

// Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)
 // Form 3 Holdings Reported
 // Form 4 Transactions Reported

U.S. SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, DC 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(l) of the Investment Company Act of 1940

<TABLE>

<S> <C> <C> <C> <C> <C> <C>

1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 6. Relationship of Reporting Person to RIF Capital Inc. InterUnion Financial Corporation (IUFC) Issuer (Check all applicable)
 Director X 10% Owner

(Last) (First) (Middle) 3. IRS or Social Security 4. Statement for --- ---
 PO Box 634C Collymor Rock Number of Reporting Month/Year Officer (give Other (specify
 Person (Voluntary) March 1999 title --- below)
 (Street) below)

5. If Amendment,
 Date of Original
 (City) (State) (Zip) (Month/Year)

7. Individual or Joint/Group Filing
 (Check applicable line)
 X Form Filed by one
 --- Reporting Person
 Form Filed by more than
 --- one Reporting Person

Price Waterhouse Centre
 St. Michael Barbados WI

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	3. Transaction or Disposed of (D) (Instr. 3, 4 and 5)	4. Securities Acquired (A) or Disposed of (D) Price (A) or (D)	5. Amount of Securities Beneficially Owned at Form: Direct (D) or Indirect (I) (Instr. 4)	6. Ownership of Indirect	7. Nature
Common Stock					318,549	D	
Preferred Class A Stock					1,500,000*	D	

*If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

(Print or Type Responses)

(8/96)

</TABLE>
<TABLE>
<CAPTION>

FORM 5 (CONTINUED) TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Transaction Code (Instr. 3, 4, and 5)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3 and 4)	7. Title and Amount of Underlying Securities (Instr. 5)	8. Price of Derivative Security
--	---	--------------------------------	--	---	---	---	---------------------------------

Date	Expiration Date	Amount or Title	Number of Shares
------	-----------------	-----------------	------------------

1. Title of Derivative Security (Instr. 3)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
--	---	---	--

Explanation of Responses:

*Shares of Preferred Class A Stock are entitled to one hundred votes for each share on each matter to come before a meeting of the shareholders of the issuer.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. 1999

Apr. 10,

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of Reporting Person Date
James Knott
On Behalf of RIF Capital Inc.

Note. File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

</TABLE>

