

Company Number

5014807

† Directors only.

† Other directorships

see attached schedule

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 succeeded 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.

DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Prospect 3 plc	3170816	England & Wales	15-Feb-00
Prospect 3 Receivables Trustee Limited	3169707	England & Wales	15-Feb-00
Prospect Heights (Holdings) Limited	2974740	England & Wales	15-Feb-00
Prospect 1 Receivables Trustee Limited	2974747	England & Wales	15-Feb-00
Prospect 1 plc	2974630	England & Wales	15-Feb-00
Prospect 2 plc	3070472	England & Wales	15-Feb-00
Prospect 2 Receivables Trustee Limited	3092812	England & Wales	15-Feb-00
Prospect 5 plc	3907990	England & Wales	15-Feb-00
Prospect 5 Receivables Trustee Limited	3907968	England & Wales	15-Feb-00
Winkfield Funding Plc	3908400	England & Wales	15-Feb-00
Prospect 4 Receivables Trustee Limited	3600391	England & Wales	15-Feb-00
Prospect 4 Plc	3567021	England & Wales	15-Feb-00
Opus Series 1 plc	3358070	England & Wales	15-Feb-00
Opus Master Receivables Trustee Limited	3379707	England & Wales	15-Feb-00
East West Holdings Limited	59465	Jersey	7-Feb-00
Gallaher Asset Finance 2000 Limited	3871191	England & Wales	11-Feb-00
St James' Park Finance Limited	3817444	England & Wales	24-Feb-00
Housing Association Funding PLC	3194469	England & Wales	6-Mar-00
H A Funding Limited	3230346	England & Wales	6-Mar-00
Investor Finance Company PLC	3649544	England & Wales	6-Mar-00
Investors Finance Company (Holdings) Limited	3649465	England & Wales	6-Mar-00
Aire Valley Finance Plc	3486148	England & Wales	7-Feb-00
Spicedeck Limited	3416328	England & Wales	7-Feb-00
RMS 8 Limited	3864346	England & Wales	1-Mar-00
Residential Mortgage Securities 8 plc	3871409	England & Wales	1-Mar-00
RMS 8 Options Limited	3864349	England & Wales	1-Mar-00
Residential Mortgage Securities 1 plc	3194849	England & Wales	1-Mar-00
RMS Options Limited	3261159	England & Wales	1-Mar-00
Residential Mortgage Securities Limited	3230343	England & Wales	1-Mar-00
RMS 2 Limited	3321091	England & Wales	1-Mar-00
RMS 2 Options Limited	3320894	England & Wales	1-Mar-00
Residential Mortgage Securities 2 plc	3302729	England & Wales	1-Mar-00
Residential Mortgage Securities 3 plc	3437174	England & Wales	1-Mar-00
RMS 3 Options Limited	3437329	England & Wales	1-Mar-00
RMS 3 Limited	3416176	England & Wales	1-Mar-00
RMS 4 Limited	3525332	England & Wales	1-Mar-00
RMS 4 Options Limited	3524922	England & Wales	1-Mar-00
Residential Mortgage Securities 4 plc	3462561	England & Wales	1-Mar-00
RMS 5 Options Limited	3649278	England & Wales	1-Mar-00
RMS 5 Limited	3649266	England & Wales	1-Mar-00

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COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Residential Mortgage Securities 5 plc	3649484	England & Wales	1-Mar-00
RMS 6 Options Limited	3760017	England & Wales	1-Mar-00
Residential Mortgage Securities 6 plc	3714844	England & Wales	1-Mar-00
RMS 6 Limited	3760757	England & Wales	1-Mar-00
RMS 7 Options Limited	3808101	England & Wales	1-Mar-00
Residential Mortgage Securities 7 plc	3812198	England & Wales	1-Mar-00
RMS 7 Limited	3808238	England & Wales	1-Mar-00
Platform Home Loans Holdings Ltd	3729232	England & Wales	10-Mar-00
Platform Home Loans Options Limited	3691886	England & Wales	10-Mar-00
Platform Home Loans No1 Plc	3757231	England & Wales	10-Mar-00
L.A.B. Investments Plc	2869890	England & Wales	13-Mar-00
L.A.B Investments (Holdings) Limited	2873031	England & Wales	13-Mar-00
Plum Sterling No. 1 Plc	3407687	England & Wales	14-Mar-00
Leek Finance Number Two plc	3588441	England & Wales	15-Mar-00
Leek Finance Holdings Number Two Limited	3649491	England & Wales	15-Mar-00
Leek Finance Number Three Limited	3757221	England & Wales	15-Mar-00
Leek Finance Holdings Number Three Limited	3757425	England & Wales	15-Mar-00
Leek Finance Number Four Limited	3841864	England & Wales	15-Mar-00
Leek Finance Holdings Number Four Limited	3841880	England & Wales	15-Mar-00
Finance for Residential Social Housing (Holdings) Limited	3261416	England & Wales	22-Mar-00
Finance For Residential Social Housing plc	3302722	England & Wales	22-Mar-00
Orchardbrook Limited	3302753	England & Wales	22-Mar-00
Thames Asset Global Securitisation No 1 PLC	3141018	England & Wales	22-Mar-00
The Higher Education Securitised Investment Series No 1 plc	3462571	England & Wales	22-Mar-00
Finance For Higher Education Limited	3462683	England & Wales	22-Mar-00
The Higher Education Securitised Investments Series (Holdings) Limited	3491262	England & Wales	22-Mar-00
RSL Finance (No 1) plc	3665612	England & Wales	22-Mar-00
RSL Finance Holdings Limited	3610095	England & Wales	22-Mar-00
Non-Conforming Mortgages 1 plc	3399398	England & Wales	30-Mar-00
Residential Property Securities No.3 Plc	2124202	England & Wales	28-Apr-00
Residential Property Securities No.4 Plc	2780259	England & Wales	28-Apr-00
Residential Property Securities No.5 Plc	2780237	England & Wales	28-Apr-00
Morgan Stanley Mortgage Finance (Broadgate) PLC	3727042	England & Wales	10-May-00
Southern Pacific A Limited	3491251	England & Wales	30-Mar-00
SP Options Limited	3491246	England & Wales	30-Mar-00
Southern Pacific Securities A plc	3462573	England & Wales	30-Mar-00
Southern Pacific Securities C plc	3691880	England & Wales	30-Mar-00
Southern Pacific B Limited	4250986	England & Wales	11-Sep-01

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COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
ONO Finance PLC	3619149	England & Wales	14-Mar-00
ONO Finance (Holdings) Limited	3618944	England & Wales	14-Mar-00
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	30-Jun-00
First Securitisation Company Limited	1940922	England & Wales	30-Jun-00
Gracechurch Receivable (Holdings) Limited	2813470	England & Wales	14-Jun-00
Gracechurch Receivable Trustee Limited	2813468	England & Wales	14-Jun-00
Gracechurch Mortgage Finance Plc	1896913	England & Wales	14-Jun-00
Gracechurch Mortgage (Holdings) Ltd	2874005	England & Wales	14-Jun-00
Gracechurch Personal Loan Finance (No.1) Plc	2804459	England & Wales	14-Jun-00
Gracechurch Mortgage Trustee (No 1) Limited	2319758	England & Wales	14-Jun-00
Gracechurch Card (Holdings) Limited	3817404	England & Wales	30-Jun-00
Gracechurch Card Funding (No 1) PLC	3794757	England & Wales	30-Jun-00
Gracechurch Mortgage Trustee (No 2) Limited	2319850	England & Wales	14-Jun-00
Gracechurch Mortgage Finance (No 2) Plc	2550660	England & Wales	14-Jun-00
Gracechurch Mortgage Finance (No 3) Plc	2550659	England and Wales	14-Jun-00
Barclaycard Funding PLC	2530163	England & Wales	14-Jun-00
Monument Securitisation No1 Plc	3978157	England & Wales	19-Jul-00
Monument Options No1 Limited	3959267	England & Wales	19-Jul-00
Monument MT No1 Limited	3959269	England & Wales	19-Jul-00
Monument Securitisation Holdings Limited	3958429	England & Wales	19-Jul-00
FAB Funding (UK) Limited	3639780	England & Wales	22-Mar-00
Framleyhurst limited	3049882	England & Wales	24-Jul-00
Framleypark Limited	3049892	England & Wales	24-Jul-00
HGV Co. Limited	3007957	England & Wales	24-Jul-00
Interm Limited	3049901	England & Wales	24-Jul-00
Residential Mortgage Securities 9 Plc	4017619	England & Wales	10-Aug-00
RMS 9 Limited	4013299	England & Wales	2-Aug-00
RMS 9 Options Limited	4013297	England & Wales	10-Aug-00
Hotel Securitisation Holdings Limited	3619608	England & Wales	27-Mar-00
Hotel Securitisation (No 1) plc	3617174	England & Wales	27-Mar-00
Platform Home Loans Options No2 Limited	4017589	England & Wales	16-Aug-00
Platform Home Loans Holdings No 2 Limited	4017604	England & Wales	16-Aug-00
Platform Home Loans No 2 Plc	3997839	England & Wales	16-Aug-00
Mortgages No 2 (Options) Limited	4013307	England & Wales	11-Oct-00
Mortgages No 2 (Holdings) Limited	4045168	England & Wales	11-Oct-00
Mortgages No 2 Plc	4045172	England & Wales	11-Oct-00
Safu limited	2822108	England & Wales	25-Oct-00
Aire Valley Finance (No 2) plc	4006685	England & Wales	31-Aug-00
Aire Valley Trustees (No 2) Limited	4006677	England & Wales	31-Aug-00

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COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Mortgages No1 (Holdings) Limited	3782445	England & Wales	6-Apr-00
Mortgages No1 (Options) Limited	3787273	England & Wales	6-Apr-00
Mortgages No1 plc	3808505	England & Wales	6-Apr-00
Prospect 6 plc	4078544	England & Wales	21-Sep-00
Prospect 6 (Jersey) Limited	78542	Jersey	27-Nov-00
Maple Mortgage Holdings Limited	2967791	England & Wales	3-May-00
Maple Mortgage Securities No.1 Plc	2992759	England & Wales	3-May-00
RMS 10 Limited	4144215	England & Wales	16-Feb-01
Residential Mortgage Securities 10 plc	4061673	England & Wales	2-Mar-01
RMS 10 Options Limited	4144294	England & Wales	16-Feb-01
Werretown Supermarkets Securitisations Plc	4156113	England & Wales	25-May-01
Werretown Supermarkets Securitisations (Holdings) Limited	4165736	England & Wales	14-May-01
Leek Finance Number Five limited	4220058	England & Wales	4-Jun-01
Leek Finance Holdings Number Five Limited	4220229	England & Wales	4-Jun-01
Leek Finance Holdings Number Six Limited	4220227	England & Wales	4-Jun-01
Leek Finance Number Six Limited	4220233	England & Wales	4-Jun-01
Mortgages No 3 (Holdings) Ltd	4189974	England & Wales	7-Jun-01
Mortgages No 3 (Options) Ltd	4189962	England & Wales	7-Jun-01
RMS 11 Limited	4242703	England & Wales	11-Sep-01
RMS 11 Options Limited	4242708	England & Wales	11-Sep-01
Residential Mortgage Securities 11 PLC	4238540	England & Wales	11-Sep-01
Leek Finance Number 7 Ltd	4290624	England & Wales	29-Oct-01
Leek Finance Holdings Number 7 Ltd	4290706	England & Wales	29-Oct-01
Meadowhall CMR Finance plc	4191125	England & Wales	1-Nov-01
Meadowcroft CMR Holdings Limited	4219999	England & Wales	1-Nov-01
Residential Mortgage Securities 12 PLC	4359961	England & Wales	30-Jan-02
RMS 12 Options Limited	4320778	England & Wales	30-Jan-02
RMS 12 Limited	4320776	England & Wales	25-Jan-02
Leek Finance Holdings Number Nine Limited	4374656	England & Wales	26-Mar-02
Leek Finance Number Nine Plc	437660	England & Wales	26-Mar-02
Leek Finance Holdings Number Eight Limited	4374979	England & Wales	26-Mar-02
Leek Finance Number Eight Plc	4374965	England & Wales	26-Mar-02
Southern Pacific Securities D Plc	4358406	England & Wales	16-Apr-02
Southern Pacific D Parent Limited	4346510	England & Wales	16-Apr-02
Monument Securitisation Holdings No2 Limited	4420934	England & Wales	18-Apr-02
Monument Post Enforcement No2 Limited	4424618	England & Wales	24-Apr-02
Monument Securitisation (CMBS) No2 Limited	CP83072	Jersey	14-May-02
Monument MT No2 Limited	CP83073	Jersey	14-May-02
Securitisation of Financial Assets Limited	4409190	England & Wales	4-Apr-02
Artesian Finance PLC	04369065	England & Wales	21-Mar-02
Artesian Options Limited	04340601	England & Wales	21-Mar-02

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COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Dee Valley Water (Holdings) Limited	04421854	England & Wales	19-Jun-02
Portsmouth Water Holdings Limited	04373276	England & Wales	23-Jul-02
Meerbrook Finance Holdings Number One Limited	4442632	England & Wales	13-Aug-02
Meerbrook Finance Number One Limited	4442594	England & Wales	13-Aug-02
Rudyard Finance Number One PLC	4497896	England & Wales	22-Aug-02
Rudyard Finance Holdings Number One Limited	4467108	England & Wales	22-Aug-02
Lynchwood Mortgages No1 Limited	4467778	England & Wales	18-Sep-02
Southern Pacific Securities E Plc	4506314	England & Wales	4-Sep-02
Southern Pacific E Parent Limited	4505164	England & Wales	4-Sep-02
RMS 13 Limited	4482351	England & Wales	4-Oct-02
Residential Mortgage Securities 13 Plc	4442539	England & Wales	4-Oct-02
RMS 13 Options Limited	4482769	England & Wales	4-Oct-02
Mortgages No 4 Plc	4516497	England & Wales	18-Nov-02
Mortgages No 4 Holdings Limited	4482764	England & Wales	18-Nov-02
Mortgages No 4 Options Limited	4482758	England & Wales	18-Nov-02
Southern Pacific Securities F Plc	4609594	England & Wales	10-Jan-03
Southern Pacific F Parent Limited	4609599	England & Wales	7-Jan-03
RMS 14 Limited	4608695	England & Wales	16-Jan-03
Residential Mortgage Securities 14 Plc	4545025	England & Wales	28-Jan-03
RMS 14 Options Limited	4608723	England & Wales	28-Jan-03
Mortgages No 5 Plc	4657856	England & Wales	21-Feb-03
Mortgages No 5 Holdings Limited	4609316	England & Wales	13-Feb-03
Mortgages No 5 Options Limited	4609258	England & Wales	13-Feb-03
Southern Pacific Securities G Plc	4706995	England & Wales	16-Apr-03
Southern Pacific G Parent Limited	4703179	England & Wales	15-Apr-03
Meerbrook Finance Holdings Number Two Limited	4683398	England & Wales	17-Apr-03
Meerbrook Finance Number Two Limited	4683419	England & Wales	17-Apr-03
RMS 15 Limited	4644383	England & Wales	29-Apr-03
Residential Mortgage Securities 15 Plc	4554028	England & Wales	7-May-03
RMS 15 Options Limited	4707167	England & Wales	7-May-03
Leek Finance Number Ten Plc	4617022	England & Wales	4-Apr-03
Leek Finance Holdings Number Ten Limited	4593485	England & Wales	4-Apr-03
RMS 16 Limited	4810536	England & Wales	12-Aug-03
Southern Pacific Securities H Plc	4846234	England & Wales	12-Aug-03
Southern Pacific H Parent Limited	4825380	England & Wales	12-Aug-03
RMS 16 Limited	4793931	England & Wales	12-Aug-03
Residential Mortgage Securities 16 Plc	4810536	England & Wales	15-Aug-03
RMS 16 Options Limited	4810535	England & Wales	15-Aug-03
Hurst UK Finance Limited	4771532	England & Wales	3-Oct-03
Leek Finance Number Eleven Plc	4830001	England & Wales	3-Oct-03
Leek Finance Holdings Number Eleven Limited	4793634	England & Wales	3-Oct-03

DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Leek Finance Number Twelve Plc	4882769	England & Wales	12-Dec-03
Leek Finance Holdings Number Twelve Limited	4958119	England & Wales	12-Dec-03
Southern Pacific Securities 04-1 Plc	4930716	England & Wales	17-Dec-03
Souther Pacific 04-1 Parent Limited	4958757	England & Wales	17-Dec-03
RMS 17 Limited	4953984	England & Wales	19-Dec-03
Residential Mortgage Securities 17 Plc	4985331	England & Wales	19-Dec-03
RMS 17 Options Limited	4954104	England & Wales	19-Dec-03
Mortgage Express Hldgs	2412659	England & Wales	28-Mar-00
Mortgage Express No.2	891681	England & Wales	28-Mar-00
HSMS	1192730	England & Wales	28-Mar-00
Silhouette Mortgages Ltd	2356078	England & Wales	28-Mar-00
Finance for Mortgages Limited	2220176	England & Wales	28-Mar-00
Scotlife Home Loans (No.2) Limited	2220177	England & Wales	28-Mar-00
Orvieto Limited	FC021030 (68405)	Jersey	7-Feb-00
Burra Limited	70074	Jersey	18-Feb-00
Capita Consortium Nominees No. 1 Limited	4964867	England & Wales	14-Nov-03
Capita Consortium Nominees No. 2 Limited	4964901	England & Wales	14-Nov-03
Capita Consortium Nominees No. 3 Limited	4964931	England & Wales	14-Nov-03

PREVIOUS DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED	DATE RESIGNED
Upton Funding Limited	3921303	England & Wales	07-Feb-00	25-Aug-01
Southville Funding Limited	3659385	England & Wales	07-Mar-00	15-May-01
Patemoster Securitisation No 1 plc	3819954	England & Wales	13-Jun-00	27-Jun-02
Patemoster Securitisations Options Limited	3817377	England & Wales	13-Jun-00	27-Jun-02
Patemoster Securitisations Holdings Limited	3817410	England & Wales	13-Jun-00	27-Jun-02
Residual Value Limited	3049904	England & Wales	7-Jul-95	25-Apr-02
Cirsa Finance plc	3958454	England & Wales	14-Apr-00	18-Feb-03
Cirsa (Holdings) Limited	3936219	England & Wales	14-Apr-00	18-Feb-03
Mortgages No2 Dacs Limited	4013309	England & Wales	1-Nov-00	4-Aug-03
Mortgages No 4 Dacs Limited	4482764	England & Wales	22-Nov-02	4-Aug-03
Mortgages No 5 Dacs Limited	4609265	England & Wales	13-Feb-03	4-Aug-03
Mortgages DACS Limited	3787274	England & Wales	6-Apr-00	4-Aug-03
Mortgages No 3 (DACs) Ltd	4190071	England & Wales	7-Jun-01	4-Aug-03