

for the record ---Company Name

TD BANK EUROPE LIMITED

Company Type **Private Company Limited By Shares** Company Number 2734652 Information extracted from Companies House records on 22nd May 2004

363s Annual Return

39513383/90

> Please check the details printed in blue on this statement.

- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Section 1: Company details



Ref: 2734652/09/28		Current o	letails	Amended details	5
^	Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Triton Cou 14/18 Finst London EC2A 1DB	rt oury Square	Address UK Postcode	
>	Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address w At Registe	here the Register is held red Office	Address UK Postcode	
>	Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Not Applic	able	Address UK Postcode	
>	Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code 6512	Description Other monetary intermediation	SIC CODE Descri	ption
>	Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.				

	Current details	Amended details
> Company Secretary If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name John Richard Cottam WHITE LLB SOLICITOR Address 21 Elliott Road Chiswick London W4 1PF	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 7235 of the Companies Act 1985. Address
Particulars of a new Company Secretary must be notified on form 288a.		UK Postcode
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Marcus FEDDER Address 14 Chester Street London SW1X 7BB	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address
Particulars of a new Director must be notified on form 288a.	Date of birth 10/04/1959 Nationality German Occupation Banker	UK Postcode Date of birth / / Nationality Occupation Date of change / / Date Marcus FEDDER ceased to be director (if applicable)

Company Number - 2734652	Section 2: Details of Officers of the Company (continued) Current details Amended details		
> Director ` If any of the details for this	Name Trevor Nadin HILL	Name	
person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address Deepdale The Ridge Woking Surrey GU22 7EE	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address	
	Date of birth 17/07/1951		
Particulars of a new Director	Nationality British	UK Postcode	
must be notified on form 288a.	Occupation Banker	Nationality	
		Occupation Date of change / /	
	:	Date Trevor Nadin HILL ceased to be director (if applicable)	
		11	
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address 3 Pembroke Walk London W8 6PQ	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address	
	Date of birth 02/09/1952		
	Nationality British	UK Postcode	
Particulars of a new Director must be notified on form 288a.	Occupation Banker	Date of birth / _ /	
		Date of change / /	

Company Number - 2734652	Section 2: Details of Officers of the Current details	Amended details	
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Richard Mark NEWMAN Address 13 Upper Walk Virginia Water Surrey GU25 4SN	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address	
Particulars of a new Director must be notified on form 288a.	Date of birth 14/11/1961 Nationality Canadian Occupation Banker	UK Postcode	
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Manjit SINGH Address 105 Globe View 10 High Timber Street London EC4V 3PL	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address	
Particulars of a new Director must be notified on form 288a.	Date of birth 25/07/1969 Nationality Canadian Occupation Accountant	UK Postcode	

Company Number - 2734652		Section 2: Details of Officers of the Company (continued)		
		Current details	Amended details	
>	Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name John Richard Cottam WHITE LLB SOLICITOR	Name	
		Address 21 Elliott Road Chiswick London W4 1PF	Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723f of the Companies Act 1985. Address	
		Date of birth 20/03/1954		
		Nationality British	UK Postcode	
	Particulars of a new Director must be notified on form 288a.	Occupation Lawyer	Date of birth / / Nationality	
			Occupation	
			Date of change / /	
			Date John Richard Cottam WHITE LLB SOLICITOR ceased to be director (if applicable)	

_	Issued share capital details	
ease fill in the	Class of Share	Number of shares issued
pital by class (eg.	DROINARY	40,000,000
linary, preference) that has been		Aggregate Nominal Value of issued shares
ued to the mpany's areholders.		40,000,000 US \$
	Class of Share	Number of shares issued
	REDEEMABLE PREFERENCE	56,663,750
		Aggregate Nominal Value of issued shares
		56,663,750 US\$
	Class of Share	Number of shares issued
	REDEEMABLE PREFERENCE	300,827,500
		Aggregate Nominal Value of issued shares
		300,817,500 (€)
	Class of Share	Number of shares issued
		Aggregate Nominal Value of issued shares
		Number of shares issued
		397,491,250
shares and their nominal value.	total	Aggregate Nominal Value of issued shares
	ails of total share bital by class (eg. linary, preference) that has been ued to the inpany's areholders.	Class of Share ails of total share bital by class (eg. linary, preference) that has been used to the inpany's archolders. Class of Share REDECMABLE PREFERENCE Class of Share Class of Share Class of Share Class of Share REDECMABLE PREFERENCE Please fill in the total number of issued shares and their total

required information on the attached schedules or in another format agreed by Companies House.

A list of changes is enclosed

A full list of members is enclosed

The last full list of members was received on: 14/06/2002

REMEMBER:

Changes to shareholder particulars or details of shares transferred to be completed each year A full list of shareholders is required with the first and every third Annual Return thereafter List shareholders in alphabetical order or provide an index List joint shareholders consecutively

Company Number - 2734652

Section 4: Details of New Shareholders and Transfers (A) (ii)

- > Please fill in details of any persons or corporate bodies who have become shareholders since the last annual return.
- > Please fill in details of any persons or corporate bodies that have transferred shares since the last annual return.
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company.
- > Please copy this page if there is not enough space to enter all the company's current shareholders.

Shareholders details	Class and number of shares or amount of stock transferred (If appropriate)	
Name		
Address		
		į
UK Postcode		
Name		
Address		•
		,
UK Postcode		
Name		
Address		
UK Postcode		
Name		
Address		
UK Postcode		

Section 4B: Details of Former Shareholders

- > Please fill in details of any persons or corporate bodies who have ceased to be shareholders at the date of this return. Also, please give the dates that their shares were transferred.
- > Please copy this page if there is not enough space to enter all the company's former shareholders.

	Former shareholders details	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name			
Address]
<u> </u>			
	UK Postcode		
Name	UK Postcode		
Address			
	UK Postcode		
Name			
Address			
		·	
<u> </u>	UK Postcode		
Name			
 Address			
Name	UK Postcode		
Address			
Address			
<u> </u>			
	UK Postcode		



363s Annual Return Declaration

- When you have checked all the sections of this form, please complete this page and sign the declaration below.
- If you want to change the made up date of this annual return, please complete 2 below.

1. Declaration

_	
	I confirm that the details in this annual return are correct as at the made-up-date
	(shown at 2 below). I enclose the filing fee of £15.
	(=====================================

Signature

(Director / Secretary)

Date 08/07/2004

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

This AR is made up to 14/6/2004

If you are making this return up to an earlier date, please give the date here

--/--/---

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

If you wish to change your next return to a date earlier than **14th June 2005** please give the new date here:

4. Where to send this form

Please return this form to:

Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

OR

For members of the Hays Document

Exchange service DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

Telephone number inc code

KIRSTEN THOMAS

0207 4488377

Address

DX number if applicable

14-18 FINSBURY SOUARE

_ _ _ _ _ _ DX exchange

Postcode

E = ZA LDB