Package:

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NATIONAL WEST MINSTER
NOTTES

363a

| Please complete in typescript, or in bold black capitals. | Ani | nua | ıl R | etu | ırn | l | | |
|---|---------|---------|--------|--------|-----|----------|---------|-----------------|
| Company Number | 3085884 | 1 | | | | | | |
| Company Name in full | MATRON | 2 TRUS | TEES L | IMITED | | | | |
| * F 3 6 3 A F 1 0 * | | | | | | <u>-</u> | <u></u> | |
| | Day | Month | Year | | | | | |
| Date of this return (See note 1) The information in this return is made up to | 31 | 07 | 97 | | | | | |
| Date of next return (See note 2) If you wish to make your next return to a date earlier than the anniversary | Day | Month | Year | ٦ | | | | |
| of this return please show the date here. Companies House will then send a form at the appropriate time. | | | | | | | | |
| Registered Office (See note 3) Show here the address at the date of this return. | 200 Al | dersgat | e Stre | et | | | · | |
| Any change of Post town registered office | London | | | | | | - | |
| must be notified on form 287. | | | | | | | | |
| Postcode | EC1A 4 | JJ | | | | | | |
| Principal business activities (See note 4) Show trade classification code number(s) for the principal activity or activities. | 6523 | | | | | | | |
| If the code number cannot be determined, give a brief description of principal activity | | | | | | | | |



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

DX 33050 Cardiff

| Register of mer | nhore (Coamata 5) | | | | | | |
|---|---|---------------------------------|-----------------|------------|-----------------------|--|--|
| If the register of memi registeredoffice, stat | bers is not kept at the | | | | | | |
| | • | | | | | | |
| | Post town | n | | · | | | |
| | County / Region | n | | Postcode | | | |
| Register of Deb (See note 6) If there is a register of and it is not kept at the state here where it is | of debenture holders he registered office, | | | | | | |
| | Post town | n | | | | | |
| | County / Region | n | | Postcode | | | |
| | | | | | | | |
| Company type | (See note 7) | | | | | | |
| Public limited company | | | | | | | |
| Private company limited l | by shares | х | | | | | |
| Private company limited I share capital | by guarantee without | | | | | | |
| Private company limited to section 30 | by shares exempt under | Please mark the appropriate box | | | | | |
| Private company limited & under section 30 | by guarantee exempt | | | | | | |
| Private unlimited compan | y with share capital | | | | | | |
| Private unlimited compan | y without share capital | | | | | | |
| Company Secre | tary (See notes 1-5) | Details of a new comp | any secretary r | nust be no | otified on form 288a. | | |
| (Please photocopy Nan | ne * Style / Title | | *Ho | nours etc | | | |
| this area to provide details of joint secretaries). | Forename(s) | | | | | | |
| <i>*</i> | Surname | CLIFFORD CHANCE S | ECRETARIES 1 | LIMITED | | | |
| * Voluntary details F | Previous forename(s) | | | | | | |
| | Previous surname(s) | | | | | | |
| Add | ress | 200 Aldersgate St | reet | | | | |
| Usual residential | | | | | | | |
| address must be given. In the case of a corporation, give the | Post town | London | | | | | |
| registered or principal office address. | County / Region | | ı | Postcode | EC1A 4JJ | | |
| | Country | England | | | | | |

| DIRECTORS (See notes | | Details of new directors | s must be notified on for | m 288a | | |
|---|----------------------|--------------------------|---------------------------|--------|--|---------------------------------------|
| Please list directors in | • | | | | | |
| Nam | ne * Style / Title | | | Day | Month | Year |
| | * Honours etc | | Date of birth | 21 | 09 | 36 |
| | Forename(s) | Graham Idris | | | | |
| | Surname | LANE | | | | |
| F | Previous forename(s) | | | | | |
| | Previous surname(s) | | | | | · · · · · · · · · · · · · · · · · · · |
| Add | ress | 'Cilmeri' | ¥ | | | |
| Usual residential | | 5 Bramblewood | | | | |
| address must be given. In the case of a corporation, give the | Post town | Merstham | | | | |
| registered or principal office address. | County / Region | Surrey | Postcode | RH1 3I | W W | |
| | Country | England | Nationality | Britis | sh | |
| Ві | usiness occupation | Company Director | | | | |
| Of | ther directorships | See attached list | | | | |
| * Voluntary details. | | | | | | |
| | | | | | | |
| Nan | ne * Style / Title | | | Day | Month | Year |
| | * Honours etc | | Date of birth | 31 | 12 | 34 |
| | Forename(s) | Anthony Francis | | | _ | |
| | Surname | RAIKES | | | | |
| F | Previous forename(s) | | | | | |
| | Previous surname(s) | | | | | |
| Ado | iress | Tower Mill | | | | |
| Usual residential | | Mark Cross | | | | |
| address must be given in the case of a | Post town | Crowborough | | | - Lieuwa - L | |
| corporation, give the registered or principal office address. | County / Region | East Sussex | Postcode | TN6 3 | PL | |
| | Country | England | Nationality | Briti | sh | |
| В | usiness occupation | Investment Banker | | | | |
| O | ther directorships | See attached list | | | | |
| | | | | | | |

Class Number of Aggregate shares issued (e.g. Ordinary/Preference) Issued share capital (see note 9) Nominal Value Enter details of all the shares in issue (i.e. Number of shares issued multiplied by nominal value at the date of this return. per share) No Class £1 Totals £1 List of past and present members (Use attached schedule where appropriate) There were no changes in the period A full list is required if one was not included with either of the last two returns. on paper in another format (see note 10) A list of changes is enclosed x A full list of members is enclosed Elective resolutions If at the date of this return an election is in force to dispense with (Private companies only) annual general meetings, mark this box (See note 11) If at the date of this return an election is in force 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. For and on behalf of **CLIFFORD CHANCE SECRETARIES LTD** Signed Date 8-8-97 Ta director 7 secretary Authorised Signatory †Please delete as appropriate. When you have signed the return send it This return includes continuation sheets. with the fee to the Registrar of Companies. Cheques should be made payable to (enter number) Companies House. Please give the name, address, Clifford Chance Secretaries Ltd telephone number and, if available, 200 Aldersgate Street a DX number and Exchange, for London the person Companies House should contact if there is any query. EC1A 4JJ AO/PJC X363M50.LFD Tel0171 600 1000 X 1561 DX number DX exchange

| Directors (continued |) | Details of new directors | must be notified on for: - | n 288a | | |
|---|---------------------------|--------------------------|-------------------------------|--------|-------|---------------------------------------|
| Nar | me * Style / Title | | | Day | Month | Year |
| | * Honours etc | | Date of birth | | | |
| | Forename(s) | | | ***** | | |
| | Surname | | | | | |
| | Previous forename(s) | | | | | |
| | Previous surname(s) | | | | | |
| Add | dress | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town County / Region | | Postcode | | | |
| office address. | Country | | Nationality | | 7 | |
| В | usiness occupation | | | | | |
| C | Other directorships | | | | | |
| * Voluntary details. | | | | | | |
| | | | | | | |
| Na | me * Style / Title | | | Day | Month | Year |
| | * Honours etc | | Date of birth | 01 | 06 | 65 |
| | Forename(s) | Michael | | | | |
| | Surname | MURRAY | | | | |
| | Previous forename(s) | | | | | |
| | Previous surname(s) | | | | | |
| Ad | dress | 4 Woodhurst Road | | | | |
| Usual residential | 1 | | | | | |
| address must be given. In the case of a | D -11- | Maidenhead | | | | · · · · · · · · · · · · · · · · · · · |
| corporation, give the registered or principal | | Berkshire | Postcode | SL6 8 | TP | |
| office address. | Country | England | Nationality | Briti | sh | |
| E | Business occupation | Financial Controll | er | | | |
| C | Other directorships | See attached list | | | | |
| | | | | | | |

| DIFECTORS (continued) | | Details of new directors must be notified on fo | rm 288a | | |
|---|---------------------|---|---------|-------|---------|
| Nam | e * Style / Title | | Day | Month | Year |
| | * Honours etc | Date of birth | | | |
| | Forename(s) | | | | |
| | Surname | | | | |
| Р | revious forename(s) | | | | |
| 1 | Previous surname(s) | | | | |
| Add | ress | | | | ,,,,,,, |
| Usual residential address must be given. In the case of a corporation, give the | Post town | | | | |
| registered or principal office address. | County / Region | Postcode | | | |
| | Country | Nationality | | | <u></u> |
| | siness occupation | | | | |
| Oti | her directorships | | | | |
| * Voluntary details. | | | | | |
| Nam | - | | Day | Month | Year |
| | * Honours etc | Date of birth | | | |
| | Forename(s) | | | | |
| | Surname | | | | |
| Pi | revious forename(s) | | | | |
| F | Previous surname(s) | | | | |
| Addr | ess | | | | |
| Usual residential address must be given. In the case of a corporation, give the | Post town | | | | |
| registered or principal office address. | County / Region | Postcode | | | |
| | Country | Nationality | | | |
| Bu | siness occupation | | | | |
| Oth | ner directorships | | | | |
| | | | | , | |

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Please complete in typescript, or in bold black capitals.

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

| Company Number | 3085884 | | | | | | |
|--|--|--------|----------------------------------|---------|--|--|--|
| Company Name in full | MATRON 2 TRUSTEES LIMITED | | | | | | |
| | Number of shares or amount of the date of the last return (or in the case stock held by existing members at date of this return. Particulars of shares or stock transferred the date of the last return (or in the case first return, since the incorporation of the company) by (a) persons who are still members, and return. (b) persons who have ceased to be mem | | | | | | |
| Name and address | Number of amount currently h | amount | Date of registration of transfer | Remarks | | | |
| Superior Tradeable Residential Securities Limited 200 Aldersgate Street London EC1A 4JJ | And the state of t | 1 | | | | | |
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List of past and present members Schedule to form 363a, 363b

Number of shares or amount of 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 first return, since the incorporation of the company) by

- (a) persons who are still members, and
- (b) persons who have ceased to be members.

| Name and address | Number or amount currently held | Number or amount transferred | Date of registration of transfer | Remarks |
|------------------|---------------------------------------|------------------------------------|----------------------------------|---------|
| | | | | |
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OTHER DIRECTORSHIPS OF GRAHAM IDRIS LANE

ACRES Holdings Limited

ACRES No.1 Plc

ACRES No.2 Plc

ACRES Receivables (No.1) Ltd

ACRES Receivables (No.2) Ltd

Cardiff Automobile Receivables Securities (UK) No 2 Ltd

Cardiff Automobile Receivables Securities (UK) No 3 Ltd

Cars Trustee (UK) No 2 Ltd

Cars Trustee (UK) No 3 Ltd

Cloverflame Ltd

Collateralised Mortgage Securities Holdings Ltd

Cooperative Vereniging "ESC Securitisation" UA

Domus Mortgage Finance No 1 PLC

Domus Mortgage Holdings Ltd

Exclusive Finance Holdings Ltd

First Leo Ltd

First Healthcare Operators Group Ltd

Haven Timeshare Ltd

Healthcare Operators Group Ltd

Healthcare Operators Group Mortgages Ltd

LDC Trustees Ltd

Leo 1 PLC

Leo 2 Ltd

Leo Mortgages Ltd

Leo Trustees Ltd

London Capital Funding Ltd (as alternate to Louise Edith Colby)

MAC No.1 Limited

Marblevale Ltd

Matron Trustees Ltd

Matron 2 Trustees Limited

Northern Gas Processing Limited

Plymouth Funding Limited

Plymouth Limited

Residential Loan Finance Ltd

Secured Loan Finance Holdings Ltd

Securitisation Holdings No 2 Ltd

Securitisation Holdings No 3 Ltd

Securitisation Portfolio of European Assets & Receivables Ltd

Sonar 1 Plc

Sonar 2 Plc

SPEAR Holdings Ltd

SPEAR Trustee (No 1) Ltd

SPV Management Ltd

STARS 1 PLC

STARS 2 PLC

Superior Tradeable Residential Securities Ltd

PAST DIRECTORSHIPS

Cardiff Automobile Receivables Securities (UK) PLC

Cars Trustee (UK) Ltd

Chelmer Estates Ltd

Diamond Mortgage Funding Ltd

Eagle Star Trust Company (Guernsey) Ltd

Eastlight Estates PLC

European Sovereign Investments plc

Finance for Home Loans (Holdings) Ltd

Financial Receivables for Securitised Transactions No 1 PLC

Financial Receivables for Securitised Transactions No 2 PLC

Financial Receivables for Securitised Transactions No 3 PLC

Financial Receivables for Securitised Transactions No 4 PLC

Financial Receivables Holdings Ltd

Financial Receivables Trustees Ltd

Financial Receivables Trustees No 2 Ltd

Financial Receivables Trustees No 3 Ltd

Financial Receivables Trustees No 4 Ltd

First Private Financing No 1 PLC

First Private Financing Trustees No 1 Ltd

Gresham Investment Trust Ltd

Innfunding Ltd

Law Debenture Intermediary Corporation PLC

Law Debenture Overseas Ltd

Law Debenture Trust Corporation PLC

LDC Trust Management Ltd

LGS Investments (Holdings) Ltd

LGS Investments PLC

MAES Holdings Ltd

Ovaldown Ltd

Securitisation Holdings Ltd

Smurfit Corrugated (UK) Ltd

Solar Holdings Ltd

TOPS Series XVIII Containers Holdings Ltd

TOPS Series XVIII Holdings (UK) Ltd

United Mortgage Corporation PLC

United Mortgage Corporation (Holdings) Ltd

OTHER DIRECTORSHIPS OF ANTHONY FRANCIS RAIKES

Auto Funding No.2 PLC

Auto Funding No.2 Trustee Ltd.

Blue Chip Mortgage Passthrough (No 1) Ltd

Borrower One Ltd

Cardiff Automobile Receivables Securitisation (UK) No 2 Ltd

Cardiff Automobile Receivables Securitisation (UK) No 3 Ltd

Cars Trustee (UK) No 2 Ltd

Cars Trustee (UK) No 3 Ltd

City Mortgage Holdings Ltd.

City Mortgage Trustees No.1 Ltd.,

City Mortgage Receivables 1 plc

Cloverflame Ltd

Collateralised Mortgage Securities Holdings Ltd

Collateralised Mortgage Securities (No 1) Pic

Collateralised Mortgage Securities (No 2) Plc

Collateralised Mortgage Securities (No 3) Plc

Collateralised Mortgage Securities (No 4) Plc

Collateralised Mortgage Securities (No 5) Plc

Collateralised Mortgage Securities (No 6) Plc

Collateralised Mortgage Securities (No 7) Plc

Collateralised Mortgage Securities (No 8) Plc

Collateralised Mortgage Securities (No 9) Plc

Collateralised Mortgage Securities (No 10) Plc

Collateralised Mortgage Securities (No 11) Plc

Collateralised Mortgage Securities (No 12) Plc

Cooperatieve Vereniging ESC Securitisation UA

Crystal Castle Euro-Finance Ltd.

Doublethermo Ltd.

Drive Securities (Holdings) Ltd

Drive Securities PLC

Drive Trustee Ltd

Finance for Home Loans (4) Ltd

Financial Receivable Holdings Ltd.

First Leo Ltd

First Healthcare Operators Group Ltd

GESB plc

GM 1995 Ltd

Guaranteed Overseas Loan Finance (No. 1) Plc

Golf (No. 1) Holdings Ltd

Healthcare Operators Group Ltd

Healthcare Operators Group Trustee Ltd

Healthcare Operators Group Mortgages Ltd

Homeloans (No.1) plc

Homeloans (No.2) plc

Homeloans (No.3) plc

Homer Finance (No 1) Plc

Homer Finance (No 2) Plc

LAB Investments Plc

LAB Investments (Holdings) Ltd

Leo 1 PLC

Leo 2 PLC

Leo 3 Ltd.

Leo 4 Ltd.

Leo Mortgages Ltd

Leo Trustees Ltd

LGS Investments (Holdings) (No.2) Ltd.

LGS Investments (No.2) plc

MAC No.1 Ltd.

Marblevale Ltd

Matron Trustees Ltd

MBRF Trustee Ltd

Mont Blanc Receivables Financing Ltd

Mortgage Funding Corporation plc

NHL Fourth Funding Corporation Plc

NHL (2) Securities Plc

Northern Gas Processing Ltd

Plymouth Ltd

Plymouth Funding Ltd

Rapidsolar Ltd.

Rhein-Main No 3 (U.K.) Ltd

Rhein-Main No 11 (U.K.) Ltd.

RM Funds Ltd

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RT One Ltd

RT Securitisations Ltd

Residential Loan Finance Ltd

Secured Loan Finance (Holdings) Ltd

Securitisation Holdings No 2 Ltd

Securitisation Holdings No 3 Ltd

Securitised Portfolio of European Assets & Receivables Ltd

Sonar 1 plc

Sonar 2 plc

SPEAR Holdings Ltd

SPEAR Trustees (No 1) Ltd

SPV Management Ltd

STARS 1 PLC

STARS 2 PLC

Sunrise Trustees Ltd.

Superior Tradeable Residential Securities Ltd

Trustee Resources Ltd

Valfond Finance arl

PAST DIRECTORSHIPS

Asset Entertainment Ltd

Cardiff Automobile Receivables Securitisation (UK) PLC

Cars Trustee (UK) Ltd

Financial Receivables for Securitised Transactions No 1 PLC

Financial Receivables for Securitised Transactions No 2 Ltd

Financial Receivables for Securitised Transactions No 3 Ltd

Financial Receivables for Securitised Transactions No 4 Ltd

Financial Receivables Holdings Ltd

Financial Receivables Trustees Ltd

Financial Receivables Trustees No 2 Ltd

Financial Receivables Trustees No 3 Ltd

Financial Receivables Trustees No 4 Ltd

FIRST Private Financing No 1 Plc

FIRST Private Financing Trustees No 1 Ltd

MAES Holdings Ltd

Securitisation Holdings Ltd

Secured Loan Finance No 1 PLC

Smurfit Corrugated (UK) Ltd.

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TOPS Series XVIII Holdings (UK) Ltd
TOPS Series XVIII Containers Holdings Ltd

MICHAEL MURRAY'S OTHER DIRECTORSHIPS

Sonar 1 PLC

Sonar 2 PLC

Stars 1 PLC

Stars 2 PLC

Matron Trustees Ltd.

Matron 2 Trustees Ltd.