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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP // Check box if no longer subject to Filed pursuant to Section 16(a) of the Securities Section 16. Form 4 Exchange Act of 1934, Section 17(a) of the or Form 5 obligations Public Utility Holding Company Act of 1935 or Section 30(1) of the Investment Company may continue. See Act of 1940 Instruction 1(b). <TABLE> <C> <C> <S> 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 (First) (Middle) 3. IRS or Social Security 4. Statement for ----(Last) PO Box 634C Collymore Rock Number of Reporting Month/Year Officer (give Other (Specify ----- Person (Voluntary) May 1999 title --below) (Street) \_\_\_\_\_ below) 5. If Amendment, Date of Original Price Waterhouse Centre St. Michael Barbados WI (Month/Year) 7. Individual or Joint/Group Filing (City) (State) (Zip) ----- (Check applicable line) X Form filed by one ---- Reporting Person Form filed by more than ---- one Reporting Person TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED 1. Title of Security 2. Trans- 3. Transac- 4. Securities Acquired (A) 5. Amount of Se- 6. Owner- 7. Nature (Instr. 3) action tion or Disposed of (D) curities Benefi- ship of Incially Owned at Form: Code (Instr. 3, 4 and 5) Date direct (Instr. 8) End of Month Direct Benefi-(Month/ (Instr. 3 and 4) (D) or cial Day/ -----Indirect Owner-Year) Code V Amount (A) or Price ship (I) (D) (Instr. 4) (Instr. 4) Common Stock 05/07/99 P 600 A 3.4375 334,149 D Preferred Class A Stock 1,500,000\* D

<sup>\*</sup>If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v). Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

</TABLE> <TABLE> <CAPTION>

FORM 4 (CONTINUED)	TABLE II	DERIVATIVE SECURITIES	ACQUIRED,	DISPOSED OF,	OR BENEFICIALLY	OWNED
(E.G.,	PUTS, CALLS	. WARRANTS, OPTIONS, CO	ONVERTIBLE	E SECURITIES)		

<s></s>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>		<c></c>	
1. Title of Deriv Security (Instr. 3)	sion or Exercise Price of Deriv-	action Date (Month/	Code (Instr. 8)	Deriv Secu quired sposed o str. 3, 4, 5)	vative cisa rities Ac- E (A) or Dat of (D) (Mont	able and xpiration e (In h/Day/	of Underly Securitionstr. 3 and	es Deriv-	int 8. Price
				Date E:		Amount Title Nu			
<s> 1. Title of Deriv</s>	<c> 9 N</c>	<				11. Nature	 		
Security (Instr. 3)	Deriv Securi Beneficis Owned a of Montl (Instr. 4)	rative ties ally t End	Form Derivat	of tive : (D)	Indire Benefi Ownersh (Instr.	ect cial ip	. 01		
	ferred Class A to come before isstatements	ore a mee or omissi	ting of the	shareho	olders of the i	ssuer.		J /s/ James Knott	une 3,
See 18 U.S.C.	1001 and 15	U.S.C. 78	Sff(a).		**Signatur James Kno		ting Person	Date	

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.

