



Please complete in typescript,
or in bold black capitals.

B.S
£2475 x 165
439228

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	1999

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	2000

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
QUEENS PARK ROAD, HANDBRIDGE
CHESTER
CHESHIRE
CH88 3AN

Principal business activities
(See note 4)
Show trade classification code number(s) for the principal activity or activities.

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

6523	



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

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)
Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

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	See attached list							
* Voluntary details.								

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			Day	Month	Year	
	* Honours etc				Date of birth	08	10	1940
Forename(s)	IAN MCFARLANE							
Surname	BROWN							
Previous forename(s)								
Previous surname								
Address	TRESKO, 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			Day	Month	Year	
	* Honours etc	MA, MBA, FCIBS			Date of birth	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)
Please list directors in alphabetical order

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

Name	* Style / Title	<input type="text" value="MR"/>			Day	Month	Year	
	* Honours etc	<input type="text"/>			Date of birth	<input type="text" value="30"/>	<input type="text" value="11"/>	<input type="text" value="1947"/>
	Forename(s)	<input type="text" value="ALAN RODGER"/>						
	Surname	<input type="text" value="CHRISTIE"/>						
	Previous forename(s)	<input type="text"/>						
	Previous surname	<input type="text"/>						
Address	<input type="text" value="6 WEST LODGE DRIVE"/>							
	<input type="text"/>							
	Post town	<input type="text" value="WEST KIRBY"/>						
	County / Region	<input type="text" value="WIRRAL"/>	Postcode	<input type="text" value="L48 5JZ"/>				
	Country	<input type="text" value="ENGLAND"/>						
Nationality	<input type="text" value="BRITISH"/>							
Business occupation	<input type="text" value="DIRECTOR"/>							
Other directorships	<input type="text" value="See attached list"/>							
	<input type="text"/>							

Name	* Style / Title	<input type="text" value="MR"/>			Day	Month	Year	
	* Honours etc	<input type="text"/>			Date of birth	<input type="text" value="02"/>	<input type="text" value="12"/>	<input type="text" value="1950"/>
	Forename(s)	<input type="text" value="DAVID RICHARD"/>						
	Surname	<input type="text" value="FRYATT"/>						
	Previous forename(s)	<input type="text"/>						
	Previous surname	<input type="text"/>						
Address	<input type="text" value="ANNAVILLE, 24 SPITAL ROAD"/>							
	<input type="text"/>							
	Post town	<input type="text" value="BEBINGTON"/>						
	County / Region	<input type="text" value="WIRRAL"/>	Postcode	<input type="text" value="L63 9JE"/>				
	Country	<input type="text"/>						
Nationality	<input type="text" value="BRITISH"/>							
Business occupation	<input type="text" value="DIVISIONAL DIRECTOR"/>							
Other directorships	<input type="text" value="See attached list"/>							
	<input type="text"/>							

* Voluntary details.

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

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

Name	* Style / Title	<input type="text" value="MR"/>			Day	Month	Year
	* Honours etc	<input type="text" value="BA ACA"/>	Date of birth	<input type="text" value="05"/>	<input type="text" value="10"/>	<input type="text" value="1955"/>	
	Forename(s)	<input type="text" value="CHRISTOPHER ROGER"/>					
	Surname	<input type="text" value="HALLIWELL"/>					
	Previous forename(s)	<input type="text"/>					
	Previous surname	<input type="text"/>					
Address	<input type="text" value="3 HOUGH GREEN"/>						
<input type="text"/>							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	<input type="text" value="CHESTER"/>					
	County / Region	<input type="text"/>	Postcode	<input type="text" value="CH4 8JG"/>			
	Country	<input type="text"/>					
Nationality	<input type="text" value="BRITISH"/>						
Business occupation	<input type="text" value="FINANCE DIRECTOR"/>						
Other directorships	<input type="text" value="See attached list"/>						
<input type="text"/>							

Name	* Style / Title	<input type="text" value="MR"/>			Day	Month	Year
	* Honours etc	<input type="text"/>	Date of birth	<input type="text" value="13"/>	<input type="text" value="09"/>	<input type="text" value="1941"/>	
	Forename(s)	<input type="text" value="ROY"/>					
	Surname	<input type="text" value="LITTLER"/>					
	Previous forename(s)	<input type="text"/>					
	Previous surname	<input type="text"/>					
Address	<input type="text" value="3 THE PADDOCK, CURZON PARK"/>						
<input type="text"/>							
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	<input type="text" value="CHESTER"/>					
	County / Region	<input type="text"/>	Postcode	<input type="text" value="CH4 8AE"/>			
	Country	<input type="text"/>					
Nationality	<input type="text" value="BRITISH"/>						
Business occupation	<input type="text" value="DEPUTY MANAGING DIRECTOR"/>						
Other directorships	<input type="text" value="See attached list"/>						
<input type="text"/>							

* Voluntary details.

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		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					
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)
Please list directors in alphabetical order

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

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	1 FIELDEN COURT, MOLLINGTON							
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	CH1 6LS				
	Country	ENGLAND						
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)
Please list directors in alphabetical order

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

Name	* Style / Title	MR	Day	Month	Year	
	* Honours etc		Date of birth	05	10	1951
Forename(s)	PETER ROY					
Surname	OAKES					
Previous forename(s)						
Previous surname						
Address	10 LEAMINGTON ROAD, WEST HEATH					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	CONGLETON				
	County / Region		Postcode	CW12 4PF		
	Country					
Nationality	BRITISH					
Business occupation	GENERAL MANAGER					
Other directorships	See attached list					

Name	* Style / Title	MR	Day	Month	Year	
	* Honours etc	CA FCIBS	Date of birth	14	05	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)
Please list directors in alphabetical order

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

Name	* Style / Title	<input type="text" value="SIR"/>								
	* Honours etc	<input type="text" value="CBE BL CA FCMA (CONT)"/>	Date of birth	<table border="1"><tr><td>Day</td><td>Month</td><td>Year</td></tr><tr><td><input type="text" value="10"/></td><td><input type="text" value="07"/></td><td><input type="text" value="1932"/></td></tr></table>	Day	Month	Year	<input type="text" value="10"/>	<input type="text" value="07"/>	<input type="text" value="1932"/>
Day	Month	Year								
<input type="text" value="10"/>	<input type="text" value="07"/>	<input type="text" value="1932"/>								
	Forename(s)	<input type="text" value="JOHN CALMAN"/>								
	Surname	<input type="text" value="SHAW"/>								
	Previous forename(s)	<input type="text"/>								
	Previous surname	<input type="text"/>								
Address	<input type="text" value="10 BELGRAVE CRESCENT"/>									
<input type="text"/>										
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	<input type="text" value="EDINBURGH"/>								
	County / Region	<input type="text"/>	Postcode	<input type="text" value="EH4 3AH"/>						
	Country	<input type="text"/>								
Nationality	<input type="text" value="BRITISH"/>									
Business occupation	<input type="text" value="COMPANY DIRECTOR"/>									
Other directorships	<input type="text" value="See attached list"/>									
<input type="text"/>										
Name	* Style / Title	<input type="text"/>								
	* Honours etc	<input type="text"/>	Date of birth	<table border="1"><tr><td>Day</td><td>Month</td><td>Year</td></tr><tr><td><input type="text"/></td><td><input type="text"/></td><td><input type="text"/></td></tr></table>	Day	Month	Year	<input type="text"/>	<input type="text"/>	<input type="text"/>
Day	Month	Year								
<input type="text"/>	<input type="text"/>	<input type="text"/>								
	Forename(s)	<input type="text"/>								
	Surname	<input type="text"/>								
	Previous forename(s)	<input type="text"/>								
	Previous surname	<input type="text"/>								
Address	<input type="text"/>									
<input type="text"/>										
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	<input type="text"/>								
	County / Region	<input type="text"/>	Postcode	<input type="text"/>						
	Country	<input type="text"/>								
Nationality	<input type="text"/>									
Business occupation	<input type="text"/>									
Other directorships	<input type="text"/>									
<input type="text"/>										
<input type="text"/>										

* 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
9 3/8 % NON-CUM	94,000,000	£ 94,000,000
Totals	130,400,000	£ 130,400,000.00

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

22 FEB 1999

† 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

(enter number)

continuation sheets.

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, CAPITAL HOUSE, QUEENS PARK ROAD, HANDBRIDGE, CHESTER, CHESHIRE, CH88 3AN	
Tel 01244 694141	
DX number	DX exchange

Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name BARCLAY WILLIAM GORDON

† Directors only.

† Other directorships

COMMERCIAL FINANCE CAPITAL PLC

FIRST MUTUAL CONTRACTS LIMITED

KELLOCK 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 BOCHENSKI ANTHONY JOSEPH JOHN

† Directors only.

† Other directorships

CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED

EDWARD RUSHTON SON & KENYON LIMITED

FIRST RETAIL FINANCE LIMITED

FORTHRIGHT FINANCE LIMITED

GUS FINANCE LIMITED

MAXCAR FINANCE LIMITED

NEWS PROMOTIONS LIMITED

NWS LIMITED

SARHAL LIMITED

THE COMMERCIAL BUSINESS CENTRE 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

WARWICK LEASING 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 BROWN IAN MCFARLANE

† Directors only.

† Other directorships

FORTHRIGHT FINANCE LIMITED

INCHCAPE FINANCIAL SERVICES LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

KELLOCK LIMITED

MVI FINANCIAL SERVICES LIMITED

RFS LIMITED

NOTES

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- dormant

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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 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.

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- 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 CHRISTIE ALAN RODGER

† Directors only.

† Other directorships

FORTHRIGHT FINANCE LIMITED

INCHCAPE FINANCIAL SERVICES LIMITED

KELLOCK LIMITED

MAXCAR FINANCE LIMITED

RFS 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:
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Other directorships.

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- 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 FRYATT DAVID RICHARD

† Directors only.

† Other directorships

EDWARD RUSHTON SON & KENYON LIMITED

INTANDEM SERVICES LIMITED

KELLOCK 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 HALLIWELL CHRISTOPHER ROGER

† Directors only.

† Other directorships

NOTES

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Give previous forenames or surname(s) except:
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- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED

FINANCE & LEASING ASSOCIATION

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

WARWICK LEASING LIMITED

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

GUS 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

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 LITTLER ROY

† Directors only.

† Other directorships

STEAM MILL 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 MACLEAN JOHN NEIL

† Directors only.

† Other directorships

BANK OF SCOTLAND, WEST OF SCOTLAND LOCAL BOARD

BONE GROUP LIMITED

BONE STEEL 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

SALTIRE PLC

SCOTTISH VALUE TRUST PLC

NOTES

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

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Other directorships.

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- 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

STRATHYRE KNITWEAR HOLDINGS LIMITED

STRATHYRE KNITWEAR LIMITED

VINE ASSOCIATES 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** 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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- 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

EQUITY FINANCIAL SERVICES LIMITED

EQUITY INSURANCES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

FIRST RETAIL FINANCE LIMITED

FORTHRIGHT FINANCE LIMITED

GUS FINANCE LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY

MVI FINANCIAL SERVICES LIMITED

NOTES

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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 MERCER JOHN ALEXANDER

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED

FIRST RETAIL FINANCE LIMITED

GUS FINANCE LIMITED

INCHCAPE FINANCIAL SERVICES LIMITED

NEWS PROMOTIONS LIMITED

RFS (1) LIMITED

RFS (2) LIMITED

RFS (3) LIMITED

RFS (4) LIMITED

RFS FACILITIES LIMITED

RFS LIMITED

STEAM MILL 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

† Directors only.

† Other directorships

NOTES

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Other directorships.

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- dormant

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- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number	392902
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Company Name	CAPITAL BANK plc

Directors Name	MERCER JOHN ALEXANDER
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WARWICK LEASING LIMITED

† Other directorships

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.

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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 OAKES PETER ROY

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

FIRST RETAIL FINANCE LIMITED

NOTES

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Other directorships.

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- 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** SCOTT IAIN WILLIAM ST. CLAIR

1695 TRUSTEES LIMITED

ANGLO CALEDONIAN ASSET MANAGEMENT LIMITED

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

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

† Directors only.

† Other directorships

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.

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Other directorships.

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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

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

NOTES

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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

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

† Directors only.

† Other directorships

NOTES

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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 BPOT) LIMITED

UBERIOR NOMINEES LIMITED

UBERIOR TRADING LIMITED

UBERIOR TRUST LIMITED

NOTES

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- 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** SHAW JOHN CALMAN

1695 TRUSTEES 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

BANK OF SCOTLAND S.P. NOMINEES LIMITED

† Directors only.

† Other directorships

NOTES

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Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name SHAW JOHN CALMAN

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

REGENT BANK OF SCOTLAND PROPERTY NOMINEES LTD

† Directors only.

† Other directorships

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

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

WEALTH OF NATIONS FOUNDATION

NOTES

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Other directorships.

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Other relevant directorships

Company Number 392902

Company Name CAPITAL BANK plc

Directors Name SHAW JOHN CALMAN

† Directors only.

† Other directorships

WORLD BUSINESS FORUM LIMITED

NOTES

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- dormant

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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.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
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 93,999,999			
BANK OF SCOTLAND EDINBURGH NOMINEES LIMITED THE MOUND, EDINBURGH EH1 1YZ	9 3/8 % NON-CUM 1			

Company Tree

Date as at: 22/02/1999

Company Name : CAPITAL BANK plc

Company Number : 392902

- (d) --- ABACUS 123 LIMITED (100.00%)
- (d) --- ABACUS CASH LIMITED (100.00%)
- (d) --- ABACUS LOANS LIMITED (100.00%)
- (d) --- ABACUS MORTGAGES LIMITED (100.00%)
- (d) --- ABACUS ONLINE LIMITED (100.00%)
- ABBEY GREEN HOLDINGS LIMITED (100.00%)
 - CAPITAL BANK CASHFLOW FINANCE LIMITED (97.50%)
 - (d) --- CORPORATE AUDIT SERVICES LIMITED (100.00%)
 - KELLOCK VENTURES LIMITED (100.00%)
- (d) --- KELLOCK LEASING LIMITED (100.00%)
- AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED (50.00%)
- BAY RIDGE LIMITED (100.00%)
- BISHOPSCOURT FINANCIAL HOLDINGS LIMITED (50.00%)
- (d) --- BISHOPSCOURT DIRECT MARKETING LIMITED (100.00%)
- BISHOPSCOURT FINANCIAL PLANNING LIMITED (100.00%)
- (d) --- BISHOPSCOURT FINANCIAL SERVICES LIMITED (100.00%)
- BISHOPSCOURT GROUP SERVICES LIMITED (100.00%)
- (d) --- MEMBERSHIP INSURANCE SERVICES LIMITED (100.00%)
- (d) --- MEMBERSHIP SERVICES (NI) LIMITED (100.00%)
- MEMBERSHIP SERVICES CONSUMER LIMITED (100.00%)
- MEMBERSHIP SERVICES DIRECT LIMITED (100.00%)
- MEMBERSHIP MORTGAGES LIMITED (75.00%)
- (d) --- ROBMARCLIF LIMITED (100.00%)
- MEMBERSHIP SERVICES GENERAL LIMITED (49.00%)
- (d) --- MEMBERSHIP SERVICES LIMITED (100.00%)
- (d) --- MEMBERSHIP SERVICES TRAVEL LIMITED (100.00%)
- (d) --- UNION BENEFITS LIMITED (100.00%)
- (d) --- UNION DIRECT LIMITED (100.00%)
- (d) --- UNION INSURANCE SERVICES LIMITED (100.00%)
- (d) --- UNION MEMBERSHIP SERVICES LIMITED (100.00%)
- (d) --- UNION PENSION CONSULTANTS LIMITED (100.00%)
- BRITANNIA PERSONAL LENDING LIMITED (51.00%)
- CAPITAL BANK AGENCIES LIMITED (100.00%)
- CAPITAL BANK ASSET FINANCE (2) LIMITED (100.00%)
- CAPITAL BANK ASSET FINANCE LIMITED (100.00%)
- CAPITAL BANK CORPORATE FINANCE plc (100.00%)
- CAPITAL BANK FACILITIES LIMITED (100.00%)
- CAPITAL BANK INSURANCE SERVICES LIMITED (100.00%)
- CAPITAL BANK LEASING 1 LIMITED (100.00%)
- CAPITAL BANK LEASING 10 LIMITED (100.00%)
- CAPITAL BANK LEASING 11 LIMITED (100.00%)
- CAPITAL BANK LEASING 12 LIMITED (100.00%)
- CAPITAL BANK LEASING 2 LIMITED (100.00%)
- CAPITAL BANK LEASING 3 LIMITED (100.00%)
- SAPPHIRE AIRCRAFT LEASING AND TRADING LIMITED (19.90%)
- CAPITAL BANK LEASING 4 LIMITED (100.00%)
- CAPITAL BANK LEASING 5 LIMITED (100.00%)
- CAPITAL BANK LEASING 6 LIMITED (100.00%)
- CAPITAL BANK LEASING 7 LIMITED (100.00%)
- CAPITAL BANK LEASING 8 LIMITED (100.00%)
- CAPITAL BANK LEASING 9 LIMITED (100.00%)
- CAPITAL BANK MEADOWHALL INVESTMENTS LIMITED (100.00%)
- CAPITAL BANK MORTGAGES LIMITED (100.00%)
- CAPITAL BANK PENSION TRUSTEES LIMITED (100.00%)
- CAPITAL BANK PROPERTY INVESTMENTS (3) LIMITED (100.00%)
- CAPITAL BANK PROPERTY INVESTMENTS (6) LIMITED (100.00%)

Company Tree

Date as at: 22/02/1999

Company Name : CAPITAL BANK plc [Contd]

Company Number : 392902

- CAPITAL BANK PROPERTY INVESTMENTS (9) LIMITED (100.00%)
 - CAPITAL BANK PROPERTY INVESTMENTS LIMITED (100.00%)
 - MACRAE & DICK LIMITED (28.34%)
- CAPITAL BANK VEHICLE MANAGEMENT LIMITED (100.00%)
- (d) --- CAPITAL CONTRACT HIRE LIMITED (100.00%)
- (d) --- CAPITAL DIRECT LIMITED (100.00%)
- (d) --- CAPITAL FACTORS LIMITED (100.00%)
- CAPITAL FINANCE AUSTRALIA LIMITED (100.00%)
 - CAPITAL COMMERCIAL FINANCE LIMITED (100.00%)
 - CAPITAL CONSUMER FINANCE LTD (100.00%)
 - CAPITAL CORPORATE FINANCE LIMITED (100.00%)
 - (d) --- TECHNOLOGY LEASING CORPORATION LIMITED (100.00%)
- (d) --- CAPITAL FINANCE DIRECT LIMITED (100.00%)
- (d) --- CAPITAL FINANCE NEW ZEALAND LIMITED (100.00%)
- CAPITAL FINANCE SUPERANNUATION PTY LIMITED (100.00%)
- (d) --- CAPITAL FLEETLEASE LIMITED (100.00%)
- (d) --- CAPITAL WHOLESALE LIMITED (100.00%)
- INCHCAPE FINANCIAL SERVICES (AUSTRALIA) LIMITED (51.00%)
 - INCHCAPE WHOLESALE FINANCE AUSTRALIA LIMITED (100.00%)
- (d) --- CAPITAL FINANCE COMPANY LIMITED (100.00%)
- (d) --- CAPITAL FINANCE CREDIT CARD MANAGEMENT LIMITED (100.00%)
- CAPITAL FINANCIAL SERVICES PUBLIC LIMITED COMPANY (100.00%)
- CAPITAL INCENTIVES PUBLIC LIMITED COMPANY (100.00%)
- (d) --- CAPITAL MOTIVATION LIMITED (100.00%)
- CAPITAL VEHICLE CONTRACTS LIMITED (100.00%)
- (d) --- CAPITAL WORLD TRAVEL LIMITED (100.00%)
- (d) --- CARAVAN FINANCE LIMITED (100.00%)
- CARAVANS INTERNATIONAL FINANCE LIMITED (100.00%)
- CENTRAL COLLECTIONS PLC (100.00%)
- CHARTERHALL MARKETING LIMITED (100.00%)
- CHESHIRE LEASING LIMITED (100.00%)
- CHH HOLDINGS PLC (100.00%)
- ST ANDREW'S GROUP PLC (100.00%)
 - (d) --- MENTOR PROFESSIONAL SERVICES LIMITED (100.00%)
 - ST ANDREW'S INSURANCE PLC (100.00%)
 - (d) --- ST ANDREW'S INSURANCE (AUSTRALIA) Pty LIMITED (75.00%)
 - ST ANDREW'S LIFE ASSURANCE PLC (100.00%)
- (d) --- CREDIT ONLINE LIMITED (100.00%)
- DAEWOO DIRECT FINANCE LIMITED (100.00%)
- (d) --- DAEWOO FACILITIES LIMITED (100.00%)
- DISTINCT MORTGAGES LIMITED (100.00%)
- (d) --- E-Credit Limited (100.00%)
- EDWARD RUSHTON SON & KENYON LIMITED (100.00%)
 - (d) --- ALLEN & TOWNSEND EDWARD RUSHTON LTD (100.00%)
 - (d) --- E R S & K (100.00%)
 - (d) --- E R S & K (NO 2) LIMITED (100.00%)
 - (d) --- EDWARD RUSHTON COMPUTER SERVICES LTD (100.00%)
 - (d) --- EDWARD RUSHTON INTERNATIONAL LTD (100.00%)
 - (d) --- EDWARD RUSHTON LTD (100.00%)
 - (d) --- EDWARD RUSHTON SON & KENYON (INTERNATIONAL) LTD (100.00%)
 - (d) --- EDWARD RUSHTON SON & KENYON (UK) LIMITED (100.00%)
 - (d) --- GLR VALUERS INTERNATIONAL LIMITED (100.00%)
 - (d) --- RUSHTON GROUP LIMITED (100.00%)
- EQUITY BANK LIMITED (100.00%)
- EQUITY FINANCIAL SERVICES LIMITED (100.00%)

Company Tree

Date as at: 22/02/1999

Company Name : CAPITAL BANK plc [Contd]

Company Number : 392902

- EQUITY INSURANCES LIMITED (100.00%)
- EQUITY NOMINEES LIMITED (100.00%)
- NWS FINANCE INTERNATIONAL LIMITED (100.00%)
- THISTLE FINANCE LIMITED (100.00%)
- (d) — EUROLEASE CORPORATION LIMITED (100.00%)
- FIRST MUTUAL CONTRACTS LIMITED (100.00%)
- (d) — FIRST MUTUAL VEHICLE HIRE LIMITED (100.00%)
- FIRST RETAIL FINANCE (CHESTER) LTD (50.00%)
- FIRST RETAIL FINANCE LIMITED (50.00%)
- FLEXIFLY LIMITED (100.00%)
- FORTHRIGHT FINANCE LIMITED (100.00%)
- (d) — BERISFORD CONSUMER FINANCE LIMITED (100.00%)
- (d) — BERISFORD CONSUMER FINANCE (SOUTHERN) LIMITED (100.00%)
- (d) — BERISFORD CONSUMER FINANCE (WESTERN) LIMITED (100.00%)
- FIRST MUTUAL GROUP PLC (100.00%)
- (d) — AUTOPIA CONTRACT HIRE LIMITED (100.00%)
- (d) — FIRST MUTUAL CREDIT LIMITED (100.00%)
- (d) — FIRST MUTUAL FINANCE LIMITED (100.00%)
- (d) — FIRST MUTUAL LEASING LIMITED (100.00%)
- (d) — FIRST MUTUAL SECURITIES LIMITED (100.00%)
- IRONGUILD FINANCE COMPANY LIMITED (100.00%)
- (d) — TRELOAN LIMITED (100.00%)
- (d) — EXMOOR FINANCE LIMITED (100.00%)
- (d) — TRELOAN (MORTGAGES) LIMITED (100.00%)
- (d) — YELLAND & CO (HIRE PURCHASE) LIMITED (100.00%)
- FREEWAY LIMITED (100.00%)
- (d) — FUTURE STUDIOS LIMITED (100.00%)
- GLOSSTRIPS LIMITED (100.00%)
- GODFREY DAVIS (CONTRACT HIRE) LIMITED (100.00%)
- GOULSTON CREDIT COMPANY (ULSTER) LIMITED (100.00%)
- GUS FINANCE LIMITED (50.01%)
- IBOS FINANCE LIMITED (100.00%)
- IBOS MEADOWHALL INVESTMENTS LIMITED (100.00%)
- (d) — IN STORE CREDIT LIMITED (100.00%)
- INCHCAPE FINANCIAL SERVICES LIMITED (51.00%)
- (d) — INDUSTRIAL BANK OF SCOTLAND LIMITED (100.00%)
- INTERNATIONAL MOTORS FINANCE LIMITED (51.00%)
- INTERNATIONAL MOTORS FACILITIES LIMITED (100.00%)
- (d) — INTERNET CREDIT LIMITED (100.00%)
- J & J COLLECTIONS LIMITED (100.00%)
- (d) — KELLOCK HOLDINGS LIMITED (100.00%)
- (d) — KELLOCK LIMITED (100.00%)
- (d) — KEYLOAN LIMITED (100.00%)
- LEEDS PERMANENT FINANCIAL SERVICES LIMITED (100.00%)
- MAXCAR FINANCE LIMITED (51.00%)
- MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY (75.00%)
- MVI FINANCIAL SERVICES LIMITED (51.00%)
- (d) — NET CREDIT LIMITED (100.00%)
- (d) — NEXCAR FINANCE LIMITED (100.00%)
- NFU MUTUAL FINANCE LIMITED (50.00%)
- NFU MUTUAL FINANCE (3) LIMITED (100.00%)
- NORTH WEST SECURITIES FINANS DANMARK A/S (100.00%)
- (d) — NORTH WEST SECURITIES LIMITED (100.00%)
- (d) — NWS 1 LIMITED (100.00%)
- (d) — NWS 10 LIMITED (100.00%)

Company Tree

Date as at: 22/02/1999

Company Name :CAPITAL BANK plc [Contd]

Company Number : 392902

- (d) ... NWS 103 LIMITED (100.00%)
- (d) ... NWS 11 LIMITED (100.00%)
- (d) ... NWS 12 LIMITED (100.00%)
- (d) ... NWS 2 LIMITED (100.00%)
- (d) ... NWS 207 LIMITED (100.00%)
- (d) ... NWS 3 LIMITED (100.00%)
- (d) ... NWS 327 LIMITED (100.00%)
- (d) ... NWS 330 LIMITED (100.00%)
- (d) ... NWS 333 LIMITED (100.00%)
- (d) ... NWS 335 LIMITED (100.00%)
- (d) ... NWS 336 LIMITED (100.00%)
- (d) ... NWS 4 LIMITED (100.00%)
- ... NWS 401 PUBLIC LIMITED COMPANY (100.00%)
- ... NWS 402 PUBLIC LIMITED COMPANY (100.00%)
- (d) ... NWS 5 LIMITED (100.00%)
- (d) ... NWS 6 LIMITED (100.00%)
- (d) ... NWS 7 LIMITED (100.00%)
- (d) ... NWS 8 LIMITED (100.00%)
- ... NWS 874 LIMITED (100.00%)
- (d) ... NWS 9 LIMITED (100.00%)
- (d) ... NWS AGENCIES LIMITED (100.00%)
- (d) ... NWS ASSET FINANCE LIMITED (100.00%)
- (d) ... NWS ASSET FINANCE (2) LIMITED (100.00%)
- ... NWS BANK PUBLIC LIMITED COMPANY (100.00%)
- (d) ... NWS CONTRACT HIRE LIMITED (100.00%)
- ... NWS CORPORATE FINANCE PUBLIC LIMITED COMPANY (100.00%)
- (d) ... NWS CORPORATE RISK MANAGEMENT LIMITED (100.00%)
- (d) ... NWS FACILITIES LIMITED (100.00%)
- ... NWS FINANCE INTERNATIONAL LIMITED
- (d) ... NWS INSURANCE SERVICES LIMITED (100.00%)
- (d) ... NWS LEASING LIMITED (100.00%)
- (d) ... NWS LIMITED (100.00%)
- (d) ... NWS MEADOWHALL INVESTMENTS LIMITED (100.00%)
- (d) ... NWS PENSION TRUSTEES LIMITED (100.00%)
- (d) ... NWS PROPERTY INVESTMENTS LIMITED (100.00%)
- (d) ... NWS PROPERTY INVESTMENTS (3) LIMITED (100.00%)
- (d) ... NWS PROPERTY INVESTMENTS (6) LIMITED (100.00%)
- (d) ... NWS PROPERTY INVESTMENTS (9) LIMITED (100.00%)
- (d) ... NWS PUBLIC SECTOR FINANCE LIMITED (100.00%)
- ... NWS TRUST LIMITED (100.00%)
- (d) ... ONLINE CREDIT LIMITED (100.00%)
- ... OWEN OWEN FINANCE LIMITED (100.00%)
- (d) ... PUBLIC SERVICES FINANCE LIMITED (100.00%)
- ... RFS LIMITED (50.00%)
 - ... RFS (4) LIMITED (100.00%)
 - ... RFS (1) LIMITED (100.00%)
 - ... RFS (2) LIMITED (100.00%)
 - ... RFS (3) LIMITED (100.00%)
 - ... RFS FACILITIES LIMITED (100.00%)
- ... SEAFORTH MARITIME (HIGHLANDER) LIMITED (100.00%)
- ... SEAFORTH MARITIME (JARL) LIMITED (100.00%)
- ... SELECT BENEFITS LIMITED (100.00%)
- (d) ... STEAM MILL LIMITED (100.00%)
- (d) ... THE COMMERCIAL BUSINESS CENTRE LIMITED (100.00%)
- ... THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY (100.00%)

Company Tree

Date as at: 22/02/1999

Company Name :CAPITAL BANK plc [Contd]

Company Number : 392902

(d)--- THE PROFESSIONAL BUSINESS CENTRE LIMITED (100.00%)
--- TOWER HILL PROPERTY INVESTMENTS (1) LIMITED (90.00%)
--- TOWER HILL PROPERTY INVESTMENTS (10) LIMITED (90.00%)
--- TOWER HILL PROPERTY INVESTMENTS (4) LIMITED (90.00%)
--- TOWER HILL PROPERTY INVESTMENTS (7) LIMITED (90.00%)
--- TRUCK FINANCE LIMITED (100.00%)
--- VALKARAY INSURANCE LIMITED (100.00%)
(d)--- VENDOR BUSINESS CENTRE LIMITED (100.00%)
--- VMHL LIMITED (100.00%)
--- WARWICK LEASING LIMITED (50.00%)
(d)--- WEB CREDIT LIMITED (100.00%)
(d)--- WEB FINANCE LIMITED (100.00%)