THE SECRETARIAT



NW 004116 £128(F)



Annual Return

| | | metuin |
|--|---|--------|
| Company number | CN 1759546 | A |
| Company name | The Mortgage Corporation Limited | |
| Date of this return The information on this return is made up to | Day Month Year DA 27 12 92 | |
| Date of next return I wish to make the next return to | DB 27 12 93 | |
| Registered Office This is the address at the date of this return Any change of registered office must be notified on form 287 | RO VICTORIA PLAZA 111 BUCKINGHAM PALACE ROAD Post town LONDON County/Region Postcode SW1W OSB | |
| Principal business activities The trade classification code number(s) for principal activity or activities is (are) | PA 8 6 2 9 | |

| Register of Members The register of members is kept at | RM (the registered office) Post town County/Region. Postcode | |
|--|--|--------|
| Register of Debenture Holders A register of debenture holders is kept at | RD (the registered office) Post town County/Region Postcode | |
| Company type | T2 Private company limited by shares | |
| Name * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname Usual residential address | Ian Antony Pellow AD 16 The Birchwoods Tilehurst Post town READING County/Region Berkshire Postcode RG3 5UH Country | |
| * Voluntary details | | Page 2 |

| Name | * Style/Title | CD Mr. |
|----------|---------------------|---|
| | Forenames | Donald Searcy |
| | Surname | Howard |
| | * Honours etc | |
| | Previous forenames | |
| | Previous surname | |
| Usual | residential address | AD 3 Hook Harbor Road |
| | | |
| | | Post town ATLANTIC HIGHLANDS |
| | | County/Region New Jersey |
| | | Postcode 07716 Country USA |
| | Date of birth | DO 13 08 28 Nationality NA American |
| | Business occupation | OC Investment Banker |
| | Other directorships | OD See attached list |
| | | |
| 4. | de Obert ettitus | |
| Name | * Style/Title | CD Mr. |
| | Forenames | David |
| | Surname | Jarvis |
| | * Honours etc | |
| | Previous forenames | |
| | Previous surname | |
| Usual | residential address | AD 64 Cadogan Square |
| | | |
| | | Post town LONDON |
| | | County/Region |
| | | Postcoc SW1 Country UK |
| | Date of birth | DO 09 03 41 Nationality NA American/Brit. |
| | Business occupation | OC Banker |
| | Other directorships | OD See attached list |
| * Volunt | ary details | |

| barectors - | (continued) |
|-------------|-------------|
|-------------|-------------|

| Name | * Style/Title | CD Mr. |
|---------------|---------------------|-------------------------------------|
| | Forenames | James Lee |
| | Surname | Massey |
| | * Honours etc | |
| | Previous forenames | |
| | Previous surname | |
| Usual | residential address | AD 99 Roundhill Road |
| | | Greenwich |
| | | Post town CONNECTICUT |
| | | County/Region |
| | | Postcode 06831 Country USA |
| | Date of birth | DO 09 02 43 Nationality NA American |
| | Business occupation | OC Investment Banker |
| | Other directorships | 00 None |
| | | |
| Name | * Style/Title | CD Mr |
| | Forenames | Robert Andrew |
| | Surname | Nau (|
| | * Honours etc | |
| | Previous forenames | |
| | Previous surname | |
| บรนล โ | residential address | AD 9 Beechwood Road |
| | | Bronxville [|
| | { | Post town |
| | | County/Region New York |
| | } | Postcode NY 10708 Country USA |
| | Date of birth | 00 28 08 40 Nationality NA American |
| | Business occupation | OC Investment Banker |
| | Other directorships | OD None |
| * Volunta | ry details | |
| | | (Continuation sheet 1) Page 3 |

| Directors | (continued) | Company 1759546 |
|---------------|---|--|
| Name | * Style/Title Forenames Surname * Honours etc Previous forenames | CD Mr LeRoy Jay Rothe |
| Usua1 | Previous surname residential address | AD 39 Chester Row , London |
| | Date of birth Business occupation Other directorships | DO 24 04 46 Nationality NA American OC Chief Executive of TMC OD See attached list |
| Name Usua] | * Style/Title Forenames Surname * Honours etc Previous forenames Previous surname residential address | AD Post town |
| | | County/Region Country |

Date of birth
Business occupation
Other directorships

DO

00

OD

* Voluntary details

Nationality NA

| Other relevant directorships, specifying | ng the director in question |
|--|-----------------------------|
| Other directorships for D.S. Howard | |
| -Salomon-(-International) Finance-AG- | N.A. A. |
| Other directorships for D. Jarvis | |
| The Residential Mortgage Corporation | PLC |
| Other directorships for LJR Rothe | |
| The Residential Mortgage Corporation | PLC |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

Issued share capital
The shares in issue at the
date of this return are

| Class | Number | Aggregate Nominal Value |
|-------------|------------|----------------------------|
| Ordinary £1 | 52,500,100 | 52,500,100.00 |
| , | | |
| | | |
| | | |
| | | |
| | | |
| Totals | 52,500,100 | 52,500,100.00 |

List of past and present Members

Elective resolutions (Private companies only)

None

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

I enclose the fee of £32.

Make cheques payable to Companies House.

Signed Secretary/Dik

Secretary/Director *
(* delete as appropriate)

Date

4/2/1993

This return includes 3 continuation sheets.

Contact point address

IA Pellow VICTORIA PLAZA 111 BUCKINGHAM PALACE ROAD LONDON

Postcode SW1W OSB

Telephone

Extension

Complete List of Members for The Mortgage Corporation Limited from 27/12/91 to 27/12/92

Member's Name and Address Phibro-Salomon Nominees Limited VICTORIA PLAZA, 111 BUCKINGHAM PALACE ROAD LONDON SWIW OSB

| Class of shares | Held at date of incorp. or last return | Shares received | Shares transferred | Date of regist- ration | Held at date of this return |
|-----------------------|--|--------------------|-----------------------|------------------------------|-----------------------------------|
| Ordinary £1 shares | ī | | | 7 4 0 1 0 11 | 1 |

Member's Name and Address
The Mortgage Corporation Group Limited
VICTORIA PLAZA, 111 BUCKINGHAM PALACE ROAD
LONDON SWIW OSB

| Class of shares | Held at date of incorp. or | Shares received | Shares transferred | Date of regist- | Held at date of this |
|-----------------------|----------------------------|--------------------|-----------------------|--------------------|----------------------|
| Ordinary £1 shares | last return 32,500,099 | 20,000,000 | | ration 23/12/92 | return 52,500,099 |