



BLUEPRINT
Company Secretary

NM

363a

Annual Return

Company Number 3689577

Company Name in full Holmes Holdings Limited



* F 3 6 3 A C 5 0 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

03 06 99

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

31 03 00

Registered Office (See note 3)

Show here the address **at the date of this return.**

Abbey House

Baker Street London

NW1 6XL

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.

7415

6523

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



A37 *ALIF6H8N* 279
COMPANIES HOUSE 16/06/99

When you have completed and signed the form please send it to
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 **DX 235 Edinburgh**

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

Abbey House

Baker Street London

NW1 6XL

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

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

<input type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Please mark the appropriate box

Company Secretary (See notes 1-5)

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

Name * Style / Title

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

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

* Honours etc

Abbey National Secretariat Services Limited

Abbey House

Baker Street

LONDON

County / Region

Postcode NW1 6XL

Country

England

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

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	01	02	56
	Forename(s)	Piers					
	Surname	Minoprio					
	Previous forename(s)						
	Previous surname(s)						
Address		The Kennels					
		Bell Yew Green					
		Frant					
	Post town	Tunbridge Wells					
	County / Region	Kent	Postcode	TN3 9AX			
	Country	England	Nationality	British			
	Business occupation	Company Director					
	Other directorships	(See continuation sheet).					

* Voluntary details.

Directors	Name	* Style / Title	Mrs		Day	Month	Year	
		* Honours etc			Date of birth	24	03	55
		Forename(s)	Margaret Patricia					
		Surname	Schwarz					
		Previous forename(s)						
		Previous surname(s)						
	Address	50 The High Street						
	Post town	Roade						
	County / Region	Northants	Postcode	NN7 2NW				
	Country	England	Nationality	American				
	Business occupation	Product Director Mortgages						
	Other directorships	(See continuation sheet).						

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

Issued share capital (See notes 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)
Ordinary Shares of £1.00	2	£2.000
Totals	2	£2.000

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

☐

on paper

in another format

A list of changes is enclosed

☐
☐

A full list of members is enclosed

☒
☐
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

D. Lawrence

Date

3-6-99

† Please delete as appropriate.

† a director /secretary
**AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
ABBEY NATIONAL SECRETARIAT
SERVICES LIMITED**

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

8

continuation sheets.

(enter number)

<Insert Presenter Details Here>

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.

**ABBEY NATIONAL plc
SECRETARIAT
ABBEY HOUSE
BAKER STREET
LONDON NW1 6XL**

Directors (Continued)

Please list directors in alphabetical order.

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

Name	* Style / Title				Day	Month	Year
	* Honours etc				Date of birth		
	Forename(s)						
	Surname	SPV Management Limited					
	Previous forename(s)						
	Previous surname(s)						
Address	78 Cannon Street						
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town	London					
	County / Region				Postcode	EC4P 5LN	
	Country				Nationality		
	Business occupation						
	Other directorships	(See continuation sheet).					

* Voluntary details.

Directors	Name	* Style / Title				Day	Month	Year
		* Honours etc				Date of birth		
		Forename(s)						
		Surname						
		Previous forename(s)						
		Previous surname(s)						
	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							

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

Current directorships for Mr Piers Minoprio

ACRES (No.1) Plc

ACRES (No.2) Plc

ACRES (No.3) Plc

ACRES Holdings Limited

ACRES Receivables (No.1) Limited

ACRES Receivables (No.2) Limited

Chronsel Limited

City Mortgage Funding No.1 Limited

City Mortgage Receivables 1 Plc

City Mortgage Trustees 1 Limited

Colisee Financial Innovation Limited

CrossPoint Limited

Early Days Child Care Limited

Haven Funding (Holdings) Limited

Haven Funding Plc

Hectares (No.1) Limited

Hectares Receivables (No.1) Limited

Holmes Funding No.1 PLC

ILSE Holdings Limited

ILSE NO. 2 PLC.

ILSE No.1 PLC

La Defense Plc

Madenice Limited

Mooncrest Funding Plc

Parcs 1 Limited

Prestige International Mailing Limited

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

Rock Funding (No.1) Plc

SPV Management Limited

Trushelfco (No.2274) Limited

Current directorships for Mrs Margaret Patricia Schwarz

Abbey National Mortgage Finance plc

Holmes Funding No.1 PLC

ILSE Holdings Limited

ILSE NO. 2 PLC.

ILSE No.1 PLC

Current directorships for SPV Management Limited

ACRES (No.1) Plc

ACRES (No.2) Plc

ACRES (No.3) Plc

ACRES Holdings Limited

ACRES Receivables (No.1) Limited

ACRES Receivables (No.2) Limited

ACRES Receivables (No.3) Limited

Berkshire Capital Funding Limited

Cardiff Automobile Receivables Securitisation (UK) No.2 Plc

Cardiff Automobile Receivables Securitisation (UK) No.3 Plc

CARS Trustee (No.2) Limited

CARS Trustee (No.3) Limited

Caseband Limited

Cavendish Home Investments No.1 Plc

Cavendish Home Investments No.2 Plc

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

Cavendish Home Investments No.3 Plc

Chronsel Limited

City Mortgage Funding No.1 Limited

City Mortgage Holdings Limited

City Mortgage Receivables 1 Plc

City Mortgage Receivables 2 Plc

City Mortgage Receivables 3 Plc

City Mortgage Receivables 4 Plc

City Mortgage Receivables 5 Plc

City Mortgage Receivables 6 Plc

City Mortgage Receivables 7 Plc

City Mortgage Trustees 1 Limited

City Mortgage Trustees 2 Limited

City Mortgage Trustees 3 Limited

City Mortgage Trustees 4 Limited

City Mortgage Trustees 5 Limited

City Place Holdings Limited

City Place Purchasing Limited

City Place Securitisation Plc

Colisee Financial Innovation Limited

Colisee No.1 Plc

Curzon Collections Limited

Curzon Funding No.1 Limited

Curzon RT Limited

Doublethermo Limited

Enron SB Limited

Eureka Securitisation Plc

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

First Leo Limited

GESB Plc

GOLF (No.1) Holdings Limited

Guaranteed Overseas Loan Finance (No.1) Plc

Harbourforce Limited

Haven Funding (Holdings) Limited

Haven Funding Plc

Hectares (No.1) Limited

Hectares Receivables (No.1) Limited

Holmes Funding No.1 PLC

Holmes Placement No.1 Limited

ILSE Holdings Limited

ILSE NO. 2 PLC.

ILSE No.1 PLC

La Defense Plc

Leek Finance Holdings Limited

Leek Finance Number One Plc

Leo 1 Plc

Leo 2 Plc

Leo Mortgages Limited

Leo Trustees Limited

LGS Investments (Holdings) (No.2) Limited

LGS Investments (Holdings) Limited

London Capital Funding Limited

LSG Invesments Plc

LSG Investments (No.2) Plc

MAC No. 1 Limited

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

Madenice Limited
Matron Trustees Limited
MBRF Trustees Limited
Milk Street Investments (No.2) Limited
Milk Street Investments Limited
Mont Blanc Receivables Financing Limited
Mooncrest Funding Plc
Morley Funding Limited
Morley Limited
Northern Gas Processing Limited
Offshore Energy Investments Limited
Omegron Limited
Parcs 1 Limited
Plymouth Funding Limited
Plymouth Limited
RapidSolar Limited
Rhein-Main No.II (UK) Limited
RM Funds Limited
Rock Funding (No.1) Plc
Securitisation Holdings No.2 Limited
Securitisation Holdings No.3 Limited
SONAR 1 Plc
SONAR 2 Plc
Stars 1 Plc
Stars 2 Plc
Sunrise Trustees Limited
Superior TradeAble Residential Securities Limited

Form 363a continuation sheet

Company Number 3689577

Company Name in full Holmes Holdings Limited

Sutton Bridge Investors

The Mortgage Corporation

Thornbeam Limited

TMC Funding No.3 Limited

TMC Mortgage Securities No.1 Plc

TMC Mortgage Securities No.10 Plc

TMC Mortgage Securities No.11 Plc

TMC Mortgage Securities No.2 Plc

TMC Mortgage Securities No.3 Plc

TMC Mortgage Securities No.4 Plc

TMC Mortgage Securities No.5 Plc

TMC Mortgage Securities No.6 Plc

TMC Mortgage Securities No.7 Plc

TMC Mortgage Securities No.8 Plc

TMC Mortgage Securities No.9 Plc

TMC P.I.M.B.S. Fifth Financing Plc

TMC P.I.M.B.S. First Financing Plc

TMC P.I.M.B.S. Fourth Financing Plc

TMC P.I.M.B.S. Plc

TMC P.I.M.B.S. Second Financing Plc

TMC P.I.M.B.S. Seventh Financing Plc

TMC P.I.M.B.S. Sixth Financing Plc

TMC P.I.M.B.S. Third Financing Plc

TMC Private Placements No.1 Limited

Trushelfco (No.2274) Limited

Wenceslas Limited

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

Company Number 3689577

Company Name in full Holmes Holdings 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.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
SPV Management Limited				
Ordinary Shares of £1.00	1			
SPV Management Limited & Mr Piers Minoprio				
Ordinary Shares of £1.00	1			
Trexco Limited				
35 Basinghall Street, LONDON, EC2V 3DQ				
Ordinary Shares of £1.00	0			
		1	09-Feb-1999	Transfer of subscriber share
Trucidator Nominees Limited				
35 Basinghall Street, LONDON, EC3P 3DQ				
Ordinary Shares of £1.00	0			
		1	09-Feb-1999	Transfer of subscriber share