

R.R.O.S. £15 603575



363a

Please complete in typescript,
or in bold black capitals.

Annual Return

Company Number

Company Name in full



* F363AD40 *

Date of this return (See note 1)
The information in this return is made up to

Day	Month	Year
13	01	1998

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.

Day	Month	Year
13	01	1999

Registered Office (See note 3)
Show here the address at the date of this return.

ST CATHERINE'S COURT
HERBERT ROAD
SOLIHULL
B91 3QE

Any change of registered office must be notified on form 287.

Post town
County / Region
Postcode

Principal business activities

(See note 4)
Show trade classification code number(s) for the principal activity or activities.

7499	

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 DX 33050 Cardiff
for companies registered in England and Wales
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

Register of members *(See note 5)*

If the register of members is not kept at the registered office, state here where it is kept.

Post town
County / Region

Post town	
County / Region	Postcode

Register of Debenture holders

(See note 6)

If there is a register of debenture holders and it is not kept at the registered office, state here where it is kept.

Post town
County / Region

Post town	
County / Region	Postcode

Company type *(See note 7)*

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please mark the appropriate box

Company Secretary *(see notes 1-5)*

Details of a new company secretary must be notified on form 288a.

(Please photocopy this area to provide details of joint secretaries).

* Voluntary details.

Name * Style / Title

*Honours etc

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address

Post town

County / Region

Postcode

Country

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Directors (see notes 1 to 5)

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name	* Style / Title	MR				
	* Honours etc	BA, FCA	Date of birth	Day 22	Month 02	Year 1954
	Forename(s)	JOHN GRIGOR				
	Surname	GEMMELL				
	Previous forename(s)					
	Previous surname(s)					
Address	ST CATHERINE'S COURT, HERBERT ROAD					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.						
	Post town	SOLIHULL				
	County / Region	WEST MIDLANDS	Postcode	B91 3QE		
	Country	ENGLAND	Nationality	BRITISH		
Business occupation	GROUP COMPANY SECRETARY					
Other directorships	See attached list					
* Voluntary details.						

Name	* Style / Title	MR				
	* Honours etc		Date of birth	Day 13	Month 01	Year 1958
	Forename(s)	NICHOLAS				
	Surname	KEEN				
	Previous forename(s)					
	Previous surname(s)					
Address	ST CATHERINE'S COURT, HEBERT ROAD					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.						
	Post town	SOLIHULL				
	County / Region	W. MIDLANDS	Postcode	B91 3QE		
	Country	ENGLAND	Nationality	BRITISH		
Business occupation	DIRECTOR					
Other directorships	See attached list					

Directors (see notes 1-5)

Please list directors in alphabetical order

Details of new directors must be notified on form 288a.

Name	* Style / Title	MR			
			Day	Month	Year
	* Honours etc		Date of birth	20	09 1958
	Forename(s)	RICHARD DOMINIC			
	Surname	SHELTON			
	Previous forename(s)				
	Previous surname				
Address	ST CATHERINE'S COURT, HERBERT ROAD				
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	SOLIHULL			
	County / Region	WEST MIDLANDS	Postcode	B91 3QE	
	Country	ENGLAND			
Nationality	BRITISH				
Business occupation	SOLICITOR				
Other directorships	See attached list				
Name	* Style / Title				
			Day	Month	Year
	* Honours etc		Date of birth		
	Forename(s)				
	Surname				
	Previous forename(s)				
	Previous surname				
Address					
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town				
	County / Region		Postcode		
	Country				
Nationality					
Business occupation					
Other directorships					

* Voluntary details.

Other relevant directorships

Company Number **3303751**

Company Name Paragon Car Loans Limited

Directors Name GEMMELL JOHN GRIGOR

AUTO FINANCE DIRECT LIMITED

COLLATERALISED MORTGAGE SECURITIES (NO 1) PLC

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

HOMELOANS (NO 1) PLC

HOMELOANS (NO 2) PLC

HOMELOANS (NO 3) PLC

HOMELOANS DIRECT LIMITED

HOMER FINANCE (NO 2) PLC

HOMER FINANCE (NO 3) PLC

NHL (3) SECURITIES PLC

PARAGON AUTO LOANS LIMITED

PARAGON CAR FINANCE LIMITED

† Directors only.

† Other directorships

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:
- for a married woman, the name by which she was known before marriage need not be given.

- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name GEMMELL JOHN GRIGOR

† Directors only.

† Other directorships

PARAGON CONSUMER FINANCE LIMITED

PARAGON CONSUMER LOANS LIMITED

PARAGON CONTRACT HIRE LIMITED

PARAGON FINANCE GROUP LIMITED

PARAGON FINANCE HOLDINGS LIMITED

PARAGON FINANCE PLC

PARAGON HOLDINGS GROUP LIMITED

PARAGON HOME LOANS LIMITED

PARAGON MORTGAGES LIMITED

PARAGON PERSONAL FINANCE LIMITED

PARAGON PERSONAL LOANS LIMITED

PARAGON SECOND FUNDING LIMITED

PARAGON VEHICLE CONTRACTS LIMITED

RCR CONTRACT HIRE & LEASING LIMITED

SHELTON (NO 1) LIMITED

NOTES

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- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name KEEN NICHOLAS

† Directors only.

† Other directorships

AUTO FINANCE DIRECT LIMITED

BLUE CHIP MORTGAGE PASSTHROUGH (NO 1) LIMITED

NOTES

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COLLATERALISED MORTGAGE SECURITIES (NO 1) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 10) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 11) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 12) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 2) PLC

Other directorships.

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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 LIMITED

FINANCE FOR HOME LOANS (HOLDINGS) LIMITED

HERBERT (1) PLC

Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name KEEN NICHOLAS

† Directors only.

† Other directorships

HERBERT (2) PLC

HERBERT (3) PLC

HERBERT (4) PLC

HERBERT (8) PLC

HOMELOANS (NO 1) PLC

HOMELOANS (NO 2) PLC

HOMELOANS (NO 3) PLC

HOMELOANS DIRECT FUNDING PLC

HOMELOANS DIRECT LIMITED

HOMER FINANCE (NO 1) PLC

HOMER FINANCE (NO 2) PLC

HOMER FINANCE (NO 3) PLC

INTERNATIONAL HOME LOANS PLC

MORLEY FUNDING LIMITED

MORLEY LIMITED

NHL (2) SECURITIES PLC

NHL (3) SECURITIES PLC

NOTES

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Other directorships.

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- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name KEEN NICHOLAS

† Directors only.

† Other directorships

NHL CONSTRUCTION LIMITED

NHL REVERSIONS LTD

PARAGON AUTO LOANS LIMITED

PARAGON CAR FINANCE LIMITED

PARAGON CONSUMER FINANCE LIMITED

PARAGON CONSUMER LOANS LIMITED

PARAGON CONTRACT HIRE LIMITED

PARAGON FINANCE GROUP LIMITED

PARAGON FINANCE HOLDINGS LIMITED

PARAGON FINANCE PLC

PARAGON HOLDINGS GROUP LIMITED

PARAGON HOME LOANS LIMITED

PARAGON MORTGAGES LIMITED

PARAGON PERSONAL FINANCE LIMITED

PARAGON PERSONAL LOANS LIMITED

PARAGON SECOND FUNDING LIMITED

PARAGON VEHICLE CONTRACTS LIMITED

NOTES

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Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name KEEN NICHOLAS

† Directors only.

† Other directorships

RCR CONTRACT HIRE & LEASING LIMITED

RESIDENTIAL LOAN FINANCE LIMITED

NOTES

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SHELTON (NO 1) LIMITED

SHELTON (NO 2) LIMITED

THE PARAGON GROUP OF COMPANIES PLC

Other directorships.

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Other relevant directorships

Company Number **3303751**

Company Name **Paragon Car Loans Limited**

Directors Name **SHELTON RICHARD DOMINIC**

† Directors only.

† Other directorships

AUTO FINANCE DIRECT LIMITED

BLUE CHIP MORTGAGE PASSTHROUGH (NO 1) LIMITED

NOTES

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COLLATERALISED MORTGAGE SECURITIES (NO 1) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 10) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 11) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 12) PLC

COLLATERALISED MORTGAGE SECURITIES (NO 2) PLC

Other directorships.

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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 LIMITED

FINANCE FOR HOME LOANS (4) LIMITED

FINANCE FOR HOME LOANS (HOLDINGS) LIMITED

Other relevant directorships

Company Number **3303751**

Company Name **Paragon Car Loans Limited**

Directors Name **SHELTON RICHARD DOMINIC**

† Directors only.

† Other directorships

HERBERT (1) PLC

HERBERT (10) PLC

HERBERT (2) PLC

HERBERT (3) PLC

HERBERT (4) PLC

HERBERT (5) PLC

HERBERT (6) PLC

HERBERT (7) PLC

HERBERT (8) PLC

HERBERT (9) PLC

HOMELOANS (NO 1) PLC

HOMELOANS (NO 2) PLC

HOMELOANS (NO 3) PLC

HOMELOANS DIRECT FUNDING PLC

HOMELOANS DIRECT LIMITED

HOMER FINANCE (NO 1) PLC

HOMER FINANCE (NO 2) PLC

NOTES

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Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name SHELTON RICHARD DOMINIC

† Directors only.

† Other directorships

HOMER FINANCE (NO 3) PLC

INTERNATIONAL HOME LOANS PLC

NOTES

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MORLEY FUNDING LIMITED

MORLEY LIMITED

NHL (2) SECURITIES PLC

NHL (3) SECURITIES PLC

NHL CONSTRUCTION LIMITED

Other directorships.

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NHL FOURTH FUNDING CORPORATION LIMITED

PARAGON AUTO LOANS LIMITED

PARAGON CAR FINANCE LIMITED

PARAGON CONSUMER FINANCE LIMITED

PARAGON CONSUMER LOANS LIMITED

PARAGON CONTRACT HIRE LIMITED

PARAGON FINANCE GROUP LIMITED

PARAGON FINANCE HOLDINGS LIMITED

PARAGON FINANCE PLC

PARAGON HOLDINGS GROUP LIMITED

Other relevant directorships

Company Number 3303751

Company Name Paragon Car Loans Limited

Directors Name SHELTON RICHARD DOMINIC

† Directors only.

† Other directorships

PARAGON HOME LOANS LIMITED

PARAGON MORTGAGES LIMITED

PARAGON PERSONAL FINANCE LIMITED

PARAGON PERSONAL LOANS LIMITED

PARAGON SECOND FUNDING LIMITED

PARAGON VEHICLE CONTRACTS LIMITED

PLYMOUTH FUNDING LIMITED

PLYMOUTH LIMITED

RCR CONTRACT HIRE & LEASING LIMITED

RESIDENTIAL LOAN FINANCE LIMITED

SHELTON (NO 1) LIMITED

SHELTON (NO 2) LIMITED

NOTES

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Issued share capital (see note 9)
Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share)
£1 ORD SPEC	2	£ 2.00
Totals	2	£ 2.00

List of past and present members
(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.
(see note 10)

There were no changes in the period

A list of changes is enclosed on paper in another format

A full list of members is enclosed on paper in another format

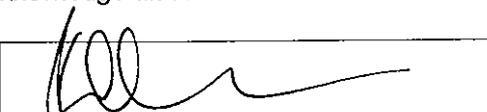
Elective resolutions
(Private companies only)
(See note 11)

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

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.

Signed  Date

† Please delete as appropriate.

† a director/secretary

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House.**

This return includes continuation sheets.
(enter number)

Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.

CAROL FRENCH, THE PARAGON GROUP OF COMPANIES, ST CATHERINE'S COURT, HERBERT ROAD,	
SOLI HULL, B91 3QE	
Tel 0121 712 2077	
DX number	DX exchange



SECRETARIAT

Please complete in typescript, or in bold black capitals.

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

Company Number

3303751

Company Name in full

Paragon Car Loans Limited

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.

Number or amount currently held Number or amount Transferred Date of registration

Name and address

Remarks

Table row 1: RUTLAND DIRECTORS LIMITED, £1 Ord Spec 0, 1, 20/01/97, THE PARAGON GROUP OF COMPANIES PLC

Table row 2: RUTLAND SECRETARIES LIMITED, £1 Ord Spec 0, 1, 20/01/97, THE PARAGON GROUP OF COMPANIES PLC

Table row 3: THE PARAGON GROUP OF COMPANIES PLC, £1 Ord Spec 2, THE PARAGON GROUP OF COMPANIES PLC

Table row 4: Empty

Table row 5: Empty