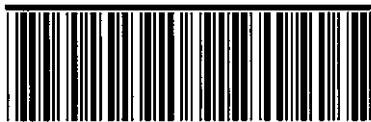




COMPANIES HOUSE

THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
CROWN WAY  
CARDIFF  
CF4 3UZ



A12 \*ANBFXPW5\* 129  
COMPANIES HOUSE 18/10/96

RR0S  
E15  
230063

363s

## Annual Return

of company number 02974740

M

company name  
PROSPECT HEIGHTS (HOLDINGS) LIMITED

company type  
PRIVATE COMPANY LIMITED BY SHARES

This form should be completed in black.

The information printed below is taken from Companies House records as at 24/09/96  
If this information requires amendment use the spaces opposite.

### Date of this return *(See note 1)*

The information in this return should be made up to a date not later than

Day	Month	Year
06	10	96

### 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.

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

Day	Month	Year

### Registered Office *(See note 3)*

This is the address registered by Companies House.

NORTH STREET  
WINKFIELD  
WINDSOR  
BERKSHIRE SL4 4TD

.....  
.....  
.....  
.....

### Principal business activities *(See note 4)*

Trade classification is  
7415 MANAGEMENT ACTIVITIES HOLDING COMPS

7	4	1	5
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--	--	--	--

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

--	--	--	--

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If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

## Register of members *(See note 5)*

The register is kept at

REGISTERED OFFICE

## Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

## Company Secretary *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

CLIVE JOHN  
RIVERS  
37 BOLTON ROAD  
WINDSOR  
BERKSHIRE SL4 3JX

Day Month Year

Day	Month	Year
-----	-------	------

Date of any change.

If this person has ceased to be secretary, please state when.

Day Month Year

Day	Month	Year
-----	-------	------

Date of resignation.

## Directors *(See note 7)*

Particulars of a new director **must** be notified on form 288.

DAVID ROGER  
FINNEY  
31 WATER MILL WAY  
SUTTON AT HONE  
DARTFORD  
KENT DA4 9BB

Day Month Year

Day	Month	Year
-----	-------	------

Date of any change.

Date of Birth:- 16/09/51  
Nat:BRITISH  
Occ:TRUSTEE OFFICIAL

If this person has ceased to be director, please state when.

Day Month Year

Day	Month	Year
-----	-------	------

Date of resignation.

Show any relevant current and previous directorships.

see attached list

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

### Particulars.

PETER MICHAEL  
HILLS  
66 HARTSLOCK DRIVE  
THAMESMEAD  
LONDON  
SE2 9UU

Date of Birth:- 01/05/54  
Nat:BRITISH  
Occ:TRUST OFFICIAL

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

see attached list

### Particulars.

ROGER VINCENT  
LOVERING  
2 FOXHANGER GARDENS  
WOKING  
SURREY GU22 7BQ

Date of Birth:- 26/11/59  
Nat:BRITISH  
Occ:CHARTERED ACCOUNTANT

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

see attached list

### Particulars.

BRYAN DONALD  
NEEDHAM  
RIVERSIDE COTTAGE  
ZEPHON COMMON  
CROOKHAM VILLAGE  
HAMPSHIRE GU13 0SX

Date of Birth:- 17/03/42  
Nat:BRITISH  
Occ:TRUSTEE OFFICIAL

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

see attached list

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

Particulars.

JOHN PIERS  
WILLIAMSON  
10 WOODFIELD AVENUE  
EALING  
LONDON  
W5 1PA

Date of Birth:- 01/12/61  
Nat:BRITISH  
Occ:BANK OFFICIAL

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

## Directors - continued

Particulars.

Day Month Year

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day Month Year

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

**Issued Share Capital** (See note 8)

02974740

Enter details of all shares in issue at the date of this return.

Class (eg Ordinary/ Preference etc.)	Number of shares issued	Aggregate nominal value (ie Number of shares issued multiplied by nominal value per share)
ordinary	2	£2
<b>Totals</b>	<b>2</b>	<b>£2</b>

**List of past and present members**

(See note 9)

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

Please mark the  
appropriate box.

There were no changes in the period ☒

The last full members list was at 06/10/95

	on paper	not on paper
A list of changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
A full list of members is enclosed	<input type="checkbox"/>	<input type="checkbox"/>

**Elective resolutions** (See note 10)

(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box. ☐

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box. ☐

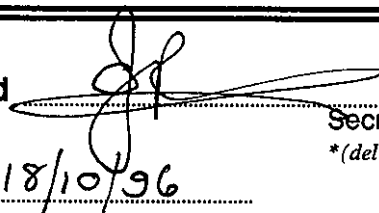
**Certificate**

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

I enclose the fee of £ 15.

Cheques should be made payable  
to **Companies House**.

Signed



Secretary/Director\*  
(delete as appropriate)

Date 18/10/96

This return includes 10 continuation sheets.

(enter number)

Please ensure that you have completed  
all sections on this page.

To whom should Companies House direct any enquiries  
about the information shown in this return?

John Rivers, Secretary,

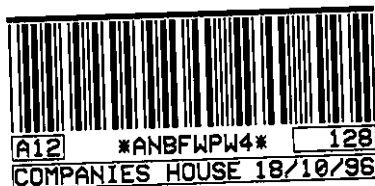
Prospect Heights (Holdings) Ltd,  
North Street, Winkfield, Windsor,  
Berks

Postcode SL4 4TD.

Telephone 01344 892435 Ext

**DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Gracechurch Mortgage Finance (No.3) Plc	2550659	England & Wales	16-Jun-94
Gracechurch Mortgage Trustee (No.1) Limited	2319758	England & Wales	12-Jul-94
Gracechurch Mortgage Trustee (No.2) Limited	2319850	England & Wales	12-Jul-94
Marbleglade Limited	2739664	England & Wales	29-Oct-94
Prospect 1 Receivables Trustee Limited	2974747	England & Wales	24-Oct-94
Prospect Heights (Holdings) Limited	2974740	England & Wales	24-Oct-94
Prospect 1 Plc	2974630	England & Wales	24-Oct-94
Residential Property Securities No.4 Plc	2780259	England & Wales	01-Jul-94
East West Holdings Limited	59465	Jersey	31-Oct-94
Maple Mortgage Holdings Limited	2967791	England & Wales	22-Nov-94
Maple Mortgage Securities No.1 Plc	2992759	England & Wales	22-Nov-94
Temple Court Originations Limited	2403471	England & Wales	21-Sep-89
Temple Court Mortgages (No.1) Plc	2403491	England & Wales	21-Sep-89
Temple Court Mortgages (No.2) Plc	2403496	England & Wales	21-Sep-89
Temple Court Mortgages (No.4) Limited	2403464	England & Wales	21-Sep-89
Temple Court Mortgages (No.5) Limited	2403461	England & Wales	21-Sep-89
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	01-Apr-89
First Securitisation Company Limited	1940922	England & Wales	01-Apr-89
Gracechurch Mortgage Finance Plc	1896913	England & Wales	04-May-89
Gracechurch BES No.1Plc	2788103	England & Wales	24-Feb-93



**DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Gracechurch BES No.2 Plc	2788097	England & Wales	24-Feb-93
Gracechurch BES No.3 Plc	2788084	England & Wales	24-Feb-93
Gracechurch BES No.4 Plc	2788015	England & Wales	24-Feb-93
Gracechurch BES No.5 Plc	2788001	England & Wales	24-Feb-93
Gracechurch Mortgage Finance (No.2) Plc	2550660	England & Wales	03-Dec-93
Gracechurch Mortgage (Holdings) Limited	2874005	England & Wales	03-Dec-93
Gracechurch Receivable (Holdings) Limited	2813470	England & Wales	06-Oct-93
Gracechurch Receivable Trustee Limited	2813468	England & Wales	06-Oct-93
Gracechurch Personal Loan Finance (No.1) Plc	2804459	England & Wales	06-Oct-93
Lothbury Funding No.1 Plc	2822013	England & Wales	17-Sep-93
Sarfu Limited	2822108	England & Wales	21-Sep-93
Residential Property Securities No.3 Plc	2124202	England & Wales	18-Aug-93
L.A.B Investments Plc	2869890	England & Wales	23-Jan-95
L.A.B Investments (Holdings) Limited	2873031	England & Wales	21-Jan-94
UK TV Developments Limited	2924203	England & Wales	25-Apr-95
UK TV Holdings Limited	3005764	England & Wales	25-Apr-95
Interm Limited	3049901	England & Wales	07-Jul-95

**DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
HGV Co. Limited	3007957	England & Wales	07-Jul-95
Framleypark Limited	3049891	England & Wales	07-Jul-95
Residual Value Limited	3049904	England & Wales	07-Jul-95
Framleyhurst Limited	3049882	England & Wales	07-Jul-95
Prospect 2 Receivables Trustee Limited	3092812	England & Wales	15-Sep-95
Prospect 2 plc	3070472	England & Wales	15-Sep-95
Eastern Gate Limited	2168323	England & Wales	17-Oct-95
GRE Trust Company (Ireland) Limited	163472	Ireland	30-Oct-95
Pendeford Mortgages No.1 PLC	2537775	England & Wales	30-Jan-96
Thames Asset Global Securitisation No.1 Plc	3141018	England & Wales	20-Mar-96
Spring Inns Limited	3118859	England & Wales	02-May-96

**PREVIOUS DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED	DATE RESIGNED
CRC SpA	28457	Italy	12-Dec-94	14-Jul-95
Temple Court Mortgages No. 3 PLC	2403470	England & Wales	21-Sep-89	05-Oct-93
Hipotecario de Titulization Limited	2686422	England & Wales	14-Apr-92	10-Jan-95
Merrion Square (Holdings) Limited	237000	Ireland	26-Sep-95	20-Oct-95
Ireland Residential Securitised Home Mortgages (No.1) Plc	238484	Ireland	26-Sep-95	20-Oct-95
Offeradvice Limited	3089866	England & Wales	15-Sep-95	08-Nov-95
Maltmarr Limited	2362291	England & Wales	20-Jan-95	01-Mar-96
Residential Property Limited	2199980	England & Wales	16-Nov-88	01-Mar-96
Residential Property Securities No.1 Plc	2124200	England & Wales	16-Nov-88	01-Mar-96
Residential Property Securities No.2 Plc	2124201	England & Wales	20-Jan-95	01-May-96
Stirgulf Limited	2379102	England & Wales	20-Jan-95	01-May-96

**PREVIOUS ALTERNATE DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO:	DATE APPOINTED	DATE RESIGNED
Residential Property Securities No.2 Plc	2124201	England & Wales	Derek Barnes	17-Sep-90	26-Aug-93

**ALTERNATE DIRECTORSHIPS HELD BY DAVID ROGER FINNEY**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO:	DATE APPOINTED
Ireland Residential Securitised Home Mortgages (No.1) Plc	238484	Ireland	Bryan Donald Needham	23-Oct-95
Merrion Square (Holdings) Limited	237000	Ireland	Bryan Donald Needham	23-Oct-95

## ROGER VINCENT LOVERING

### ADDITIONAL DIRECTORSHIPS

#### Current

Household Overseas Limited  
Household Funding Limited  
Household Finance Limited  
Household Investments Limited  
Household Leasing Limited  
Household Computer Services Limited  
Household Management Corporation Limited  
First Finance Brokers Limited  
Prospect Heights (Holdings) Limited  
Prospect 1 plc  
Prospect 1 Receivables Trustee Limited  
Prospect 2 plc  
Prospect 2 Receivables Trustee Limited  
Prospect 3 plc  
Prospect 3 Receivables Trustee Limited  
Goldbrand Development Limited  
*HFC Bank plc (alternate director)*

#### Previous Directorships

Mortgage Funding Corporation plc	)	
Mortgage Funding Corporation Number 1 plc	)	
Mortgage Funding Corporation Number 2 plc	)	
Mortgage Funding Corporation Number 3 plc	)	
Mortgage Funding Corporation Number 4 plc	)	Resigned 1994
Mortgage Funding Corporation Number 5 plc	)	
MFC Finance Number 1 plc	)	
MFC Finance Number 2 plc	)	
Residential Mortgage Funding Corporation Limited	)	

**PREVIOUS ALTERNATE DIRECTORSHIPS HELD BY  
BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO:	DATE APPOINTED	DATE RESIGNED
Gracechurch Mortgage Finance (No.2) Plc	2550660	England & Wales	Derek Barnes	28-Mar-94	23-Jan-95
Gracechurch Mortgage (Holdings) Limited	2874005	England & Wales	Derek Barnes	28-Mar-94	23-Jan-95
Gracechurch BES No.1 Plc	2788103	England & Wales	Derek Barnes	06-May-94	23-Jan-95
Gracechurch BES No.2 Plc	2788097	England & Wales	Derek Barnes	06-May-94	23-Jan-95
Gracechurch BES No.3 Plc	2788084	England & Wales	Derek Barnes	06-May-94	23-Jan-95
Gracechurch BES No.4 Plc	2788015	England & Wales	Derek Barnes	06-May-94	23-Jan-95
Gracechurch BES No.5 Plc	2788001	England & Wales	Derek Barnes	06-May-94	23-Jan-95
Gracechurch Receivable (Holdings) Limited	2813470	England & Wales	Derek Barnes	06-May-94	26-Jan-95
Gracechurch Receivable Trustee Limited	2813468	England & Wales	Derek Barnes	06-May-94	26-Jan-95
Gracechurch Personal Loan Finance (No.1) Plc	2804459	England & Wales	Derek Barnes	06-May-94	26-Jan-95
Lothbury Funding No.1 Plc	2822013	England & Wales	Derek Barnes	07-May-94	16-Jan-95
Sarfu Limited	2822108	England & Wales	Derek Barnes	19-Apr-94	16-Jan-95
Residential Property Limited	2199980	England & Wales	Derek Barnes	19-Apr-94	20-Jan-95
Residential Property Securities No.1 Plc	2124200	England & Wales	Derek Barnes	19-Apr-94	20-Jan-95
Residential Property Securities No.2 Plc	2124201	England & Wales	Derek Barnes	19-Apr-94	20-Jan-95
Temple Court Mortgages (No.3) Limited	2403470	England & Wales	Derek Barnes	19-Apr-94	05-Jul-94
Temple Court Originations Limited	2403471	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
Temple Court Mortgages (No.2) PLC	2403496	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
Temple Court Mortgages (No.1) PLC	2403491	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
Temple Court Mortgages (No.4) Limited	2403464	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94

**PREVIOUS ALTERNATE DIRECTORSHIPS HELD BY  
BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO:	DATE APPOINTED	DATE RESIGNED
Temple Court Mortgages (No.5) Limited	2403461	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
First Securitisation Company Limited	1940922	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
Residential Property Securities No.3 Plc	2124202	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94
L.A.B Investments Plc	9869890	England & Wales	Derek Barnes	19-Apr-94	31-Dec-94

**DIRECTORSHIPS HELD BY BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Gracechurch Mortgage Finance (No.3) Plc	2550659	England & Wales	16-Jun-94
Gracechurch Mortgage Trustee (No.1) Limited	2319758	England & Wales	12-Jul-94
Gracechurch Mortgage Trustee (No.2) Limited	2319850	England & Wales	12-Jul-94
Marbleglade Limited	2739664	England & Wales	03-Oct-94
Prospect 1 Receivables Trustee Limited	2974747	England & Wales	24-Oct-94
Prospect Heights (Holdings) Limited	2974740	England & Wales	24-Oct-94
Prospect 1 Plc	2974630	England & Wales	24-Oct-94
Residential Property Securities No.4 Plc	2780259	England & Wales	01-Jul-94
East West Holdings Limited	59465	Jersey	31-Oct-94
Maple Mortgage Holdings Limited	2967791	England & Wales	22-Nov-94
Maple Mortgage Securities No.1 Plc	2992759	England & Wales	22-Nov-94
Temple Court Originations Limited	2403471	England & Wales	31-Dec-94
Temple Court Mortgages (No.1) Plc	2403491	England & Wales	31-Dec-94
Temple Court Mortgages (No.2) Plc	2403496	England & Wales	31-Dec-94
Temple Court Mortgages (No.4) Limited	2403464	England & Wales	31-Dec-94
Temple Court Mortgages (No.5) Limited	2403461	England & Wales	31-Dec-94
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	12-Jan-95
First Securitisation Company Limited	1940922	England & Wales	12-Jan-95
Gracechurch Mortgage Finance Plc	1896913	England & Wales	23-Jan-95
Gracechurch BES No.1 Plc	2788103	England & Wales	23-Jan-95

**DIRECTORSHIPS HELD BY BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Gracechurch BES No.2 Plc	2788097	England & Wales	23-Jan-95
Gracechurch BES No.3 Plc	2788084	England & Wales	23-Jan-95
Gracechurch BES No.4 Plc	2788015	England & Wales	23-Jan-95
Gracechurch BES No.5 Plc	2788001	England & Wales	23-Jan-95
Gracechurch Mortgage Finance (No.2) Plc	2550660	England & Wales	23-Jan-95
Gracechurch Mortgage (Holdings) Limited	2874005	England & Wales	23-Jan-95
Gracechurch Receivable (Holdings) Limited	2813470	England & Wales	26-Jan-95
Gracechurch Receivable Trustee Limited	2813468	England & Wales	26-Jan-95
Gracechurch Personal Loan Finance (No.1) Plc	2804459	England & Wales	26-Jan-95
Lothbury Funding No.1 Plc	2822013	England & Wales	16-Jan-95
Sarfu Limited	2822108	England & Wales	16-Jan-95
Residential Property Securities No.3 Plc	2124202	England & Wales	20-Jan-95
L.A.B Investments Plc	9869890	England & Wales	20-Jan-95
L.A.B Investments (Holdings) Limited	2873031	England & Wales	20-Jan-95
Royal Exchange Trust Company Limited	978338	England & Wales	01-Feb-95
Royal Exchange Trust Company (Jersey) Limited	52603	Jersey	01-Mar-95
UK TV Developments Limited	2924203	England & Wales	25-Apr-95

**DIRECTORSHIPS HELD BY BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
UK TV Holdings Limited	3005764	England & Wales	25-Apr-95
Interm Limited	3049901	England & Wales	07-Jul-95
HGV Co. Limited	3007957	England & Wales	07-Jul-95
Framleypark Limited	3049891	England & Wales	07-Jul-95
Residual Value Limited	3049904	England & Wales	07-Jul-95
Framleyhurst Limited	3049882	England & Wales	07-Jul-95
Royal Exchange Trust Company (Guernsey) Limited	29664	Guernsey	19-Jul-95
Prospect 2 Receivables Trustee Limited	3092812	England & Wales	15-Sep-95
Prospect 2 Plc	3070472	England & Wales	15-Sep-95
Merrion Square (Holdings) Limited	237000	Ireland	26-Sep-95
Ireland Residential Securitised Home Mortgages (No.1) Plc	238484	Ireland	26-Sep-95
Eastern Gate Limited	2168323	England & Wales	17-Oct-95
Pendeford Mortgages No.1 PLC	2537775	England & Wales	30-Jan-96
Thames Asset Global Securitisation No.1 PLC	3141018	England & Wales	20-Mar-96
Spring Inns Limited	3118859	England & Wales	02-May-96

**PREVIOUS DIRECTORSHIPS HELD BY  
BRYAN DONALD NEEDHAM**

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED	DATE RESIGNED
CRC SpA	28457	Italy	12-Dec-94	14-Jul-95
Offeradvice Limited	3089866	England & Wales	15-Sep-95	08-Nov-95
Residential Property Limited	2199980	England & Wales	20-Jan-95	01-Mar-96
Residential Property Securities No.1 Plc	2124200	England & Wales	20-Jan-95	01-Mar-96
Residential Property Securities No.2 Plc	2124201	England & Wales	20-Jan-95	01-May-96
The Law Debenture Corporation plc	30397	England & Wales	11-Feb-76	31-Jul-87
The Law Debenture Trust Corporation plc	1675231	England & Wales	12-Nov-82	31-Jul-87
LDC Trust Management Limited	1234879	England & Wales	11-Feb-76	31-Jul-87
The Law Debenture Intermediary Corporation plc	1525148	England & Wales	21-Nov-80	31-Jul-87
Law Debenture Overseas Limited	1471194	England & Wales	25-Jun-80	31-Jul-87
Beagle Nominees Limited	628724	England & Wales	11-Jun-75	31-Jul-87
MINI Holdings Limited	1832201	England & Wales	21-Dec-84	31-Jul-87

**ERNATE DIRECTORSHIPS HELD BY  
ER MICHAEL HILLS**

Company No. 2974630

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO:	DATE APPOINTED
Prospect 3 plc	3170816	England & Wales	Bryan Donald Needham	23-7-96
Prospect 3 Receivables Trustee Limited	3169707	England & Wales	Bryan Donald Needham	23-7-96
Prospect Heights (Holdings) Limited	2974740	England & Wales	Bryan Donald Needham	23-7-96