



Please complete in typescript,
or in bold black capitals.

Bank of Scotland

W09609 1/2, 475x164

363a

Annual Return

Company Number

392902

Company Name in full

CAPITAL BANK plc



* F363AD40 *

Date of this return (See note 1)

The information in this return is made up to

Day	Month	Year
01	02	1998

Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year
01	02	1999

Registered Office (See note 3)

Show here the address at the date of this return.

Any change of
registered office
must be notified
on form 287.

Post town

County / Region

Postcode

CAPITAL HOUSE

CITY ROAD

CHESTER

CHESHIRE

CH88 3AN

Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

6523

If the code number cannot be determined, give a brief description of principal activity.



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh
Page 1

Register of members *(See note 5)*

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Register of Debenture holders*(See note 6)*

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Company type *(See note 7)*

Public limited company

☒

Private company limited by shares

☐

Private company limited by guarantee without share capital

☐

Private company limited by shares exempt under section 30

☐

Private company limited by guarantee exempt under section 30

☐

Private unlimited company with share capital

☐

Private unlimited company without share capital

☐

Please mark the appropriate box

Company Secretary *(see notes 1-5)***Details of a new company secretary must be notified on form 288a.**

(Please photocopy this area to provide details of joint secretaries).

Name * Style / Title

MR

*Honours etc

FCIS

Forename(s)

RAYMOND

Surname

NIXON

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

3 STONEWALLS

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

ROSSETT

County / Region

CLWYD

Postcode

LL12 0LG

Country

Directors (see notes 1 to 5)

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

01 06 1947

Forename(s)

WILLIAM GORDON

Surname

BARCLAY

Previous forename(s)

Previous surname(s)

Address

THE COULIN, 122 STANSTEAD ROAD

Usual residential address must be

given. In the case of a corporation, give the registered or principal office address.

Post town

CATERHAM

County / Region

SURREY

Postcode

CR3 6AE

Country

Nationality

BRITISH

Business occupation

DIRECTOR

Other directorships

COMMERCIAL FINANCE CAPITAL PLC

* Voluntary details.

KELLOCK LIMITED

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

09 09 1951

Forename(s)

ANTHONY JOSEPH JOHN

Surname

BOCHENSKI

Previous forename(s)

Previous surname(s)

Address

GREENACRES, BRYN OFFA LANE

Usual residential address must be

given. In the case of a corporation, give the registered or principal office address.

Post town

MOLD

County / Region

FLINTSHIRE

Postcode

CH7 6RQ

Country

WALES

Nationality

BRITISH

Business occupation

COMPANY SOLICITOR

Other directorships

See attached list

Directors (see notes 1-5)
 Please list directors in alphabetical order

Details of new directors must be notified on form 288a.

Name * Style / Title

MR

* Honours etc

Date of birth

Day	Month	Year
08	10	1940

Forename(s)

IAN MCFARLANE

Surname

BROWN

Previous forename(s)

Previous surname

Address

TRESCO, 15 WESTMINSTER AVENUE

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

CHESTER

County / Region

CHESHIRE

Postcode

CH4 8JB

Country

Nationality

BRITISH

Business occupation

ASST MANAGING DIRECTOR

Other directorships

See attached list

Name * Style / Title

MR

* Honours etc

MA, MBA, FCIBS

Date of birth

Day	Month	Year
06	03	1944

Forename(s)

PETER ALEXANDER

Surname

BURT

Previous forename(s)

Previous surname

Address

AULDHAME HOUSE

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

NORTH BERWICK

County / Region

EAST LoTHIAN

Postcode

EH39 5PW

Country

Nationality

BRITISH

Business occupation

DIRECTOR

Other directorships

See attached list

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

30

11

1947

Forename(s)

ALAN RODGER

Surname

CHRISTIE

Previous forename(s)

Previous surname

Address

520B LANARK ROAD WEST, BALERNO

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

EDINBURGH

County / Region

Postcode

EH14 7DH

Country

SCOTLAND

Nationality

BRITISH

Business occupation

DIRECTOR

Other directorships

KELLOCK LIMITED

RES LIMITED

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

02

12

1950

Forename(s)

DAVID RICHARD

Surname

FRYATT

Previous forename(s)

Previous surname

Address

ANNAVILLE, 24 SPITAL ROAD

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

BEBINGTON

County / Region

WIRRAL

Postcode

L63 9JE

Country

Nationality

BRITISH

Business occupation

DIVISIONAL DIRECTOR

Other directorships

KELLOCK LIMITED

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

BA ACA

Date of birth

05

10

1955

Forename(s)

CHRISTOPHER ROGER

Surname

HALLIWELL

Previous forename(s)

Previous surname

Address

3 HOUGH GREEN

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

CHESTER

County / Region

Postcode

CH4 8JG

Country

Nationality

BRITISH

Business occupation

FINANCE DIRECTOR

Other directorships

See attached list

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

13

09

1941

Forename(s)

ROY

Surname

LITTLER

Previous forename(s)

Previous surname

Address

3 THE PADDOCK, CURZON PARK

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

CHESTER

County / Region

Postcode

CH4 8AE

Country

Nationality

BRITISH

Business occupation

DEPUTY MANAGING DIRECTOR

Other directorships

See attached list

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

CA MBA

Date of birth

19

01

1944

Forename(s)

JOHN NEIL

Surname

MACLEAN

Previous forename(s)

Previous surname

Address

47 SHERBROOKE AVENUE, POLLOKSHIELDS

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

GLASGOW

County / Region

Postcode

G41 4SE

Country

SCOTLAND

Nationality

BRITISH

Business occupation

COMPANY DIRECTOR

Other directorships

See attached list

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

09

09

1950

Forename(s)

COLIN

Surname

MATTHEW

Previous forename(s)

Previous surname

MATTHEW

Address

'WESTWOOD', GLEDHOW WOOD

THE CHASE

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

KINGSWOOD

County / Region

SURREY

Postcode

KT20 6JQ

Country

ENGLAND

Nationality

BRITISH

Business occupation

BANKER

Other directorships

See attached list

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

26

02

1951

Forename(s)

ROBERT JAMES

Surname

MEE

Previous forename(s)

Previous surname

Address

28 CINDER LANE, GULDEN SUTTON

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

CHESTER

County / Region

CHESHIRE

Postcode

CH3 7EN

Country

Nationality

BRITISH

Business occupation

DIRECTOR

Other directorships

See attached list

Name * Style / Title

MR

Day Month Year

* Honours etc

F.C.A.

Date of birth

06

10

1939

Forename(s)

JOHN ALEXANDER

Surname

MERCER

Previous forename(s)

Previous surname

Address

LLWYN-Y-CYLL, LIXWM

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

NEAR HOLYWELL

County / Region

CLWYD

Postcode

CH8 8LY

Country

Nationality

BRITISH

Business occupation

MANAGING DIRECTOR

Other directorships

See attached list

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name	* Style / Title	SIR			
* Honours etc	CBE BA FRSE FCIBS	Date of birth	Day 02	Month 01	Year 1938
Forename(s)	DAVID BRUCE				
Surname	PATTULLO				
Previous forename(s)					
Previous surname					
Address	6 CAMMO ROAD				
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	EDINBURGH			
	County / Region		Postcode	EH4 8EB	
	Country				
Nationality	BRITISH				
Business occupation	DEPUTY CHAIRMAN				
Other directorships	See attached list				

Name	* Style / Title	MR			
* Honours etc	CA FCIBS	Date of birth	Day 14	Month 05	Year 1946
Forename(s)	IAIN WILLIAM ST. CLAIR				
Surname	SCOTT				
Previous forename(s)					
Previous surname					
Address	22 BRAMDEAN RISE				
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	EDINBURGH			
	County / Region		Postcode	EH10 6JR	
	Country	SCOTLAND			
Nationality	BRITISH				
Business occupation	BANKER				
Other directorships	See attached list				

* Voluntary details.

Directors(see notes 1-5)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order

Name * Style / Title

SIR

Day Month Year

* Honours etc

CBE BL CA FCMA (CONT

Date of birth

10

07

1932

Forename(s)

JOHN CALMAN

Surname

SHAW

Previous forename(s)

Previous surname

Address

10 BELGRAVE CRESCENT

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

EDINBURGH

County / Region

Postcode

EH4 3AH

Country

Nationality

BRITISH

Business occupation

COMPANY DIRECTOR

Other directorships

See attached list

Name * Style / Title

Day Month Year

* Honours etc

Date of birth

Forename(s)

Surname

Previous forename(s)

Previous surname

Address

Usual residential

address must be given. In the case of a corporation, give the registered or principal office address.

Post town

County / Region

Postcode

Country

Nationality

Business occupation

Other directorships

* Voluntary details.

Issued share capital(see note 9)

Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share)
£1 ORDINARY	36,400,000	£ 36,400,000.00
9 3/8 % NON-CUM	56,000,000	£ 56,000,000.00
Totals	92,400,000	£ 92,400,000.00

List of past and present members

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two

returns.
(see note 10)

There were no changes in the period

☐

on paper in another format

A list of changes is enclosed

☐
☐

A full list of members is enclosed

☒
☐
Elective resolutions

(Private companies only)
(See note 11)

If at the date of this return an election is in force to dispense with annual general meetings, mark this box

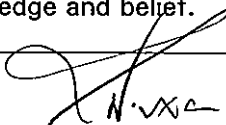
☐

If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

☐
Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

16 FEB 1998

† Please delete as appropriate.

† a director/secretary

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.

This return includes

continuation sheets.

(enter number)

Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.

MR R NIXON, NWS HOUSE, CITY ROAD, CHESTER, CH88 3AN	
Tel 01244 694141	
DX number	DX exchange

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name BOCHENSKI ANTHONY JOSEPH JOHN

† Directors only. † Other directorships

FIRST RETAIL FINANCE LIMITED

NEWS PROMOTIONS LIMITED

SARHAL LIMITED

TOWER HILL PROPERTY INVESTMENTS (1) LIMITED

TOWER HILL PROPERTY INVESTMENTS (10) LIMITED

TOWER HILL PROPERTY INVESTMENTS (4) LIMITED

TOWER HILL PROPERTY INVESTMENTS (7) LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name BROWN IAN MCFARLANE

† Directors only.

† Other directorships

INCHCAPE FINANCIAL SERVICES LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

KELLOCK LIMITED

MVI FINANCIAL SERVICES LIMITED

RFS LIMITED

NOTES

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Give previous forenames or surname(s) except:

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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

BURT PETER ALEXANDER

† Directors only.

† Other directorships

BANK OF SCOTLAND

BANK OF SCOTLAND TREASURY SERVICES PLC

BANK OF WALES PLC

BELHAVEN HILL SCHOOL TRUST LIMITED

BRITISH LINEN BANK GROUP LIMITED

SCOTLAND INTERNATIONAL FINANCE BV

SCOTLAND INTERNATIONAL FINANCE NO. 2 BV

UBERIA INTERNATIONAL FINANCE LIMITED

UBERIOR INVESTMENTS LIMITED

UBERIOR TRADING LIMITED

NOTES

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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name HALLIWELL CHRISTOPHER ROGER

† Directors only.

† Other directorships

BYSOULIS LIMITED

MOTABILITY FINANCE LIMITED

NFU MUTUAL FINANCE (3) LIMITED

NFU MUTUAL FINANCE LIMITED

RFS (1) LIMITED

RFS (2) LIMITED

RFS (3) LIMITED

RFS LIMITED

RUBY AIRCRAFT LEASING AND TRADING LIMITED

SAPPHIRE AIRCRAFT LEASING AND TRADING LIMITED

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

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You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name LITTLER ROY

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

BISHOPSCOURT FINANCIAL HOLDINGS LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

FIRST RETAIL FINANCE LIMITED

INCHCAPE FINANCIAL SERVICES LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY

MVI FINANCIAL SERVICES LIMITED

NFU MUTUAL FINANCE (3) LIMITED

NFU MUTUAL FINANCE LIMITED

RFS (1) LIMITED

RFS (2) LIMITED

RFS (3) LIMITED

RFS (4) LIMITED

RFS FACILITIES LIMITED

RFS LIMITED

NOTES

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- for a married woman, the name by which she was known before marriage need not be given.

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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name MACLEAN JOHN NEIL

† Directors only. † Other directorships

BANK OF SCOTLAND, WEST OF SCOTLAND LOCAL BOARD

BONE GROUP LIMITED

BONE STEEL LIMITED

CAPE OF GOOD HOPE MOTORSHIP COMPANY LIMITED

CAPE RODNEY LIMITED

CUMNOCK KNITWEAR HOLDINGS LIMITED

CUMNOCK KNITWEAR PENSION SCHEME LIMITED

ENOB TREATMENTS LIMITED

JOHN FORD HOLDINGS LIMITED

KELVIN SHIPHOLDINGS LIMITED

LYLE PENSION TRUSTEES LIMITED

MARTENBY LIMITED

MBF GROUP LIMITED

MELVILLE DUNDAS LIMITED

NORLOCH LIMITED

PEAT ROAD MOTORS (HOLDINGS) LIMITED

S.V.T. DEALING LIMITED

NOTES

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Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name MACLEAN JOHN NEIL

† Directors only.

† Other directorships

SALTIRE PLC

SCOTTISH VALUE TRUST PLC

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

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A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

STRATHYRE KNITWEAR HOLDINGS LIMITED

STRATHYRE KNITWEAR LIMITED

VINE ASSOCIATES LIMITED

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

MATTHEW COLIN

† Directors only.

† Other directorships

ABOVE BAR (SOUTHAMPTON) LIMITED

BANK OF SCOTLAND (FOREX NETTING) LIMITED

BANK OF SCOTLAND (INTERNATIONAL) AUSTRALIA LIMITED

BANK OF SCOTLAND TREASURY SERVICES PLC

CRESTCO LIMITED

DORIAN BANK SA

ENGLEFIELD HOTEL LIMITED

KELLOCK LIMITED

SCOTTISH INTERNATIONAL FINANCE

SCOTTISH INTERNATIONAL FINANCE NO. 2 BV

SFE INVESTMENTS PLC

ST. JAMES GATE PROPERTY INVESTMENTS PLC

UBERIOR PROPERTIES LIMITED

UNDERWRITING PROPERTY SERVICES LIMITED

NOTES

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Other directorships.

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You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

MEE ROBERT JAMES

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

BISHOPSCOURT FINANCIAL HOLDINGS LIMITED

NOTES

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- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

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EQUITY FINANCIAL SERVICES LIMITED

EQUITY INSURANCES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

FIRST RETAIL FINANCE LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY

MVI FINANCIAL SERVICES LIMITED

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name MERCER JOHN ALEXANDER

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

BYSOULIS LIMITED

FIRST RETAIL FINANCE LIMITED

INCHCAPE FINANCIAL SERVICES LIMITED

MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY

NEWS PROMOTIONS LIMITED

RFS (1) LIMITED

RFS (2) LIMITED

RFS (3) LIMITED

RFS (4) LIMITED

RFS FACILITIES LIMITED

RFS LIMITED

TOWER HILL PROPERTY INVESTMENTS (1) LIMITED

TOWER HILL PROPERTY INVESTMENTS (10) LIMITED

TOWER HILL PROPERTY INVESTMENTS (4) LIMITED

TOWER HILL PROPERTY INVESTMENTS (7) LIMITED

NOTES

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A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name PATTULLO DAVID BRUCE

† Directors only.

† Other directorships

BANK OF SCOTLAND

BANK OF WALES PLC

BRITISH LINEN BANK LIMITED

SCOTLAND INTERNATIONAL FINANCE BV

STANDARD LIFE ASSURANCE CO.

UBERIOR INVESTMENTS LIMITED

NOTES

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- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name SCOTT IAIN WILLIAM ST. CLAIR

† Directors only. † Other directorships

1695 TRUSTEES LIMITED

ANGLO CALEDONIAN ASSET MANAGEMENT LIMITED

NOTES

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BANK OF SCOTLAND (B.G.S.) NOMINEES LIMITED

BANK OF SCOTLAND (P.E.P.) NOMINEES LIMITED

BANK OF SCOTLAND (STANLIFE) LONDON NOMINEES LIMITED

BANK OF SCOTLAND BRIT NOMINEES LIMITED

BANK OF SCOTLAND CENTRAL NOMINEES LIMITED

Other directorships.

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You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

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BANK OF SCOTLAND COMPUTER SERVICES LIMITED

BANK OF SCOTLAND COX NOMINEES LIMITED

BANK OF SCOTLAND CROWE NOMINEES LIMITED

BANK OF SCOTLAND DUNDEE NOMINEES LIMITED

BANK OF SCOTLAND EDINBURGH NOMINEES LIMITED

BANK OF SCOTLAND FINSBURY UNDERWRITING INVESTMENTS NOMINEES LIMITED

BANK OF SCOTLAND FUND MANAGERS (JERSEY) LIMITED

BANK OF SCOTLAND INDEPENDENT FINANCIAL ADVISERS LIMITED

BANK OF SCOTLAND INSURANCE SERVICES LIMITED

BANK OF SCOTLAND LONDON NOMINEES LIMITED

Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

SCOTT IAIN WILLIAM ST. CLAIR

† Directors only.

† Other directorships

BANK OF SCOTLAND NOMINEES (SAVE & PROSPER) LIMITED

BANK OF SCOTLAND NOMINEES (STENHOUSE) LIMITED

BANK OF SCOTLAND NOMINEES (UNIT TRUSTS) LIMITED

BANK OF SCOTLAND OFFSHORE INVESTMENTS FUNDS LIMITED

BANK OF SCOTLAND PICCADILLY NOMINEES LIMITED

BANK OF SCOTLAND S.P. NOMINEES LIMITED

BANK OF SCOTLAND SYNDICATE CAPITAL NOMINEES LIMITED

BANK OF SCOTLAND THREADNEEDLE STREET NOMINEES LIMITED

BANK OF SCOTLAND TREASURY SERVICES PLC

BANK OF SCOTLAND WEST END LONDON NOMINEES LIMITED

BANK OF WALES PLC

BANK OF WESTERN AUSTRALIA

BANKSCOT BRITOL PENSIONS NOMINEES LIMITED

BLAIR OLIVER & SCOTT LIMITED

BOS (SHARED APPRECIATION MORTGAGES) NO 2 PLC

BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND) NO 2) LIMITED

BOS (SHARED APPRECIATION MORTGAGES (SCOTLAND)) LIMITED

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Other directorships.

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- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

SCOTT IAIN WILLIAM ST. CLAIR

† Directors only.

† Other directorships

BOS (SHARED APPRECIATION MORTGAGES) NO 1 PLC

BOS (SHARED APPRECIATION MORTGAGES) NO 3 PLC

BOS (SHARED APPRECIATION MORTGAGES) NO 4 PLC

BOS INTERNATIONAL (AUSTRALIA) LIMITED

BOS PRINTING & STATIONERY COMPANY LIMITED

BOSUN STANDARD LIFE NOMINEES LIMITED

BRUNTSFIELD LINKS GOLFING SOCIETY LIMITED

COUNTRYWIDE BANKING CORPORATION LIMITED

COUNTRYWIDE BANKING CORPORATION LIMITED

COURTAULDS C.I.F. NOMINEES LIMITED

GEORGE STREET EDINBURGH BANK OF SCOTLAND NOMINEES LIMITED

HALIFAX CREDIT CARD LIMITED

HCCL LIMITED

LONDON NOMINEES UNION BANK OF SCOTLAND LIMITED

LONDON UBERIOR (L.A.S. GROUP) NOMINEES LIMITED

LONDON UBERIOR (SLIF) NOMINEES LIMITED

LONDON UBERIOR DUNEDIN NOMINEES LIMITED

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Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name SCOTT IAIN WILLIAM ST. CLAIR

† Directors only.

† Other directorships

PRESIDENT, THE WATSON CLUB LIMITED

RANDOTTE (NO. 103) LTD.

REGENT BANK OF SCOTLAND NOMINEES LIMITED

REGENT BANK OF SCOTLAND PROPERTY NOMINEES LIMITED

SOUTH WESTERN AUSTRALIA HOLDINGS PTY. LIMITED

ST. VINCENT NOMINEES LIMITED

STANBOS PENSION FUNDS NOMINEES LIMITED

THE BRITISH LINEN BANK GLASGOW NOMINEES LIMITED

THE BRITISH LINEN BANK LONDON NOMINEES LIMITED

UBERIOR INSURANCE LIMITED

UBERIOR INVESTMENTS PLC

UBERIOR NOMINEES (GUILLIVER D.P.U.T.) LIMITED

UBERIOR NOMINEES (LILLIPUT P.U.T) LIMITED

UBERIOR NOMINEES (SWIFT BPUT) LIMITED

UBERIOR NOMINEES LIMITED

UBERIOR TRADING LIMITED

UBERIOR TRUST LIMITED

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Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

SHAW JOHN CALMAN

† Directors only.

† Other directorships

1695 TRUSTEES LIMITED

ABERDEEN BANK OF SCOTLAND NOMINEES LIMITED

BANK OF SCOTLAND

BANK OF SCOTLAND (B.G.S.) NOMINEES LIMITED

BANK OF SCOTLAND (STANLIFE) LONDON NOMINEES LIMITED

BANK OF SCOTLAND CENTRAL NOMINEES LIMITED

BANK OF SCOTLAND DUNDEE NOMINEES LIMITED

BANK OF SCOTLAND EDINBURGH NOMINEES LIMITED

BANK OF SCOTLAND FINSBURY UNDERWRITING INVESTMENT NOMINEES LTD

BANK OF SCOTLAND GEORGE SQUARE GLASGOW NOMINEES LTD

BANK OF SCOTLAND HCG NOMINEES LIMITED

BANK OF SCOTLAND LONDON NOMINEES LIMITED

BANK OF SCOTLAND NOMINEES (SAVE AND PROSPER) LIMITED

BANK OF SCOTLAND NOMINEES (STENHOUSE) LIMITED

BANK OF SCOTLAND NOMINEES (UNIT TRUSTS) LIMITED

BANK OF SCOTLAND P.E.P NOMINEES LIMITED

BANK OF SCOTLAND PICCADILLY NOMINEES LIMITED

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Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

SHAW JOHN CALMAN

† Directors only.

† Other directorships

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BANK OF SCOTLAND SYNDICATE CAPITAL NOMINEES LIMITED

BANK OF SCOTLAND THREADNEEDLE STREET NOMINEES LIMITED

BANK OF SCOTLAND TREASURY SERVICES PLC

BANK OF SCOTLAND WEST END LONDON NOMINEES LIMITED

BANKSCOT BRITOL PENSIONS NOMINEES LIMITED

BOSUN STANDARD LIFE NOMINEES LIMITED

COURTAULDS C.I.F. NOMINEES LIMITED

DAVID HUME INSTITUTE

EDINBURGH FESTIVAL SOCIETY

GEORGE STREET EDINBURGH BANK OF SCOTLAND NOMINEES LIMITED

J.C. SHAW LIMITED

LONDON NOMINEES UNION BANK OF SCOTLAND LIMITED

LONDON UBERIOR (L.A.S. GROUP) NOMINEES LIMITED

LONDON UBERIOR (SLIF) NOMINEES LIMITED

LONDON UBERIOR DUNEDIN NOMINEES LIMITED

REGENT BANK OF SCOTLAND NOMINEES LIMITED

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Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name SHAW JOHN CALMAN

† Directors only.

† Other directorships

REGENT BANK OF SCOTLAND PROPERTY NOMINEES LTD

SCOTTISH AMERICAN INVESTMENT TRUST PLC (SAINTS)

SCOTTISH CHAMBER ORCHESTRA

SCOTTISH MORTGAGE & TRUST PLC

ST.ANDREWS MANAGEMENT INSTITUTE LIMITED

ST.VINCENT NOMINEES LIMITED

STANBOS PENSION FUNDS NOMINEES LIMITED

T.R.EUROPEAN GROWTH TRUST PLC

TEMPLETON EMERGING MARKETS INVESTMENT TRUST PLC

THE BRITISH LINEN BANK GLASGOW NOMINEES LIMITED

THE BRITISH LINEN BANK LONDON NOMINEES LIMITED

U.S. SMALLER COS. TRUST PLC

UBERIOR NOMINEES (GULLIVER D.P.U.T.) LIMITED

UBERIOR NOMINEES (LILLIPUT P.U.T.) LIMITED

UBERIOR NOMINEES LIMITED

UBERIOR NOMINEES SWIFT BPUT LIMITED

UBERIOR TRUSTEES LIMITED

NOTES

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Other relevant directorships

Company Number

392902

Company Name

CAPITAL BANK plc

Directors Name

SHAW JOHN CALMAN

† Directors only.

† Other directorships

WEALTH OF NATIONS FOUNDATION

WORLD BUSINESS FORUM LIMITED

NOTES

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SECRETARIAT

*Please complete in typescript,
or in bold black capitals.*

**List of past and present members
Schedule to form 363a, 363b**

Company Number

392902

Company Name in full

CAPITAL BANK plc

Number of shares
or amount of
stock held by
existing members
at date of this
return.

Particulars of shares or stock transferred since
the date of the last return (or in the case of the
first return, since the incorporation of the
company) by
(a) persons who are still members, and
(b) persons who have ceased to be members.

Number or
amount
currently held

Number or
amount
Transferred

Date of
registration
of transfer

Remarks

Name and address

BANK OF SCOTLAND CENTRAL NOMINEES LIMITED
110 QUEEN STREET, GLASGOW

£1 ordinary
1

THE GOVERNOR & COMPANY OF THE BANK OF
SCOTLAND
THE MOUND, EDINBURGH 1

£1 ordinary
36,399,999

THE GOVERNOR & COMPANY OF THE BANK OF
SCOTLAND
THE MOUND, EDINBURGH 1

9 3/8 %
NON-CUM
55,999,999

BANK OF SCOTLAND EDINBURGH NOMINEES
LIMITED
THE MOUND, EDINBURGH EH1 1YZ

9 3/8 %
NON-CUM
1

Company Tree Report

Date : 24/02/1998

Company Name : CAPITAL BANK plc

Company Number : 392902

- AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED (50%)
- BAY RIDGE LIMITED (100%)
- BISHOPSCOURT FINANCIAL HOLDINGS LIMITED (50%)
- (d) — BISHOPSCOURT DIRECT MARKETING LIMITED (100%)
- (d) — BISHOPSCOURT FINANCIAL PLANNING LIMITED (100%)
- (d) — BISHOPSCOURT FINANCIAL SERVICES LIMITED (100%)
- BISHOPSCOURT GROUP SERVICES LIMITED (100%)
- (d) — MEMBERSHIP INSURANCE SERVICES LIMITED (100%)
- (d) — MEMBERSHIP MORTGAGES LIMITED (100%)
- (d) — MEMBERSHIP SERVICES (NI) LIMITED (100%)
- MEMBERSHIP SERVICES CONSUMER LIMITED (100%)
- MEMBERSHIP SERVICES DIRECT LIMITED (100%)
- (d) — MEMBERSHIP SERVICES GENERAL LIMITED (49%)
- (d) — MEMBERSHIP SERVICES LIMITED (100%)
- (d) — MEMBERSHIP SERVICES TRAVEL LIMITED (100%)
- (d) — UNION BENEFITS LIMITED (100%)
- (d) — UNION DIRECT LIMITED (100%)
- (d) — UNION INSURANCE SERVICES LIMITED (100%)
- (d) — UNION MEMBERSHIP SERVICES LIMITED (100%)
- (d) — UNION PENSION CONSULTANTS LIMITED (100%)
- (d) — BRITANNIA PERSONAL LENDING LIMITED (51%)
- CAPITAL BANK AGENCIES LIMITED (100%)
- CAPITAL BANK ASSET FINANCE (2) LIMITED (100%)
- CAPITAL BANK ASSET FINANCE LIMITED (100%)
- CAPITAL BANK CORPORATE FINANCE plc (100%)
- CAPITAL BANK FACILITIES LIMITED (100%)
- CAPITAL BANK INSURANCE SERVICES LIMITED (100%)
- CAPITAL BANK LEASING 1 LIMITED (100%)
- CAPITAL BANK LEASING 10 LIMITED (100%)
- CAPITAL BANK LEASING 11 LIMITED (100%)
- CAPITAL BANK LEASING 12 LIMITED (100%)
- CAPITAL BANK LEASING 2 LIMITED (100%)
- CAPITAL BANK LEASING 3 LIMITED (100%)
- RUBY AIRCRAFT LEASING AND TRADING LIMITED (19.9%)
- SAPPHIRE AIRCRAFT LEASING AND TRADING LIMITED (19.9%)
- CAPITAL BANK LEASING 4 LIMITED (100%)
- CAPITAL BANK LEASING 5 LIMITED (100%)
- CAPITAL BANK LEASING 6 LIMITED (100%)
- CAPITAL BANK LEASING 7 LIMITED (100%)
- CAPITAL BANK LEASING 8 LIMITED (100%)
- CAPITAL BANK LEASING 9 LIMITED (100%)
- CAPITAL BANK LEASING LIMITED (100%)
- CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED (100%)
- CAPITAL BANK PENSION TRUSTEES LIMITED (100%)
- CAPITAL BANK PROPERTY INVESTMENTS (3) LIMITED (100%)
- CAPITAL BANK PROPERTY INVESTMENTS (6) LIMITED (100%)
- CAPITAL BANK PROPERTY INVESTMENTS (9) LIMITED (100%)
- CAPITAL BANK PROPERTY INVESTMENTS LIMITED (100%)
- MACRAE & DICK LIMITED (28.34%)
- CAPITAL BANK VEHICLE MANAGEMENT LIMITED (100%)
- (d) — CAPITAL CONTRACT HIRE LIMITED (100%)
- (d) — CAPITAL DIRECT LIMITED (100%)
- (d) — CAPITAL FACTORS LIMITED (100%)
- CAPITAL FINANCE AUSTRALIA LIMITED (100%)
- CAPITAL COMMERCIAL FINANCE LIMITED (100%)
- (d) — CAPITAL CONSUMER FINANCE LIMITED (100%)
- CAPITAL CONSUMER FINANCE LTD (100%)
- (d) — CAPITAL CORPORATE FINANCE LIMITED (100%)

Company Tree Report

Date : 24/02/1998

Company Name : CAPITAL BANK plc [Contd]

Company Number : 392902

- CAPITAL CORPORATE FINANCE LIMITED (100%)
 - (d) — TECHNOLOGY LEASING CORPORATION LIMITED (100%)
- (d) — CAPITAL FINANCE DIRECT LIMITED (100%)
- (d) — CAPITAL FINANCE DIRECT LIMITED (100%)
- CAPITAL FINANCE SUPERANNUATION PTY LIMITED (100%)
- (d) — CAPITAL WHOLESALE LIMITED (100%)
- (d) — FINANCE DIRECT LIMITED (100%)
- (d) — FIRST FINANCE DIRECT LIMITED (100%)
- (d) — FIRST RETAIL FINANCE LIMITED (100%)
- INCHCAPE FINANCIAL SERVICES AUSTRALIA LIMITED (51%)
 - INCHCAPE WHOLESALE FINANCE AUSTRALIA LIMITED (100%)
- (d) — NWS (AUSTRALIA) LIMITED (100%)
- (d) — THE MORTGAGE BUSINESS LIMITED (100%)
- (d) — CAPITAL FINANCE COMPANY LIMITED (100%)
- (d) — CAPITAL FINANCE CREDIT CARD MANAGEMENT LIMITED (100%)
- CAPITAL FINANCIAL SERVICES PUBLIC LIMITED COMPANY (100%)
- CAPITAL INCENTIVES PUBLIC LIMITED COMPANY (100%)
- (d) — CAPITAL MOTIVATION LIMITED (100%)
- CAPITAL VEHICLE CONTRACTS LIMITED (100%)
- (d) — CAPITAL WORLD TRAVEL LIMITED (100%)
- (d) — CARAVAN FINANCE LIMITED (100%)
- CARAVANS INTERNATIONAL FINANCE LIMITED (100%)
- CENTRAL COLLECTIONS PLC (100%)
- CHESHIRE LEASING LIMITED (100%)
- CHH HOLDINGS PLC (100%)
 - ST ANDREW'S GROUP PLC (100%)
 - ST ANDREW'S INSURANCE PLC (100%)
 - (d) — ST ANDREW'S INSURANCE (AUSTRALIA) Pty LIMITED (75%)
 - ST ANDREW'S LIFE ASSURANCE PLC (100%)
- DAEWOO DIRECT FINANCE LIMITED (100%)
- (d) — DAEWOO FACILITIES LIMITED (100%)
- DISTINCT MORTGAGES LIMITED (100%)
- EDWARD RUSHTON SON & KENYON LIMITED (100%)
 - (d) — ALLEN & TOWNSEND EDWARD RUSHTON LTD (100%)
 - (d) — E R S & K (100%)
 - (d) — E R S & K (NO 2) LIMITED (100%)
 - (d) — EDWARD RUSHTON COMPUTER SERVICES LTD (100%)
 - (d) — EDWARD RUSHTON INTERNATIONAL LTD (100%)
 - (d) — EDWARD RUSHTON LTD (100%)
 - (d) — EDWARD RUSHTON SON & KENYON (INTERNATIONAL) LTD (100%)
 - (d) — EDWARD RUSHTON SON & KENYON (UK) LIMITED (100%)
 - (d) — GLR VALUERS INTERNATIONAL LIMITED (100%)
 - (d) — RUSHTON GROUP LIMITED (100%)
- EQUITY BANK LIMITED (100%)
 - EQUITY FINANCIAL SERVICES LIMITED (100%)
 - EQUITY INSURANCES LIMITED (100%)
 - EQUITY NOMINEES LIMITED (100%)
 - GATEHOUSE FINANCE PLC (50%)
 - GATEHOUSE LIFE & PENSIONS LIMITED (100%)
 - OAKLAND LEASING LIMITED (100%)
 - THISTLE FINANCE LIMITED (100%)
- (d) — EUROLEASE CORPORATION LIMITED (100%)
- FIRST MUTUAL CONTRACTS LIMITED (100%)
- FIRST RETAIL FINANCE (CHESTER) LTD (50%)
- FIRST RETAIL FINANCE LIMITED (50%)
- FLEXIFLY LIMITED (100%)
- FORTHRIGHT FINANCE LIMITED (100%)

Company Tree Report

Date : 24/02/1998

Company Name : CAPITAL BANK plc [Contd]

Company Number : 392902

- (d) — BERISFORD CONSUMER FINANCE LIMITED (100%)
 - (d) — BERISFORD CONSUMER FINANCE (SOUTHERN) LIMITED (100%)
 - (d) — BERISFORD CONSUMER FINANCE (WESTERN) LIMITED (100%)
- FIRST MUTUAL GROUP PLC (100%)
 - (d) — AUTOPIA CONTRACT HIRE LIMITED (100%)
 - (d) — FIRST MUTUAL CREDIT LIMITED (100%)
 - (d) — FIRST MUTUAL FINANCE LIMITED (100%)
 - (d) — FIRST MUTUAL LEASING LIMITED (100%)
 - (d) — FIRST MUTUAL SECURITIES LIMITED (100%)
- IRONGUILD FINANCE COMPANY LIMITED (100%)
- (d) — TRELOAN LIMITED (100%)
 - (d) — EXMOOR FINANCE LIMITED (100%)
 - (d) — TRELOAN (MORTGAGES) LIMITED (100%)
 - (d) — YELLAND & CO (HIRE PURCHASE) LIMITED (100%)
- FREEWAY LIMITED (100%)
- GLOSSTRIPS LIMITED (100%)
- GODFREY DAVIS (CONTRACT HIRE) LIMITED (100%)
- GOULSTON CREDIT COMPANY (ULSTER) LIMITED (100%)
- (d) — GUS FINANCE LIMITED (50%)
- IBOS FINANCE LIMITED (100%)
- IBOS MEADOWHALL INVESTMENTS LIMITED (100%)
- (d) — IN STORE CREDIT LIMITED (100%)
- INCHCAPE FINANCIAL SERVICES LIMITED (51%)
- (d) — INDUSTRIAL BANK OF SCOTLAND LIMITED (100%)
- INTERNATIONAL MOTORS FINANCE LIMITED (51%)
 - INTERNATIONAL MOTORS FACILITIES LIMITED (100%)
- J & J COLLECTIONS LIMITED (100%)
- KELLOCK HOLDINGS LIMITED (100%)
- (d) — KELLOCK LEASING LIMITED (100%)
 - KELLOCK LIMITED (97.5%)
 - (d) — CORPORATE AUDIT SERVICES LIMITED (100%)
 - KELLOCK VENTURES LIMITED (100%)
- (d) — KEYLOAN LIMITED (100%)
- LEEDS PERMANENT FINANCIAL SERVICES LIMITED (100%)
- (d) — MAXCAR FINANCE LIMITED (100%)
- MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY (75%)
- MVI FINANCIAL SERVICES LIMITED (51%)
- (d) — NEXCAR FINANCE LIMITED (100%)
- NFU MUTUAL FINANCE LIMITED (50%)
 - NFU MUTUAL FINANCE (3) LIMITED (100%)
- NORTH WEST SECURITIES FINANS DANMARK A/S (100%)
- (d) — NORTH WEST SECURITIES LIMITED (100%)
- (d) — NWS 1 LIMITED (100%)
- (d) — NWS 10 LIMITED (100%)
- (d) — NWS 103 LIMITED (100%)
- (d) — NWS 11 LIMITED (100%)
- (d) — NWS 12 LIMITED (100%)
- (d) — NWS 2 LIMITED (100%)
- (d) — NWS 204 LIMITED (100%)
- (d) — NWS 205 LIMITED (100%)
- (d) — NWS 206 LIMITED (100%)
- (d) — NWS 3 LIMITED (100%)
- (d) — NWS 327 LIMITED (100%)
- (d) — NWS 328 LIMITED (100%)
- (d) — NWS 329 LIMITED (100%)
- (d) — NWS 4 LIMITED (100%)
- NWS 401 PUBLIC LIMITED COMPANY (100%)

Company Tree Report

Date : 24/02/1998

Company Name : CAPITAL BANK plc [Contd]

Company Number : 392902

- (d) NWS 5 LIMITED (100%)
- (d) NWS 6 LIMITED (100%)
- (d) NWS 7 LIMITED (100%)
- (d) NWS 8 LIMITED (100%)
- NWS 874 LIMITED (100%)
- (d) NWS 9 LIMITED (100%)
- (d) NWS AGENCIES LIMITED (100%)
- (d) NWS ASSET FINANCE LIMITED (100%)
- (d) NWS ASSET FINANCE (2) LIMITED (100%)
- NWS BANK PUBLIC LIMITED COMPANY (100%)
- (d) NWS CONTRACT HIRE LIMITED (100%)
- NWS CORPORATE FINANCE PUBLIC LIMITED COMPANY (100%)
- (d) NWS CORPORATE RISK MANAGEMENT LIMITED (100%)
- (d) NWS FACILITIES LIMITED (100%)
- NWS FINANCE INTERNATIONAL LIMITED (100%)
- (d) NWS INSURANCE SERVICES LIMITED (100%)
- (d) NWS LEASING LIMITED (100%)
- (d) NWS LIMITED (100%)
- (d) NWS MEADOWHALL INVESTMENTS LIMITED (100%)
- (d) NWS PENSION TRUSTEES LIMITED (100%)
- (d) NWS PROPERTY INVESTMENTS LIMITED (100%)
- (d) NWS PROPERTY INVESTMENTS (3) LIMITED (100%)
- (d) NWS PROPERTY INVESTMENTS (6) LIMITED (100%)
- (d) NWS PROPERTY INVESTMENTS (9) LIMITED (100%)
- (d) NWS PUBLIC SECTOR FINANCE LIMITED (100%)
- NWS TRUST LIMITED (100%)
- OWEN OWEN FINANCE LIMITED (100%)
- (d) PUBLIC SERVICES FINANCE LIMITED (100%)
- RFS LIMITED (50%)
 - RFS (4) LIMITED (100%)
 - RFS (1) LIMITED (100%)
 - RFS (2) LIMITED (100%)
 - RFS (3) LIMITED (100%)
 - RFS FACILITIES LIMITED (100%)
- SEAFORTH MARITIME (HIGHLANDER) LIMITED (100%)
- SEAFORTH MARITIME (JARL) LIMITED (100%)
- (d) STEAM MILL LIMITED (100%)
- (d) THE COMMERCIAL BUSINESS CENTRE LIMITED (100%)
- THE DIRECT MORTGAGE BUSINESS LIMITED (100%)
- THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY (100%)
- (d) THE PROFESSIONAL BUSINESS CENTRE LIMITED (100%)
- TOWER HILL PROPERTY INVESTMENTS (1) LIMITED (90%)
- TOWER HILL PROPERTY INVESTMENTS (10) LIMITED (90%)
- TOWER HILL PROPERTY INVESTMENTS (4) LIMITED (90%)
- TOWER HILL PROPERTY INVESTMENTS (7) LIMITED (90%)
- TRUCK FINANCE LIMITED (100%)
- VALKARAY INSURANCE LIMITED (100%)
- (d) VENDOR BUSINESS CENTRE LIMITED (100%)
- VMHL LIMITED (100%)
- (d) WHITEROSE RENTALS LIMITED (100%)

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Australia

ACN 069305586	CAPITAL COMMERCIAL FINANCE LIMITED
ACN 069457423	CAPITAL CONSUMER FINANCE LTD
ACN 002 888 048	CAPITAL CORPORATE FINANCE LIMITED
ACN 069663136	CAPITAL FINANCE AUSTRALIA LIMITED
ACN 069 060 215	CAPITAL FINANCE DIRECT LIMITED
ACN 066 814 239	CAPITAL FINANCE SUPERANNUATION PTY LIMITED
ACN 068 998 425	CAPITAL WHOLESALE LIMITED
ACN 069 060 251	INCHCAPE FINANCIAL SERVICES AUSTRALIA LIMITED
ACN 069 498 737	INCHCAPE WHOLESALE FINANCE AUSTRALIA LIMITED
ACN 069305666	NWS (AUSTRALIA) LIMITED
ACN 9999	Scottish Pacific Business Finance Pty Ltd
ACN 9999	Scottish Pacific Management Services Pty Ltd
ACN 075 044 656	ST ANDREW'S INSURANCE (AUSTRALIA) Pty LIMITED
ACN 002 888 057	TECHNOLOGY LEASING CORPORATION LIMITED
ACN 068998407	THE MORTGAGE BUSINESS LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Cayman Islands

50752

BAY RIDGE LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Denmark

63.225

NORTH WEST SECURITIES FINANS DANMARK A/S

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : England

2092299	ALLEN & TOWNSEND EDWARD RUSHTON LTD
1772586	AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED
2779405	AUTOPIA CONTRACT HIRE LIMITED
2258316	BERISFORD CONSUMER FINANCE (SOUTHERN) LIMITED
2188716	BERISFORD CONSUMER FINANCE (WESTERN) LIMITED
2581272	BERISFORD CONSUMER FINANCE LIMITED
2517510	BISHOPSCOURT DIRECT MARKETING LIMITED
1793182	BISHOPSCOURT FINANCIAL HOLDINGS LIMITED
3027145	BISHOPSCOURT FINANCIAL PLANNING LIMITED
2477092	BISHOPSCOURT FINANCIAL SERVICES LIMITED
1886906	BISHOPSCOURT GROUP SERVICES LIMITED
3416733	BRITANNIA PERSONAL LENDING LIMITED
1274023	BYSOULIS LIMITED
392902	CAPITAL BANK plc
2026526	CAPITAL BANK AGENCIES LIMITED
660559	CAPITAL BANK ASSET FINANCE (2) LIMITED
2694310	CAPITAL BANK CORPORATE FINANCE plc
2999416	CAPITAL BANK FACILITIES LIMITED
2014522	CAPITAL BANK INSURANCE SERVICES LIMITED
564784	CAPITAL BANK LEASING 1 LIMITED
559174	CAPITAL BANK LEASING 10 LIMITED
1816370	CAPITAL BANK LEASING 11 LIMITED
1826100	CAPITAL BANK LEASING 2 LIMITED
836962	CAPITAL BANK LEASING 3 LIMITED
561830	CAPITAL BANK LEASING 4 LIMITED
626561	CAPITAL BANK LEASING 5 LIMITED
1613516	CAPITAL BANK LEASING 6 LIMITED
541986	CAPITAL BANK LEASING 7 LIMITED
1765983	CAPITAL BANK LEASING 9 LIMITED
1665252	CAPITAL BANK LEASING LIMITED
2243523	CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED
1826862	CAPITAL BANK PENSION TRUSTEES LIMITED
2271271	CAPITAL BANK PROPERTY INVESTMENTS (3) LIMITED
2599292	CAPITAL BANK PROPERTY INVESTMENTS (6) LIMITED
2407114	CAPITAL BANK PROPERTY INVESTMENTS (9) LIMITED
722624	CAPITAL BANK PROPERTY INVESTMENTS LIMITED
2887187	CAPITAL BANK VEHICLE MANAGEMENT LIMITED
3188478	CAPITAL CONTRACT HIRE LIMITED
2687349	CAPITAL DIRECT LIMITED
1955536	CAPITAL FINANCE COMPANY LIMITED
2224926	CAPITAL FINANCIAL SERVICES PUBLIC LIMITED COMPANY
564585	CAPITAL INCENTIVES PUBLIC LIMITED COMPANY
2014510	CAPITAL MOTIVATION LIMITED
1722810	CAPITAL VEHICLE CONTRACTS LIMITED
2021624	CAPITAL WORLD TRAVEL LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : England [Contd]

2021642	CARAVAN FINANCE LIMITED
2862282	CENTRAL COLLECTIONS PLC
157682	CHESHIRE LEASING LIMITED
3029439	CHH HOLDINGS PLC
2974582	CORPORATE AUDIT SERVICES LIMITED
2999408	DAEWOO DIRECT FINANCE LIMITED
3128627	DAEWOO FACILITIES LIMITED
3138378	DISTINCT MORTGAGES LIMITED
2741273	E R S & K
1222591	E R S & K (NO 2) LIMITED
2367208	EDWARD RUSHTON COMPUTER SERVICES LTD
2091855	EDWARD RUSHTON INTERNATIONAL LTD
2367386	EDWARD RUSHTON LTD
2819763	EDWARD RUSHTON SON & KENYON (INTERNATIONAL) LTD
2819395	EDWARD RUSHTON SON & KENYON (UK) LIMITED
2965668	EDWARD RUSHTON SON & KENYON LIMITED
2599290	EUROLEASE CORPORATION LIMITED
0637694	EXMOOR FINANCE LIMITED
2617992	FIRST MUTUAL CONTRACTS LIMITED
2779404	FIRST MUTUAL CREDIT LIMITED
2779407	FIRST MUTUAL FINANCE LIMITED
2762559	FIRST MUTUAL GROUP PLC
2779406	FIRST MUTUAL LEASING LIMITED
2779408	FIRST MUTUAL SECURITIES LIMITED
2964970	FIRST RETAIL FINANCE (CHESTER) LTD
2862551	FIRST RETAIL FINANCE LIMITED
1043171	FORTHRIGHT FINANCE LIMITED
2956037	FREEWAY LIMITED
2415101	GLR VALUERS INTERNATIONAL LIMITED
159020	GODFREY DAVIS (CONTRACT HIRE) LIMITED
3416726	GUS FINANCE LIMITED
400198	IBOS FINANCE LIMITED
2015506	IBOS MEADOWHALL INVESTMENTS LIMITED
561902	IN STORE CREDIT LIMITED
3138389	INCHCAPE FINANCIAL SERVICES LIMITED
643307	INDUSTRIAL BANK OF SCOTLAND LIMITED
3140251	INTERNATIONAL MOTORS FACILITIES LIMITED
2956040	INTERNATIONAL MOTORS FINANCE LIMITED
882854	IRONGUILD FINANCE COMPANY LIMITED
2021640	J & J COLLECTIONS LIMITED
3164542	JOHN BROWN (SUTTON COLDFIELD) LIMITED
1564556	KELLOCK HOLDINGS LIMITED
1563322	KELLOCK LEASING LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : England [Contd]

1243683	KELLOCK LIMITED
2400055	KELLOCK VENTURES LIMITED
1729110	KEYLOAN LIMITED
2034958	LEEDS PERMANENT FINANCIAL SERVICES LIMITED
3138398	MAXCAR FINANCE LIMITED
2732662	MEMBERSHIP INSURANCE SERVICES LIMITED
2888721	MEMBERSHIP MORTGAGES LIMITED
2732650	MEMBERSHIP SERVICES CONSUMER LIMITED
1799209	MEMBERSHIP SERVICES DIRECT LIMITED
2231229	MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY
3209941	MEMBERSHIP SERVICES GENERAL LIMITED
2732652	MEMBERSHIP SERVICES LIMITED
2718022	MEMBERSHIP SERVICES TRAVEL LIMITED
2963432	MVI FINANCIAL SERVICES LIMITED
2271425	NEWS PROMOTIONS LIMITED
3491067	NEXCAR FINANCE LIMITED
2009033	NFU MUTUAL FINANCE (3) LIMITED
652227	NFU MUTUAL FINANCE LIMITED
1801205	NORTH WEST SECURITIES LIMITED
3416650	NWS 1 LIMITED
3416669	NWS 10 LIMITED
2010340	NWS 103 LIMITED
3416633	NWS 11 LIMITED
3416649	NWS 12 LIMITED
3416735	NWS 2 LIMITED
3164540	NWS 204 LIMITED
3211461	NWS 205 LIMITED
3211030	NWS 206 LIMITED
3416673	NWS 3 LIMITED
3416792	NWS 327 LIMITED
3451862	NWS 328 LIMITED
3451849	NWS 329 LIMITED
3416722	NWS 4 LIMITED
3416660	NWS 401 PUBLIC LIMITED COMPANY
3416648	NWS 5 LIMITED
3416790	NWS 6 LIMITED
3416646	NWS 7 LIMITED
3416780	NWS 8 LIMITED
1795380	NWS 874 LIMITED
3416651	NWS 9 LIMITED
3416626	NWS AGENCIES LIMITED
3416789	NWS ASSET FINANCE LIMITED
3416625	NWS ASSET FINANCE (2) LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : England [Contd]

2862630	NWS BANK PUBLIC LIMITED COMPANY
3416710	NWS CONTRACT HIRE LIMITED
3416644	NWS CORPORATE FINANCE PUBLIC LIMITED COMPANY
2756465	NWS CORPORATE RISK MANAGEMENT LIMITED
3416717	NWS FACILITIES LIMITED
3416664	NWS INSURANCE SERVICES LIMITED
3416656	NWS LEASING LIMITED
2920615	NWS LIMITED
3416732	NWS MEADOWHALL INVESTMENTS LIMITED
3416727	NWS PENSION TRUSTEES LIMITED
3416724	NWS PROPERTY INVESTMENTS LIMITED
3416640	NWS PROPERTY INVESTMENTS (3) LIMITED
3416657	NWS PROPERTY INVESTMENTS (6) LIMITED
3416621	NWS PROPERTY INVESTMENTS (9) LIMITED
3166181	NWS PUBLIC SECTOR FINANCE LIMITED
611625	OWEN OWEN FINANCE LIMITED
1709029	PUBLIC SERVICES FINANCE LIMITED
1930792	RFS (1) LIMITED
1931522	RFS (2) LIMITED
1800986	RFS (3) LIMITED
1319326	RFS (4) LIMITED
3056899	RFS FACILITIES LIMITED
548902	RFS LIMITED
2300327	RUBY AIRCRAFT LEASING AND TRADING LIMITED
2097939	RUSHTON GROUP LIMITED
2300370	SAPPHIRE AIRCRAFT LEASING AND TRADING LIMITED
1823551	SARHAL LIMITED
.	Scottish Pacific Business Finance Holdings Limited
3011193	ST ANDREW'S GROUP PLC
3104671	ST ANDREW'S INSURANCE PLC
3104670	ST ANDREW'S LIFE ASSURANCE PLC
2999661	STEAM MILL LIMITED
2920692	THE COMMERCIAL BUSINESS CENTRE LIMITED
2999410	THE DIRECT MORTGAGE BUSINESS LIMITED
1997277	THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY
2648061	THE PROFESSIONAL BUSINESS CENTRE LIMITED
2407830	TOWER HILL PROPERTY INVESTMENTS (1) LIMITED
2407853	TOWER HILL PROPERTY INVESTMENTS (10) LIMITED
2407849	TOWER HILL PROPERTY INVESTMENTS (4) LIMITED
2377708	TOWER HILL PROPERTY INVESTMENTS (7) LIMITED
0813681	TRELOAN (MORTGAGES) LIMITED
0567771	TRELOAN LIMITED
1591557	TRUCK FINANCE LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : England [Contd]

3027781	UNION BENEFITS LIMITED
3023353	UNION DIRECT LIMITED
3027374	UNION INSURANCE SERVICES LIMITED
3027400	UNION MEMBERSHIP SERVICES LIMITED
1851099	UNION PENSION CONSULTANTS LIMITED
3164524	VENDOR BUSINESS CENTRE LIMITED
2687346	VMHL LIMITED
2999427	WHITEROSE RENTALS LIMITED
0636832	YELLAND & CO (HIRE PURCHASE) LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Guernsey

27626

VALKARAY INSURANCE LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Ireland

12081	EQUIPMENT FINANCE CORPORATION LIMITED
16551	EQUITY BANK LIMITED
24716	EQUITY FINANCIAL SERVICES LIMITED
15854	EQUITY INSURANCES LIMITED
158785	EQUITY NOMINEES LIMITED
120329	GATEHOUSE FINANCE PLC
166830	GATEHOUSE LIFE & PENSIONS LIMITED
221285	NWS FINANCE INTERNATIONAL LIMITED
99615	OAKLAND LEASING LIMITED
148787	THISTLE FINANCE LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : New Zealand

AK / 692936	CAPITAL CONSUMER FINANCE LIMITED
AK / 700510	CAPITAL CORPORATE FINANCE LIMITED
AK / 692933	CAPITAL FINANCE DIRECT LIMITED
AK / 692934	FINANCE DIRECT LIMITED
AK / 692935	FIRST FINANCE DIRECT LIMITED
AK / 692937	FIRST RETAIL FINANCE LIMITED
NZ 9999	Scottish Pacific Administration Limited
NZ 9999	Scottish Pacific Business Finance Limited

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Northern Ireland

NI 4036	GOULSTON CREDIT COMPANY (ULSTER) LIMITED
NI 25898	MEMBERSHIP SERVICES (NI) LIMITED

Company Listings

Date as at: 24/02/1998

Company Number	Company Name
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Country of Incorporation : Scotland

SCO 7039	CAPITAL BANK ASSET FINANCE LIMITED
SCO 28042	CAPITAL BANK LEASING 12 LIMITED
SCO 49155	CAPITAL BANK LEASING 8 LIMITED
SCO 49732	CAPITAL FACTORS LIMITED
SCO 42633	CAPITAL FINANCE CREDIT CARD MANAGEMENT LIMITED
SCO 51116	CARAVANS INTERNATIONAL FINANCE LIMITED
SCO 52620	FLEXIFLY LIMITED
SCO 53015	GLOSSTRIPS LIMITED
SCO 12270	MACRAE & DICK LIMITED
SCO 23944	NWS TRUST LIMITED
SCO 55583	SEAFORTH MARITIME (HIGHLANDER) LIMITED
SCO 55584	SEAFORTH MARITIME (JARL) LIMITED
999	The Governor and Company of the Bank of Scotland