	DEFINED
UNISYS COM \$US0.01	COM	909214108	376	30,000	SH	DEFINED
UNITED HEALTHCARE COM \$US0.01	COM	910581107	2,831	40,000	SH	DEFINED
UNITED TECHNOLOGIES COM \$US1	COM	913017109	3,555	55,000	SH	DEFINED
UNIVERSAL COMPRESSION HLDGS I COM	COM	913431102	1,892	64,151	SH	DEFINED
US BANCORP	COM	917292104	4,156	198,550	SH	DEFINED
USX-MARATHON GROUP COM \$US1	COM	902905827	1,500	50,000	SH	DEFINED
VA SOFTWARE CORP COM	COM	91819B105	143	58,270	SH	DEFINED
VERITAS SOFTWARE CO \$US0.001	COM	923436109	2,418	53,930	SH	DEFINED
VERSATA INC COM	COM	925298101	121	132,019	SH	DEFINED
VIACOM CL B N/VTG COM \$US0.01	COM	925524308	7,395	167,500	SH	DEFINED
VIGNETTE CORP COM	COM	926734104	166	30,974	SH	DEFINED
VINA TECHNOLOGIES INC COM	COM	92719D100	20	16,267	SH	DEFINED

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VISTEON COM \$US1	COM	92839U107	602	40,000	SH	DEFINED
VIVENDI UNIVERSAL ADR	ADR	92851S204	602	11,200	SH	DEFINED
WAL MART STORES COM \$US0.10	COM	931142103	20,143	350,000	SH	DEFINED
WALGREEN	COM	931422109	2,686	79,800	SH	DEFINED
WASHINGTON MUTUAL COM NPV	COM	939322103	3,515	107,500	SH	DEFINED
WASTE MANAGEMENT COM \$US0.01	COM	94106L109	2,234	70,000	SH	DEFINED
WELLS FARGO COM \$US1.6667	COM	949746101	7,825	180,000	SH	DEFINED
WEYERHAEUSER COM \$US1.25	COM	962166104	2,010	37,168	SH	DEFINED
WILLIAMS COM \$US1	COM	969457100	1,544	60,500	SH	DEFINED
WYNDHAM INTL INC CL A	COM	983101106	10	17,014	SH	DEFINED
XILINX	COM	983919101	1,171	30,000	SH	DEFINED
YAHOO COM \$US0.00017	COM	984332106	940	53,000	SH	DEFINED
ZIMMER	COM	98956P102	534	17,500	SH	DEFINED
TOTAL			1,216,192			