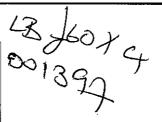


Please complete in typescript, or in bold black capitals.



363a

Annual Return

Company Number

1462252

Company Name in full

* F363AD40 *

Date of this return(See note 1) The information in this return is made up to

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.

15B ENGLAND &	WALES LIMITED	

 Day
 Month
 Year

 04
 04
 1997

 Day
 Month
 Year

 04
 04
 1998

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

71 LOMBARD STREET

LONDON

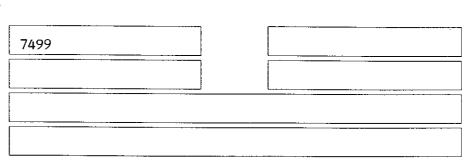
EC3P 3BS

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.





COMPANIES HOUSE 16/04/97
Form revised March 1995

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

Danistan af	!	_					
Register of r	embers is no	t kept at the					
registered office, st	tate here wh	ere it is kept.					
		Post town					
	С	ounty / Region				Postcode	
Register of I	Debentu	re holders					
(See note 6) If there is a register	r of debentu	re holders	N/A				
and it is not kept at state here where it	the register	ed office,					
		Post town					
	С	ounty / Region				Postcode	
Company ty	pe (See noi	te 7)					
Public limited compar	пу						
Private company limit	ted by shares		X				
Private company limit share capital	ted by guaran	tee without					
Private company limit section 30	ted by shares	exempt under		Pleas	se mark the a	appropriate box	:
Private company limit under section 30	ted by guaran	tee exempt					
Private unlimited com	npany with sha	are capital					
Private unlimited com	pany without	share capital					
	,			-			
Company Se	ecretary ₍	see notes 1-5)	Details of a new	compan	y secretary	must be notifi	ied on form 288a.
(Please photocopy this area to provide details of joint	Name	* Style / Title	MISS			*Honours etc	
secretaries).	Forename(s)		KAREN KRISTINA				
* Voluntary details.		Surname	PARKER				
·	Previou	ıs forename(s)					
	Previo	us surname(s)					
	Address		SHAMMAH				
Usual resident			19 BEULAH ROAD				
address must be given. In the case	e of a	Post town	HORNCHURCH	****			
corporation, give registered or prin office address.	_ ! 1	ounty / Region	ESSEX			Postcode	RM12 4YR
		Country					

Directors (see	ee notes 1 to ctors in al	o 5) phabetical order.	Details of new director	s must be notified on form	288a			
	Name	* Style / Title	MISS		Day	Month	Year	
		* Honours etc	_	Date of birth	03	12	1966	
		Forename(s)	SARAH					
		Surname	BARFORD WILKS					
	Prev	vious forename(s)						
	Pre	evious surname(s)	·					
Address			3 TOWER ROAD, STRAWE	BERRY HILL				
Usual reside								
address must given. In the ca corporation, giv	se of a	Post town	TWICKENHAM			<u> </u>		
registered or pr office address.	incipal	County / Region	MIDDLESEX	Postcode	TW1 4PD			
		Country		Nationality	BRITIS	SH.		
	Busines	s occupation	COMPANY SECRETARY					
	Other di	irectorships	NO OTHER DIRECTORSHIPS					
* Voluntary details.								
	Name	* Style / Title	MR.		Day	Month	Year	
		* Honours etc		Date of birth	02	02	1959	
		Forename(s)	MICHAEL ROGER					
		Surname	HATCHER					
	. Prev	vious forename(s)						
	Pre	evious surname(s)						
	Address	5	HUNYANI, ARDLEIGH ROAD					
Usual reside address must	ntial he		LITTLE BROMLEY					
given. In the ca corporation, giv	se of a e the	Post town	MANNINGTREE					
registered or pr office address.	incipai	County / Region	on ESSEX Postcode CO11 2QA					
		Country		Nationality	BRITIS	SH		
·	Busines	ss occupation	COMPANY SECRETARY					
	Other di	irectorships	NO OTHER DIRECTORSHIPS					

Directors (see Please list directors)	e notes 1-5 tors in al	5) Iphabetical order	Details of new director	rs must be noti	fied on form	288a.			
	Name	* Style / Title	MR.			Day	Month	Year	
		* Honours etc		Da	ate of birth	21	03	1948	
		Foreneme(s)	ALASTAIR JOHN				<u></u>		
		Surname	MICHIE			-			
	Pre	vious forename(s)							
		Previous surname							
	Addres	s	14 MARLYNS CLOSE, BU	RPHAM					
Usual resider									
address must be given. In the case	se of a	Post town	GUILDFORD						
corporation, give registered or pri office address.	e the ncipal	County / Region	SURREY		Postcode	GU4 7	LR		
onice address,		Country					····-	,	
	Nationa	ılity	BRITISH						
	Busines	ss occupation	COMPANY SECRETARY						
Other directorships			NO OTHER DIRECTORSHIPS						
	Name	* Style / Title	MRS.			Day	Month	Voor	
		* Honours etc] Da	ate of birth	22	02 .	1964	
		Forename(s)	HELEN SUZANNE	<u> </u>			-		
Surname			RODGERS						
	Pre	vious forename(s)	HELEN SUZANNE						
	1	Previous surname	PORTSMOUTH						
	Address	s	HEATHER BANK, 6 BURSTON GARDENS						
				<u> </u>					
Usual resider address must I given. In the cas	oe se of a	Post town	EAST GRINSTEAD						
corporation, give registered or pri office address.	ncipal	County / Region			Postcode	RH19	2HD		
		Country							
	Nationa	llity	BRITISH						
		ss occupation	COMPANY SECRETARY						
	Other d	irectorships	WELLFIELD HOUSE LIMITED (RESIGNED 12.3.97)						
* Voluntary details.									
					Page	3, Con	itinuation	sheet	

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)
	ORD. SHS OF £1	100	£ 100.00
	Totals	100	£ 100.00
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	There were no changes	in the period	
returns. (see note 10)	A list of changes is encl	on paper	in another format
	A full list of members is	enclosed X	
Elective resolutions (Private companies only) (See note 11)	If at the date of this retu	rn an election is in force annual general meeting	to dispense with s, mark this box
	If at the date of this retu laying acco	rn an election is in force ounts in general meeting	to dispense with s, mark this box
Certificate	I certify that the informa knowledge and belief.	tion given in this return is	s true to the best of my
Signed	K. Lau	Date	14.4.1997
† 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 include	s (enter number)	entinuation 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.	MISS K.K. PARKER, 71 LOMBARI	O STREET, LONDON, EC3P 3BS	
0171 356 1173		Tel 0171 356 117	3
	DX number	DX exchange	



Please complete in typescript, or in bold black capitals.

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

Company Number	1462252							
Company Name in full	TSB ENGLAND & WALES LIMITED							
	Number of shares or amount of the date of the last return (or in the case of the 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 incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members. Number or Number or Date of							
Name and address	amount amount registration currently held Transferred of transfer Remarks							
CTSB NOMINEES LIMITED 71 LOMBARD STREET, LONDON, EC3P 3BS	ord. shs of £1							
TSB BANK PLC	ord. shs of £1							
TSB BANK PLC VICTORIA HOUSE, VICTORIA SQUARE, BIRMINGHAM, B1 1BZ	99							