TSB MORTGAGES LIMITED

REPORT AND ACCOUNTS 1996

Registered number 2412574

Registered office

Endeavour House
1 Lyonsdown Road
New Barnet
Herts EN5 1HU

Directors

T M Dawson K R Greenough

Secretary

S G Barford Wilks



Member of Lloyds TSB Group

Report of the directors

Activities and results

During the year ended 31 December 1996, the company did not trade or incur any liabilities and consequently made neither profit nor loss.

Directors

The names of the present directors of the company are shown on page 1.

Reference is made on page 5 in note 4 to the interests of the directors in the capital of Lloyds TSB Group plc, the ultimate parent company, and its subsidiaries.

On behalf of the board

mh

Director

Balance sheet at 31 December 1996

Current assets Amount owed by immediate parent company	Notes	31 December 1996 £	31 December 1995 £
		2	2
Capital and reserves Called up share capital	3	2	2

The company was dormant, within the meaning of section 250 of the Companies Act 1985, throughout the year ended 31 December 1996.

(M.) (2)

Director

The notes on pages 4 and 5 form part of these accounts.

Notes to the accounts

1. Accounting policy

The accounts have been prepared in accordance with applicable accounting standards.

2. Results

During the year ended 31 December 1996 the company did not trade or incur any liabilities and consequently has made neither profit nor loss (1995: £nil).

3. Called up share capital

	31 December 1996 £	31 December 1995 £
Authorised 100 ordinary shares of £1 each	100	100
Allotted, issued and fully paid 2 ordinary shares of £1 each	2	2

The company regarded by the directors as the ultimate parent company is Lloyds TSB Group plc, which is also the parent company of the largest group of companies for which group accounts are drawn up and which the company is a member. TSB Bank plc is the parent company of the smallest such group of companies. Lloyds TSB Group plc is registered in Scotland and TSB Bank plc is registered in England and Wales. Copies of the accounts of both companies may be obtained from the company secretary's office, Lloyds TSB Group plc, 71 Lombard Street, London, EC3P 3BS.

4. Directors' interests

The interests of the directors in shares in Lloyds TSB Group plc were:

Ordinary shares of 25p each

	31 December 1996	1 January 1996 (or date of appointment if later)
T M Dawson	42,863	16,577
K R Greenough	63,356	5,585

Options to subscribe for ordinary shares of 25p each

	At 1 January 1996 (or date of appointment if later)	Granted during the year or since appointment (exerciseable between 1999 and 2006)	Exercised during the year or since appointment	At 31 December 1996
T M Dawson	128,335	9,250	92,263	45,322
K R Greenough	137,739	10,750	95,847	52,642

None of the directors had an interest at the beginning of the year or at the end of the year in the loan capital of Lloyds TSB Group plc or any other interest in the share or loan capital of its subsidiaries.

5. Emoluments of the directors

None of the directors received any emoluments in respect of their services to the company (1995 : £nil).

6. Date of approval