



C O M P A N I E S H O U S E

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



LBS/001757/€ 73xs.
363s

Annual Return

of company number 03621089

P

company name
CONSUMER FINANCE 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 04/08/99
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
19	08	99

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

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

Registered Office (See note 3)

This is the address registered by Companies House.

✓ SPV MANAGEMENT LIMITED
78 CANNON STREET
LONDON
EC4P 4LN

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

Principal business activities (See note 4)

Please enter trade classification(s).

7	4	8	4
---	---	---	---

other business activities

--	--	--	--

--	--	--	--

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

03621089

Register of members (See note 5)

The register is kept at

REGISTERED OFFICE

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

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.

Day	Month	Year

Date of any change.

✓ SPV MANAGEMENT LIMITED
78 CANNON STREET
LONDON
EC4P 5LN

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

Day	Month	Year

Date of resignation.

Directors (See note 7)

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

Day	Month	Year

Date of any change.

✓ TOMOKI
ABE
1 WITHERBY CLOSE
CROYDON
SURREY CR0 5SU

Date of Birth:- 29/07/62
Nat: JAPANESE
Occ: INVESTMENT BANKER

Piers Minoprio - Company Directorships

Full Name Piers Minoprio
Residential Address The Kennels
 Bells Yew Green, Frant
 Tunbridge Wells, Kent TN3 9AX
Nationality British
Date of Birth 01/02/56
Business Occupation Company Director

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
ACRES (No.1) plc	England & Wales	3004102		N/A
ACRES (No.2) plc	England & Wales	3207305		N/A
ACRES (No.3) plc	England & Wales	3371585		N/A
ACRES Holdings Limited	England & Wales	2999879		N/A
ACRES Receivables (No.1) Limited	England & Wales	3032236		N/A
ACRES Receivables (No.2) Limited	England & Wales	3195697		N/A
ACRES Receivables (No.3) Limited	England & Wales	3371546		N/A
Alehouse Finance plc	England & Wales	38133727		
Angel Finance Holding Limited	England & Wales	3797483		N/A
ART Options Counterparty Limited	England & Wales	3784524		
Auburn 1 Limited	England & Wales	3588419		N/A
Auburn Options Limited	England & Wales	3618664		N/A
Auburn Securities 1 plc	England & Wales	3618793		457901
Automobile Loan Finance (No.1) Limited	England & Wales	3707188		465019
Automobile Loan Finance Limited	England & Wales	3690012		Applied for
Automobile Receivables Transaction No.1 Limited	England & Wales	3734973		Applied for
Bladegrasp Limited	England & Wales	03789786		Applied for
Cardiff Automobile Receivables Securitisation (UK) No.4 plc	England & Wales	3601316		Applied for
CARS Trustee (UK) No.4 Limited	England & Wales	3601318		Applied for
Cavendish Home Investments No.1 plc	England & Wales	2660905		N/A
Cavendish Home Investments No.2 plc	England & Wales	2660903		N/A
Cavendish Home Investments No.3 plc	England & Wales	2670747		N/A
Chronsel Limited	England & Wales	3302746		N/A
City Mortgage Funding No.1 Limited	England & Wales	3299937		422094
City Mortgage Receivables 1 PLC	England & Wales	3126751		402783
City Mortgage Trustees 1 Limited	England & Wales	3126740		402785
City Place Holdings Limited	England & Wales	3261164		N/A
City Place Purchasing Limited	England & Wales	3261160		N/A
City Place Securitisation plc	England & Wales	3261149		N/A
Colisee Financial Innovation Limited	England & Wales	3300388		N/A
Colisee No.1 Plc	England & Wales	3300777		N/A
Compass Financial Receivables B Limited	England & Wales	3602070		458218
Compass Financial Receivables S Limited	England & Wales	3704271		466272

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Compass Receivables Trustee Limited	England & Wales	3636813		458216
Consumer Finance Holdings Limited	England & Wales	3621089		N/A
FE Trust	England & Wales	tbc		N/A
Fidex Holdings Limited	England & Wales	3618931		N/A
Fidex plc	England & Wales	3619144		N/A
Gingerford Limited	England & Wales	3462548		N/A
Great Lakes Receivables Financing (No.1) Limited	England & Wales	TBC		N/A
Great Lakes Receivables Financing (Receivables Trustee) Lim	England & Wales	3682273		462099
Great Lakes Receivables Financing Limited	England & Wales	3682279		462096
HA Leasing Limited	England & Wales	3462658	30/07/99	N/A
HA Trust	England & Wales	3474779		N/A
Haven Funding (32) PLC	England & Wales	3480042		N/A
Haven Funding (Holdings) (2) Ltd	England & Wales	3443389		N/A
Haven Funding (Holdings) Limited	England & Wales	3080752		N/A
Haven Funding plc	England & Wales	3139687		N/A
Hectares (No.1) Limited	England & Wales	3375457		N/A
Hectares Receivables (No.1) Limited	England & Wales	3376171		N/A
Holmes Funding No.1 PLC	England & Wales	3689608		N/A
Holmes Holdings Limited	England & Wales	3689577		N/A
Holmes Placement No.1 Limited	England & Wales	2108295		N/A
Homeselect Finance No.1 Limited	Jersey	72089		N/A
HONOURS (Holdings) Limited	England & Wales	3704249		N/A
HONOURS plc	England & Wales	03702189		464287
HONOURS Trustee Limited	England & Wales	3716001		465092
ILSE Holdings Limited	England & Wales	3406892		N/A
ILSE No.1 Plc	England & Wales	3406882		N/A
ILSE No.2 Plc	England & Wales	3671659		N/A
La Defense II Holdings Limited	England & Wales	3488612		N/A
La Defense II plc	England & Wales	2772357		N/A
La Defense Plc	England & Wales	3377253		N/A
LordSPV Limited	England & Wales	03478559		N/A
Madenice Limited	England & Wales	3300383		
Monument Asset Securitisation Company (UK) Limited	England & Wales	37332998		Applied for
Mooncrest Funding Plc	England & Wales	3421491		N/A
MSA Holdings Limited	England & Wales	3395583		N/A
Ocwen Holdings Limited	England & Wales	3588562		N/A
Ocwen Mortgage Loans 1 plc	England & Wales	3565250		449417
Ocwen Mortgage Loans 2 plc	England & Wales	3654408		458483
Ocwen Mortgage Loans 3 plc	England & Wales	3690771		Applied For
Parcs 1 Limited	England & Wales	326137		N/A
Parcs B Limited	Cayman Islands	CR73637/FC020366		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Parcs Limited	Cayman Islands	CR72980/FC020365		N/A
PCO 185 Ltd	England & Wales	3447346		N/A
PLR Securitisation 1999 Limited	England & Wales	3772673		Applied for
Pointpipe Limited	England & Wales	3800504		N/A
Punch Taverns Finance PLC	England & Wales	3487780		N/A
Rheingold No.7 Limited	England & Wales	3814232		472649
Rock Funding (No.1) Plc	England & Wales	3377771		N/A
SASCO 1998 C-I Holdings Limited	England & Wales	3462544		N/A
SASCO Europe 1998 CI Options Limited	England & Wales	3437206		N/A
SASCO Europe 1998 CI plc	England & Wales	3462643		N/A
Seahorse Limited	Cayman Islands	FCO19687		N/A
Securitisation Holdings (UK) No.4 Limited	England & Wales	3601314		N/A
Shelfco (No.1705) Limited	England & Wales	03808872		
Silver Castle Ltd	England & Wales	3470025		N/A
SPQR Funding PLC	England & Wales	03588439		N/A
SPV Management Limited	England & Wales	2548079		
Summit Capital Funding Ltd	Jersey	69599/FCO20686		N/A
Superior Receivables Financing (Receivables Trustee) Limited	England & Wales	3645631		457673
Superior Receivables Financing Limited	England & Wales	3645368		457670
The Mortgage Corporation	England & Wales	1759546		190359
TMC Funding No.3 Limited	England & Wales	2108293		N/A
TMC Mortgage Securities No.1 plc	England & Wales	2004518		N/A
TMC Mortgage Securities No.10 plc	England & Wales	2114947		N/A
TMC Mortgage Securities No.11 plc	England & Wales	2124657		N/A
TMC Mortgage Securities No.2 plc	England & Wales	2008014		N/A
TMC Mortgage Securities No.3 plc	England & Wales	2008015		N/A
TMC Mortgage Securities No.4 plc	England & Wales	2008016		N/A
TMC Mortgage Securities No.5 plc	England & Wales	2072525		N/A
TMC Mortgage Securities No.6 plc	England & Wales	2105160		N/A
TMC Mortgage Securities No.7 plc	England & Wales	2110815		N/A
TMC Mortgage Securities No.8 plc	England & Wales	2114946		N/A
TMC Mortgage Securities No.9 plc	England & Wales	2111680		N/A
TMC P.I.M.B.S. Fifth Financing Limited	England & Wales	2350209		N/A
TMC P.I.M.B.S. First Financing Limited	England & Wales	2124668		N/A
TMC P.I.M.B.S. Fourth Financing Limited	England & Wales	2345925		N/A
TMC P.I.M.B.S. Limited	England & Wales	2124669		N/A
TMC P.I.M.B.S. Second Financing Limited	England & Wales	2124660		N/A
TMC P.I.M.B.S. Seventh Financing Limited	England & Wales	2346728		N/A
TMC P.I.M.B.S. Sixth Financing plc	England & Wales	2346084		N/A
TMC P.I.M.B.S. Third Financing Limited	England & Wales	2346732		N/A
TMC Private Placements No.1 Limited	England & Wales	2068773		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
TMC Tattenham No.1 PLC	England & Wales	3517213		N/A
TMC Tattenham No.2 PLC	England & Wales	0		N/A
Vauban (No1) PLC	England & Wales	3426368		N/A
Violet Funding Limited	England & Wales	3674868		
Zophonus Limited	Cayman Islands	FCO19688		N/A

Directorships Not Connected With SPV Management Limited - PM

CrossPoint Limited	1756350
Early Days Child Care Limited	2328516
Prestige International Mailing Limited	2276653

Piers Minoprio Is An Alternate Director For The Following Appointed Directors:

A.F. Raikes	Mortgage Management Limited	England & Wales	2002263	01/01/1999	TB
-------------	-----------------------------	-----------------	---------	------------	----

Piers Minoprio Has Resigned From The Following Companies That Have Been Dissolved Pursuant to Section 652A Of The Companies Act 1985:

30/06/1999	Automobile Loan Finance Limited	England & Wales	3690012	Applied for
20/02/1998	Madenice Limited	England & Wales	3300383	

Robin G Baker - Company Directorships

Full Name Robin Gregory Baker
Residential Address 40 Doddinghurst Road
 Brentwood
 Essex CM15 9EH
Nationality British
Date of Birth 22/5/51
Business Occupation General Manager of SPV Management Limited

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
ART Options Counterparty Limited	England & Wales	3784524		
Auburn 1 Limited	England & Wales	3588419		N/A
Auburn Options Limited	England & Wales	3618664		N/A
Auburn Securities 1 plc	England & Wales	3618793		457901
Automobile Receivables Transaction No.1 Limited	England & Wales	3734973		Applied for
Berkshire Capital Funding Limited	England & Wales	1141915		169193
Cavendish Home Investments No.1 plc	England & Wales	2660905		N/A
Cavendish Home Investments No.2 plc	England & Wales	2660903		N/A
Cavendish Home Investments No.3 plc	England & Wales	2670747		N/A
City Mortgage Funding No.1 Limited	England & Wales	3299937		422094
City Mortgage Holdings Limited	England & Wales	3126743		402784
City Mortgage Receivables 1 PLC	England & Wales	3126751		402783
City Mortgage Receivables 2 PLC	England & Wales	3245450		416641
City Mortgage Receivables 3 PLC	England & Wales	3245445		416642
City Mortgage Receivables 4 PLC	England & Wales	3246090		422096
City Mortgage Receivables 5 PLC	England & Wales	3304205		422467
City Mortgage Receivables 6 PLC	England & Wales	3328209		424996
City Mortgage Receivables 7 plc	England & Wales	3389478		430553
City Mortgage Trustees 1 Limited	England & Wales	3126740		402785
City Mortgage Trustees 2 Limited	England & Wales	3245442		416639
City Mortgage Trustees 3 Limited	England & Wales	3245436		416640
City Place Holdings Limited	England & Wales	3261164		N/A
City Place Purchasing Limited	England & Wales	3261160		N/A
City Place Securitisation plc	England & Wales	3261149		N/A
Colisee Financial Innovation Limited	England & Wales	3300388		N/A
Colisee No.1 Plc	England & Wales	3300777		N/A
Compass Financial Receivables B Limited	England & Wales	3602070		458218
Compass Financial Receivables S Limited	England & Wales	3704271		466272
Compass Receivables Trustee Limited	England & Wales	3636813		458216
Consumer Finance Holdings Limited	England & Wales	3621089		N/A
FE Trust	England & Wales	tbc		N/A
Fidex Holdings Limited	England & Wales	3618931		N/A
Fidex plc	England & Wales	3619144		N/A
Gingerford Limited	England & Wales	3462548		N/A
GM 1995 Limited	England & Wales	3066953		N/A
Great Lakes Receivables Financing (No.1) Limited	England & Wales	TBC		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Great Lakes Receivables Financing (Receivables Trustee) Lim	England & Wales	3682273		462099
Great Lakes Receivables Financing Limited	England & Wales	3682279		462096
HA Leasing Limited	England & Wales	3462658	30/07/99	N/A
HA Trust	England & Wales	3474779		N/A
Harbourforce Limited	England & Wales	3321729		N/A
Harbourforce Limited	England & Wales	3321729		N/A
Haven Funding (32) PLC	England & Wales	3480042		N/A
Haven Funding (Holdings) (2) Ltd	England & Wales	3443389		N/A
Haven Funding plc	England & Wales	3139687		N/A
Holmes Placement No.1 Limited	England & Wales	2108295		N/A
HONOURS (Holdings) Limited	England & Wales	3704249		N/A
HONOURS plc	England & Wales	03702189		464287
HONOURS Trustee Limited	England & Wales	3716001		465092
Investors in Health (Chichester) No.1 Limited	England & Wales	3649502		
Investors in Health (Chichester) No.2 Limited	England & Wales	3649511		
Investors in Health (Chichester) No.3 Limited	England & Wales	3649529		
Investors in Health (Chichester) No.4 Limited	England & Wales	3649522		
Investors in Health (Chichester) No.5 Limited	England & Wales	3649269		
Investors in Health (Chichester) No.6 Limited	England & Wales	3649261		
La Defense II Holdings Limited	England & Wales	3488612		N/A
La Defense II plc	England & Wales	2772357		N/A
La Defense Plc	England & Wales	3377253		N/A
Leek Finance Holdings Limited	England & Wales	3230376		N/A
Leek Finance Number One PLC	England & Wales	3194820		417341
LGS Investments (Holdings) Limited	England & Wales	2873071		N/A
LGS Investments plc	England & Wales	2879716		N/A
LordSPV Limited	England & Wales	03478559		N/A
Milk Street Investments (No.2) Limited	England & Wales	3211351	30/12/96	
Milk Street Investments (No.3) Limited	Jersey	0	17/11/97	
Milk Street Investments Limited	England & Wales	3116591	30/12/96	
Monument Asset Securitisation Company (UK) Limited	England & Wales	37332998		Applied for
Mooncrest Funding Plc	England & Wales	3421491		N/A
Morley Funding Limited	England & Wales	3203923		N/A
Morley Limited	England & Wales	3203925		N/A
Ocwen Holdings Limited	England & Wales	3588562		N/A
Ocwen Mortgage Loans 1 plc	England & Wales	3565250		449417
Ocwen Mortgage Loans 2 plc	England & Wales	3654408		458483
Ocwen Mortgage Loans 3 plc	England & Wales	3690771		Applied For
Ocwen Receivables 1 plc	England & Wales	3565250		N/A
Omegron Limited	England & Wales	3248681		N/A
Parlet Investments (Jersey) Limited	Jersey	0		N/A
PCO 185 Ltd	England & Wales	3447346		N/A
Preferred Residential Securities 1 PLC	England & Wales	3524913		452179
PRS 1 Limited	England & Wales	3565652		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Rock Funding (No.1) Plc	England & Wales	3377771		N/A
SASCO 1998 C-I Holdings Limited	England & Wales	3462544		N/A
SASCO Europe 1998 CI Options Limited	England & Wales	3437206		N/A
SASCO Europe 1998 CI plc	England & Wales	3462643		N/A
Seahorse Limited	Cayman Islands	FCO19687		N/A
Silver Castle Ltd	England & Wales	3470025		N/A
SPQR Funding PLC	England & Wales	03588439		N/A
Summit Capital Funding Ltd	Jersey	69599/FCO20686		N/A
Sunglow Limited	Jersey	69673	27/08/98	
Superior Receivables Financing (Receivables Trustee) Limited	England & Wales	3645631		457673
Superior Receivables Financing Limited	England & Wales	3645368		457670
The Mortgage Corporation	England & Wales	1759546		190359
Thornbeam Limited	England & Wales	3196198		N/A
TMC Funding No.3 Limited	England & Wales	2108293		N/A
TMC Mortgage Securities No.1 plc	England & Wales	2004518		N/A
TMC Mortgage Securities No.10 plc	England & Wales	2114947		N/A
TMC Mortgage Securities No.11 plc	England & Wales	2124657		N/A
TMC Mortgage Securities No.2 plc	England & Wales	2008014		N/A
TMC Mortgage Securities No.3 plc	England & Wales	2008015		N/A
TMC Mortgage Securities No.4 plc	England & Wales	2008016		N/A
TMC Mortgage Securities No.5 plc	England & Wales	2072525		N/A
TMC Mortgage Securities No.6 plc	England & Wales	2105160		N/A
TMC Mortgage Securities No.7 plc	England & Wales	2110815		N/A
TMC Mortgage Securities No.8 plc	England & Wales	2114946		N/A
TMC Mortgage Securities No.9 plc	England & Wales	2111680		N/A
TMC P.I.M.B.S. Fifth Financing Limited	England & Wales	2350209		N/A
TMC P.I.M.B.S. First Financing Limited	England & Wales	2124668		N/A
TMC P.I.M.B.S. Fourth Financing Limited	England & Wales	2345925		N/A
TMC P.I.M.B.S. Limited	England & Wales	2124669		N/A
TMC P.I.M.B.S. Second Financing Limited	England & Wales	2124660		N/A
TMC P.I.M.B.S. Seventh Financing Limited	England & Wales	2346728		N/A
TMC P.I.M.B.S. Sixth Financing plc	England & Wales	2346084		N/A
TMC P.I.M.B.S. Third Financing Limited	England & Wales	2346732		N/A
TMC Private Placements No.1 Limited	England & Wales	2068773		N/A
TMC Tattenham No.1 PLC	England & Wales	3517213		N/A
TMC Tattenham No.2 PLC	England & Wales	0		N/A
Valfond Finance arl	Jersey	0		N/A
Vauban (No1) PLC	England & Wales	3426368		N/A
Violet Funding Limited	England & Wales	3674868		
Zophonius Limited	Cayman Islands	FCO19688		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
--------------	-----------------------------	----------------------	---	---

RGB Is An Alternate Director For The Following Appointed Directors;

A.F. Raikes SPV Management Limited

England & Wales 2548079

SPV Management Limited - Corporate Directorships

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
ACRES (No.1) plc	England & Wales	3004102		N/A
ACRES (No.2) plc	England & Wales	3207305		N/A
ACRES (No.3) plc	England & Wales	3371585		N/A
ACRES Holdings Limited	England & Wales	2999879		N/A
ACRES Receivables (No.1) Limited	England & Wales	3032236		N/A
ACRES Receivables (No.2) Limited	England & Wales	3195697		N/A
ACRES Receivables (No.3) Limited	England & Wales	3371546		N/A
Alehouse Finance plc	England & Wales	38133727		
ART Options Counterparty Limited	England & Wales	3784524		
Auburn 1 Limited	England & Wales	3588419		N/A
Auburn Options Limited	England & Wales	3618664		N/A
Auburn Securities 1 plc	England & Wales	3618793		457901
Automobile Loan Finance (No.1) Limited	England & Wales	3707188		465019
Automobile Loan Finance Limited	England & Wales	3690012		Applied for
Automobile Receivables Transaction No.1 Limited	England & Wales	3734973		Applied for
Berkshire Capital Funding Limited	England & Wales	1141915		169193
Cardiff Automobile Receivables Securitisation (UK) No.2 plc	England & Wales	2727177	06/08/98	349114
Cardiff Automobile Receivables Securitisation (UK) No.3 plc	England & Wales	2819747		367481
Cardiff Automobile Receivables Securitisation (UK) No.4 plc	England & Wales	3601316		Applied for
CARS Trustee (No.2) Limited	England & Wales	2727179	06/08/98	349111
CARS Trustee (No.3) Limited	England & Wales	2849105		367483
CARS Trustee (UK) No.4 Limited	England & Wales	3601318		Applied for
Caseband Limited	England & Wales	2682738		N/A
Cavendish Home Investments No.1 plc	England & Wales	2660905		N/A
Cavendish Home Investments No.2 plc	England & Wales	2660903		N/A
Cavendish Home Investments No.3 plc	England & Wales	2670747		N/A
Chester Asset Receivables Dealings No.1 Limited	Cayman Islands	59628		395331
Chester Asset Receivables Dealings No.2 Limited	Cayman Islands	59627		409976
Chester Asset Receivables Dealings No.3 Limited	Cayman Islands	68610		418254
Chester Asset Receivables Dealings No.4 Limited	Cayman Islands	71488		425855
Chester Asset Receivables Dealings No.5 Limited	Cayman Islands	79058		442204
Chester Asset Receivables Dealings No.6 Limited	Cayman Islands	83037		452462
Chester Asset Receivables Dealings No.7 Limited	Cayman Islands	85003		475915
Chester Asset Receivables Dealings No.8 Limited	Cayman Islands	88675		Applied For
Chester Asset Receivables Dealings No.9 Limited	Cayman Islands	90366		Applied For
Chronsel Limited	England & Wales	3302746		N/A
City Mortgage Collateral Reserve No.1 Limited	England & Wales	3437349		N/A
City Mortgage Funding No.1 Limited	England & Wales	3299937		422094
City Mortgage Holdings Limited	England & Wales	3126743		402784
City Mortgage Receivables 1 PLC	England & Wales	3126751		402783
City Mortgage Receivables 2 PLC	England & Wales	3245450		416641
City Mortgage Receivables 3 PLC	England & Wales	3245445		416642

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
City Mortgage Receivables 4 PLC	England & Wales	3246090		422096
City Mortgage Receivables 5 PLC	England & Wales	3304205		422467
City Mortgage Receivables 6 PLC	England & Wales	3328209		424996
City Mortgage Receivables 7 plc	England & Wales	3389478		430553
City Mortgage Trustees 1 Limited	England & Wales	3126740		402785
City Mortgage Trustees 2 Limited	England & Wales	3245442		416639
City Mortgage Trustees 3 Limited	England & Wales	3245436		416640
City Place Holdings Limited	England & Wales	3261164		N/A
City Place Purchasing Limited	England & Wales	3261160		N/A
City Place Securitisation plc	England & Wales	3261149		N/A
Colisee Financial Innovation Limited	England & Wales	3300388		N/A
Colisee No.1 Plc	England & Wales	3300777		N/A
Compass Financial Receivables B Limited	England & Wales	3602070		458218
Compass Financial Receivables S Limited	England & Wales	3704271		466272
Compass Receivables Trustee Limited	England & Wales	3636813		458216
Consumer Finance Holdings Limited	England & Wales	3621089		N/A
Cremonini Finance Plc	England & Wales	3470026		N/A
Curzon Collections Limited	England & Wales	2993061		393764
Curzon Funding No.1 Limited	England & Wales	2993364		393766
Curzon RT Limited	England & Wales	2993199		393762
Doublethermo Limited	England & Wales	3254464		N/A
Enron SB Limited	England & Wales	3064440		N/A
Eureka Securitisation plc	England & Wales	295902		N/A
FI Mortgage Securities BV	Netherlands	564792		N/A
Fidex Holdings Limited	England & Wales	3618931		N/A
Fidex plc	England & Wales	3619144		N/A
First Leo Limited	England & Wales	2452281		N/A
GESB plc	England & Wales	2883741		N/A
Gingerford Limited	England & Wales	3462548		N/A
GOLF (No.1) Holdings Limited	England & Wales	3091561		N/A
Great Lakes Receivables Financing (No.1) Limited	England & Wales	TBC		N/A
Great Lakes Receivables Financing (Receivables Trustee) Lim	England & Wales	3682273		462099
Great Lakes Receivables Financing Limited	England & Wales	3682279		462096
Guaranteed Overseas Loan Finance (No.1) plc	England & Wales	3070478		N/A
HA Leasing Limited	England & Wales	3462658	30/07/99	N/A
Harbourforce Limited	England & Wales	3321729		N/A
Harbourforce Limited	England & Wales	3321729		N/A
Haven Funding (32) PLC	England & Wales	3480042		N/A
Haven Funding (Holdings) (2) Ltd	England & Wales	3443389		N/A
Haven Funding (Holdings) Limited	England & Wales	3080752		N/A
Haven Funding plc	England & Wales	3139687		N/A
Hectares (No.1) Limited	England & Wales	3375457		N/A
Hectares Receivables (No.1) Limited	England & Wales	3376171		N/A
Hippocampus Limited	Cayman Islands	66877		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Holmes Funding No.1 PLC	England & Wales	3689608		N/A
Holmes Holdings Limited	England & Wales	3689577		N/A
Holmes Placement No.1 Limited	England & Wales	2108295		N/A
HONOURS (Holdings) Limited	England & Wales	3704249		N/A
HONOURS plc	England & Wales	03702189		464287
HONOURS Trustee Limited	England & Wales	3716001		465092
ILSE Holdings Limited	England & Wales	3406892		N/A
ILSE No.1 Plc	England & Wales	3406882		N/A
ILSE No.2 Plc	England & Wales	3671659		N/A
Investors in Health (Chichester) No.1 Limited	England & Wales	3649502		
Investors in Health (Chichester) No.2 Limited	England & Wales	3649511		
Investors in Health (Chichester) No.3 Limited	England & Wales	3649529		
Investors in Health (Chichester) No.4 Limited	England & Wales	3649522		
Investors in Health (Chichester) No.5 Limited	England & Wales	3649269		
Investors in Health (Chichester) No.6 Limited	England & Wales	3649261		
La Defense II Holdings Limited	England & Wales	3488612		N/A
La Defense II plc	England & Wales	2772357		N/A
La Defense Plc	England & Wales	3377253		N/A
Leek Finance Holdings Limited	England & Wales	3230376		N/A
Leek Finance Number One PLC	England & Wales	3194820		417341
Leo 1 plc	England & Wales	2440871		298334
Leo 2 plc	England & Wales	2452194		348215
Leo Mortgages Limited	England & Wales	2452306		298337
Leo Trustees Limited	England & Wales	2879957		372135
LGS Investments (Holdings) (No.2) Limited	England & Wales	3080752		N/A
LGS Investments (Holdings) Limited	England & Wales	2873071		N/A
LGS Investments (No.2) plc	England & Wales	3139687		N/A
LGS Investments plc	England & Wales	2879716		N/A
London Capital Funding Limited	England & Wales	2629568		N/A
MAC No.1 Limited	England & Wales	2165061		230713
Madenice Limited	England & Wales	3300383		
Matron Trustees Limited	England & Wales	2949544		N/A
MBNA Loan Portfolio Funding Limited	England & Wales	3619141		459189
MBRF Trustee Limited	England & Wales	297187		387578
Milk Street Investments (No.2) Limited	England & Wales	3211351	30/12/96	
Milk Street Investments (No.4) Limited	England & Wales	3496694	16/12/98	
Milk Street Investments Limited	England & Wales	3116591	30/12/96	
Mont Blanc Receivables Financing Limited	England & Wales	2893666		382603
Monument Asset Securitisation Company (UK) Limited	England & Wales	37332998		Applied for
Mooncrest Funding Plc	England & Wales	3421491		N/A
Morley Funding Limited	England & Wales	3203923		N/A
Morley Limited	England & Wales	3203925		N/A
MSA Holdings Limited	England & Wales	3395583		N/A
Northern Gas Processing Limited	England & Wales	2866642		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Ocwen Holdings Limited	England & Wales	3588562		N/A
Ocwen Mortgage Loans 1 plc	England & Wales	3565250		449417
Ocwen Mortgage Loans 2 plc	England & Wales	3654408		458483
Ocwen Mortgage Loans 3 plc	England & Wales	3690771		Applied For
Ocwen Receivables 1 plc	England & Wales	3565250		N/A
Offshore Energy Investments Limited	England & Wales	3066965		N/A
Omegron Limited	England & Wales	3248681		N/A
Parcs 1 Limited	England & Wales	326137		N/A
Parcs B Limited	Cayman Islands	CR73637/FC020366		N/A
Parcs Limited	Cayman Islands	CR72980/FC020365		N/A
PLR Securitisation 1999 Limited	England & Wales	3772673		Applied for
Plymouth Funding Limited	England & Wales	2337278		331062
Plymouth Limited	England & Wales	2343438		341161
Pointpipe Limited	England & Wales	3800504		N/A
Preferred Residential Securities 1 PLC	England & Wales	3524913		452179
PRS 1 Limited	England & Wales	3565652		N/A
Punch Taverns Beer Supply Company Limited	England & Wales	3499143		N/A
Punch Taverns Finance PLC	England & Wales	3487780		N/A
Punch Taverns Holdings Limited	England & Wales	3499144		N/A
Punch Taverns Properties Limited	England & Wales	3528601		N/A
Rapidsolar Limited	England & Wales	3129589		N/A
Rhein-Main No.3 (Jersey) Limited	Jersey	0		N/A
Rhein-Main No.3 (UK) Limited	Jersey	2949512		N/A
Rhein-Main No.II (UK) Limited	England & Wales	3123049		406084
RM Funds Limited	England & Wales	2992274		N/A
RoadChef Finance Limited	Cayman Islands	TBC		N/A
RoadChef Finance Limited	Cayman Islands	TBC		N/A
Rock Funding (No.1) Plc	England & Wales	3377771		N/A
SASCO Europe 1998 CI Options Limited	England & Wales	3437206		N/A
SASCO Europe 1998 CI plc	England & Wales	3462643		N/A
Seahorse Limited	Cayman Islands	FC019687		N/A
Securitisation Holdings (UK) No.4 Limited	England & Wales	3601314		N/A
Securitisation Holdings No.2 Limited	England & Wales	2727195		N/A
Securitisation Holdings No.3 Limited	England & Wales	2819746		N/A
Shelfco (No.1705) Limited	England & Wales	03808872		
Silver Castle Ltd	England & Wales	3470025		N/A
SONAR 1 plc	England & Wales	2949262		N/A
SONAR 2 plc	England & Wales	3043236		N/A
SPQR Funding PLC	England & Wales	03588439		N/A
Stars 1 plc	England & Wales	2352653		299261
Stars 2 plc	England & Wales	2352237		TBC
Stichting Security Trustee FIMS	Netherlands	FC018646		N/A
Stichting Trustee FIMS	Netherlands	564792		N/A
Sunrise Trustees Limited	England & Wales	3123042		406082

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
Superior Receivables Financing (Receivables Trustee) Limited	England & Wales	3645631		457673
Superior Receivables Financing Limited	England & Wales	3645368		457670
Superior TradeAble Residential Securities Limited	England & Wales	2522422		
Sutton Bridge Investors	England & Wales	3398665		N/A
The Mortgage Corporation	England & Wales	1759546		190359
The Unique Pub Finance Company PLC	England & Wales	3733088		N/A
Thornbeam Limited	England & Wales	3196198		N/A
TMC Funding No.3 Limited	England & Wales	2108293		N/A
TMC Mortgage Securities No.1 plc	England & Wales	2004518		N/A
TMC Mortgage Securities No.10 plc	England & Wales	2114947		N/A
TMC Mortgage Securities No.11 plc	England & Wales	2124657		N/A
TMC Mortgage Securities No.2 plc	England & Wales	2008014		N/A
TMC Mortgage Securities No.3 plc	England & Wales	2008015		N/A
TMC Mortgage Securities No.4 plc	England & Wales	2008016		N/A
TMC Mortgage Securities No.5 plc	England & Wales	2072525		N/A
TMC Mortgage Securities No.6 plc	England & Wales	2105160		N/A
TMC Mortgage Securities No.7 plc	England & Wales	2110815		N/A
TMC Mortgage Securities No.8 plc	England & Wales	2114946		N/A
TMC Mortgage Securities No.9 plc	England & Wales	2111680		N/A
TMC P.I.M.B.S. Fifth Financing Limited	England & Wales	2350209		N/A
TMC P.I.M.B.S. First Financing Limited	England & Wales	2124668		N/A
TMC P.I.M.B.S. Fourth Financing Limited	England & Wales	2345925		N/A
TMC P.I.M.B.S. Limited	England & Wales	2124669		N/A
TMC P.I.M.B.S. Second Financing Limited	England & Wales	2124660		N/A
TMC P.I.M.B.S. Seventh Financing Limited	England & Wales	2346728		N/A
TMC P.I.M.B.S. Sixth Financing plc	England & Wales	2346084		N/A
TMC P.I.M.B.S. Third Financing Limited	England & Wales	2346732		N/A
TMC Private Placements No.1 Limited	England & Wales	2068773		N/A
TMC Tattenham No.1 PLC	England & Wales	3517213		N/A
TMC Tattenham No.2 PLC	England & Wales	0		N/A
Unique Pub Investments Limited	England & Wales	3733058		N/A
Vauban (No1) PLC	England & Wales	3426368		N/A
Violet Funding Limited	England & Wales	3674868		
Wenceslas Limited	England & Wales	2862984	30/05/95	
West Coast Train Finance PLC	England & Wales	3797878		N/A
Zophonus Limited	Cayman Islands	FCO19688		N/A

Company Name	Country Of Incorporation	Registered Number	Where Directorship Is No Longer Current Date Of Resignation Is Shown	Consumer Credit Licence Number
--------------	-----------------------------	----------------------	---	---

SPVM Is An Alternate Director For The Following Appointed Directors;

Director Company Name

G.I. Lane	Cardiff Automobile Receivables Securitisation (UK) plc	England & Wales	2426270	04/07/1994	N/A
	Collateralised Mortgage Securities (Holdings) Limited	England & Wales	2316811	30/04/1996	N/A

SPVM Has Resigned From The Following Companies That Have Been Dissolved Pursuant to Section 652A Of The Companies Act 1985;

Date of Dissolution	Company Name	Country Of Incorporation	Registered Number	Effective Date Of Resignation	Consumer Credit Licence Number
30/06/1999	Automobile Loan Finance Limited	England & Wales	3690012		Applie
11/02/1998	Caseband Limited	England & Wales	2682738		N/A
20/02/1998	Madenice Limited	England & Wales	3300383		

SCHEDULE TO FORM 363

Continued overleaf

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363[illegible]

03621089

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

Directors - continued

Particulars.

✓ ROBIN GREGORY
BAKER
40 DODDINGHURST ROAD
BRENTWOOD
ESSEX CM15 9EH

Day	Month	Year

Date of any change.

Date of Birth:— 22/05/51

Nat:BRITISH

Occ:GENERAL MANAGER

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

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

✓ PIERS
MINOPRIO
THE KENNELS BELLS YEW GREEN
FRANT
TUNBRIDGE WELLS
KENT TN3 9AX

Day	Month	Year

Date of any change.

Date of Birth:— 01/02/56

Nat:BRITISH

Occ:COMPANY DIRECTOR

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

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

✓ SPV MANAGEMENT LIMITED
78 CANNON STREET
LONDON
EC4P 5LN

Day	Month	Year

Date of any change.

Date of Birth:— 01/02/56

Nat:BRITISH

Occ:COMPANY DIRECTOR

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

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

03621089

Issued Share Capital (See note 8)

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

Class
(eg Ordinary/
Preference etc)Number of
shares issuedAggregate
nominal value
(ie Number of shares
issued multiplied by
nominal value per share)

ORDINARY £1 shares

10

£10

Totals

10

£10

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

Please mark the
appropriate box.

A full list is required.

on paper not on
paper

A full list of members is enclosed

**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.



For SPV Management Limited

RG Dule

Certificate

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

Signed

Director/Authorised Signatory

Secretary/Director

*(delete as appropriate)

Date

20 August 1999

I enclose the fee of **£15**.Cheques should be made payable
to **Companies House**.This return includes NO 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?----->

SPV Management Limited

76 Cannon Street

London EC4P 5LN

(RG Dule)

Postcode

0171 220-7840

Telephone