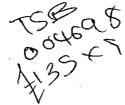


Please complete in typescript, or in bold black capitals.



363a

Annual Return

Company Number

1107543

Company Name in full

|--|--|

* F363AD40 *

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

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.

LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED	

Day	Month	Year
28	02	1999

Day	Month	Year
28	02	2000

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

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

Post town

County / Region

Postcode

71 LOMBARD STREET

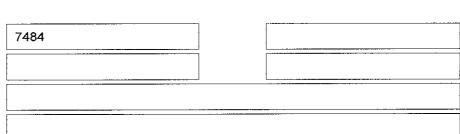
LONDON

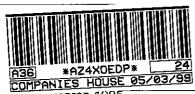
EC3P 3BS

Principal business activities

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

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





Form revised iviaron 1995

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

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland DX 235 Edinburgh

Register of r	nember	S(See note 5)			<u> </u>		
registered office, s	tate here wh	ere it is kept.					
		Post town					
	С	ounty / Region				Postcode	
Register of I	Debentu	re holders					
(See note 6) If there is a registe and it is not kept at	r of debentu	re holders red office.	N/A				
state here where it	is kept.	,					-
		Post town					
	С	ounty / Region				Postcode	
0							
Company ty	pe (See no	te 7)		1			
Public limited compa	ту						
Private company limit	ted by shares		X				
Private company limit share capital	ied by guaran	tee without					
Private company limit section 30	ted by shares	exempt under	Please mark the appropriate box				
Private company limit under section 30	ted by guaran	tee exempt					
Private unlimited com	ipany with sh	are capital					
Private unlimited com	ipany without	share capital					
Company Se	ecretary,	(see notes 1-5)	Details of a new	compan	y secretary	/ must be notifi	ed on form 288a.
(Please photocopy this area to provide	Name	* Style / Title	MRS.			*Honours etc	
details of joint secretaries).		Forename(s)	NICOLA SUZANNE				
		Surname	BLACK				
* Voluntary details.	Previou	us forename(s)		***			
	Previo	us surname(s)					
	Address		'SPRINGFIELD'	·····			
Hasal sastels			24 DROVERS WAY	,			-
Usual resident address _{must be}	9	Post town	BISHOPS STORTF				
given. In the case corporation, give	the	Post town		<u> </u>			
registered or prin office address.	cipal C	ounty / Region	HERTS			Postcode	CM23 4GF
		Country					

Directors (se Please list direct	e notes 1 t ctors in al	o 5) phabetical order.		rs must be notified on form	288a			
	Name	* Style / Title	MR.		Day	Month	Year	
		* Honours etc		Date of birth	26	04	1949	
		Forename(s)	ALLAN ROBERT					
		Surname	FOAD					
	Pre	vious forename(s)						
Previous surname(s)								
	Addres	s	19 DUKES ORCHARD					
Usual resider								
address must given. In the case	se of a	Post town	BEXLEY					
corporation, giveregistered or prioffice address.	incipal	County / Region	KENT	Postcode	DA5 2	 DU		
		Country		Nationality	BRITIS	3H		
	Busines	ss occupation	BANKER					
	Other d	irectorships	See attached list					
* Voluntary details.								
						-		
	Name	* Style / Title	MR.		Day	Month	Year	
		* Honours etc		Date of birth	18	01	1947	
		Forename(s)	MICHAEL JONATHAN					
		Surname	GREEN					
	Pre	vious forename(s)						
	Pre	evious surname(s)						
	Address	5	45 BELSIZE ROAD					
Usual resider address must								
given. In the case	se of a e the	Post town	SWISS COTTAGE					
registered or pri office address.	incipal	County / Region	LONDON	Postcode	NW6 4	RX		
		Country	ENGLAND	Nationality	BRITIS	;H		
	Busines	ss occupation	BANKER					
	Other d	irectorships	NO OTHER DIRECTORSH	IIPS				

Please list directors in alphabetical order		Details of new director	s must be notified on for	n 288a.			
	Name	* Style / Title	MR.		Day	Month	Year
		* Honours etc		Date of birth	31	05	1942
		Foreneme(s)	DAVID HENRY ARNOLD				
Surname Previous forename(s)		HARRISON					
Previous surname							
Address		WOODCOTE LODGE, WES	ST HORSLEY				
Usual residential							
address must given. In the ca	se of a	Post town	LEATHERHEAD				
corporation, give registered or pri	oration, give the stered or principal e address.	County / Region	SURREY	Postcode	€ KT24 6	3ET	
onice address.		Country					
	Nationa	lity	BRITISH				
Business occupation Other directorships		s occupation	BANKER				
		See attached list					
	Name	* Style / Title	MR.		Day	Month	Year
		* Honours etc		Date of birth	09	05	1945
		Forename(s)	PETER BERNARD				
		Surname	MILES				
	Pre	vious forename(s)					
	I	Previous surname					
	Address	3	18 AUTUMN WALK				
Usual resider	ntial					-	
address must given. In the case	be	Post town	WARGRAVE				
corporation, give registered or pri office address.	e the	County / Region	BERKSHIRE	Postcode	RG10	8BS	
onice address.		Country			<u> </u>		
	Nationa	lity	BRITISH				
		ss occupation	BANKER				
	Other di	irectorships	See attached list				
* Voluntary details.							

Directors (se Please list direc	tors in al	phabetical order	betails of new director	s must be notified on form	200a.		
	Name	* Style / Title	MR.		Day	Month	Year
		* Honours etc		Date of birth	20	07	1944
		Foreneme(s)	DAVID PETER				
		Surname	PRITCHARD	,			
	Pre	vious forename(s)				_	
	1	Previous surname					
	Address	S	17 THORNEY CRESCENT				
Usual resider							
address must be given. In the case	se of a	Post town	LONDON				
corporation, give registered or pri office address.	e the incipal	County / Region		Postcode	SW11	317	
onice address.		Country	ENGLAND				
	Nationa	lity	BRITISH				
	Busines	s occupation	BANK DIRECTOR				
	Other d	irectorships	See attached list				
	Name	* Style / Title			Day	Month	Year
		* Honours etc		Date of birth			
		Forename(s)		J		<u> </u>	
		Surname					
	Pre	vious forename(s)				· · · · · · · · · · · · · · · · · · ·	
	I	Previous surname					
		TOTIONS CALLICITIE					
	Address						
	Address						
Usual resider	ntial	5					
address must ligiven. In the case corporation, give	ntial be se of a e the	s Post town					
address must li	ntial be se of a e the	Post town County / Region		Postcode			
address must ligiven. In the case corporation, give	ntial be se of a e the ncipal	Post town County / Region Country		Postcode			
address must ligiven. In the case corporation, give	ntial be se of a e the ncipal Nationa	Post town County / Region Country		Postcode			
address must li given. In the cas corporation, give	ntial be se of a e the ncipal Nationa	Post town County / Region Country lity ss occupation		Postcode			
address must I given. In the cas corporation, give registered or pri office address.	ntial be se of a e the ncipal Nationa	Post town County / Region Country		Postcode			
address must li given. In the cas corporation, give	ntial be se of a e the ncipal Nationa	Post town County / Region Country lity ss occupation			23 Con	tinuation	sheet

Company Number	1107543
Company Name	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
Directors Name	FOAD ALLAN ROBERT
	AND SACE INTERNATIONAL MANAGEMENT LAWITER
† Directors only. † Other directorships	AIRLEASE INTERNATIONAL MANAGEMENT LIMITED
	LBI LEASING LIMITED
NOTES	
	LLOYDS ASSET LEASING LIMITED
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	LLOYDS ASSOCIATED AIR LEASING LIMITED
known before marriage need not be given.	LLOVOC DANK PROPERTY COMPANY LIMITED
- for names not used since the age of 18 or for at least 20 years	LLOYDS BANK PROPERTY COMPANY LIMITED
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	LL OVER PURPLES LE LONG LIMITER
known before he or she adopted the title or preceded to it.	LLOYDS BUSINESS LEASING LIMITED
Other directorships.	LLOYDS CAPITAL LEASING LIMITED
Give the name of every company incornorated in Great	
Britain of which the person concerned is a director or has been a director at any time in the past five years.	LLOYDS COMMERCIAL LEASING LIMITED
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	LEGIDS COMMENCIAL LEAGING LIMITED
- dormant	LLOYDS CORPORATE LEASING LIMITED
 a parent company which wholly owned the company making the return, or 	
another wholly owned subsidiary of the same parent company.	LLOYDS EQUIPMENT LEASING LIMITED
	LLOYDS FINANCIAL LEASING LIMITED
	LLOYDS GENERAL LEASING LIMITED
	LLOYDS INDUSTRIAL LEASING LIMITED
	LLOYDS INTERNATIONAL LEASING LIMITED
	LLOYDS INVESTMENT BONDS LIMITED
	LLOYDS INVESTMENT BONDS NO. 2 LIMITED
	LLOYDS INVESTMENT SECURITIES LIMITED

Company Number	1107543
Company Name	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
Directors Name	FOAD ALLAN ROBERT
† Directors only. † Other directorships	LLOYDS INVESTMENT SECURITIES NO.5 LIMITED
	LLOYDS LEASING DEVELOPMENTS LIMITED
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.	LLOYDS LEASING LIMITED
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED
- for names not used since the age of 18 or for at least 20 years	LLOYDS MACHINERY LEASING LIMITED
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.	LLOYDS PLANT LEASING LIMITED
Other directorships.	LLOYDS PORTFOLIO LEASING LIMITED
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	LLOYDS PROJECT LEASING LIMITED
times during the past five years when the person concerned was a director, was	
- dormant	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED
- a parent company which wholly owned the company making the return, or	
 another wholly owned subsidiary of the same parent company. 	LLOYDS PROPERTY INVESTMENT COMPANY NO.2 LIMITED
	LLOYDS PROPERTY INVESTMENT COMPANY NO.3 LIMITED
	LLOYDS PROPERTY INVESTMENT COMPANY NO.4 LIMITED
	MOTABILITY FINANCE LIMITED
:	
ł	
ł	
İ	

Company Number	1107543
Company Name	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
Directors Name	HARRISON DAVID HENRY ARNOLD
† Directors only. † Other directorships	HILL SAMUEL BANK LIMITED
	LBI LEASING LIMITED
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	LLOYDS ASSET LEASING LIMITED
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.	LLOYDS ASSOCIATED AIR LEASING LIMITED
- for names not used since the age of 18 or for at least 20 years	LLOYDS BANK PROPERTY COMPANY LIMITED
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.	LLOYDS BUSINESS LEASING LIMITED
Other directorships.	LLOYDS CAPITAL LEASING LIMITED
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	LLOYDS COMMERCIAL LEASING LIMITED
- dormant	LLOYDS CORPORATE LEASING LIMITED
 a parent company which wholly owned the company making the return, or 	
- another wholly owned subsidiary of the same parent company.	LLOYDS EQUIPMENT LEASING LIMITED
	LLOYDS FINANCIAL LEASING LIMITED
	LLOYDS GENERAL LEASING LIMITED
	LLOYDS INDUSTRIAL LEASING LIMITED
	LLOYDS INTERNATIONAL LEASING LIMITED
	LLOYDS INVESTMENT BONDS LIMITED
	LLOYDS INVESTMENT BONDS NO. 2 LIMITED
	LLOYDS INVESTMENT SECURITIES LIMITED

Company Number	1107543
Company Name	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
Directors Name	HARRISON DAVID HENRY ARNOLD
† Directors only. † Other directorships	LLOYDS INVESTMENT SECURITIES NO.5 LIMITED
	LLOYDS LEASING DEVELOPMENTS LIMITED
NOTES	LLOYDS LEASING LIMITED
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	LLOTOS LEASING LIMITED
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.	LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED
- for names not used since the age of 18 or for at least 20 years	LLOYDS MACHINERY LEASING LIMITED
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	LLOYDS PLANT LEASING LIMITED
known before he or she adopted the title or preceded to it.	
Other directorships.	LLOYDS PORTFOLIO LEASING LIMITED
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	LLOYDS PROJECT LEASING LIMITED
- dormant	LLOYDS PROPERTY INVESTMENT COMPANY LIMITED
a parent company which wholly owned the company making the return, or	·
 another wholly owned subsidiary of the same parent company. 	LLOYDS PROPERTY INVESTMENT COMPANY NO.2 LIMITED
	LLOYDS PROPERTY INVESTMENT COMPANY NO.3 LIMITED
	LLOYDS PROPERTY INVESTMENT COMPANY NO.4 LIMITED
	MOTABILITY FINANCE LIMITED

Company Number	1107543
Company Name	LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED
Directors Name	MILES PETER BERNARD
Directors only. † Other directorships	AIRLEASE INTERNATIONAL MANAGEMENT LIMITED
	HILL SAMUEL BANK LIMITED
NOTES	
show the full forenames, NOT INITIALS. If the director is secretary is a corporation or Scottish firm, show the large on surname line and registered or principal office	LBI LEASING LIMITED
n the usual residential line. Sive previous forenames or sumame(s) except: for a married woman, the name by which she was known before marriage need not be given.	LLOYDS ASSET LEASING LIMITED
for names not used since the age of 18 or for at least 20 years	LLOYDS ASSOCIATED AIR LEASING LIMITED
speer or individual known by a title may state the title instead of or in addition to the forenames and surname ind need not give the name by which that person was nown before he or she adopted the title or preceded bit.	LLOYDS BANK PROPERTY COMPANY, LIMITED
Other directorships.	LLOYDS BUSINESS LEASING LIMITED
Sive the name of every company incorporated in Great iritain of which the person concerned is a director or as been a director at any time in the past five years.	
ou may exclude a company which either is, or at all mes during the past five years when the person oncerned was a director, was	LLOYDS CAPITAL LEASING LIMITED
dormant	LLOYDS COMMERCIAL LEASING LIMITED
a parent company which wholly owned the company making the return, or	
another wholly owned subsidiary of the same parent company.	LLOYDS CORPORATE LEASING LIMITED
	LLOYDS EQUIPMENT LEASING LIMITED
	LLOYDS FINANCIAL LEASING LIMITED
	LLOYDS GENERAL LEASING LIMITED
	LLOYDS INDUSTRIAL LEASING LIMITED
	LLOYDS INTERNATIONAL LEASING LIMITED
	LLOYDS INVESTMENT BONDS LIMITED
	LLOYDS INVESTMENT BONDS NO. 2 LIMITED

Other relevant directorships Company Number 1107543 Company Name | LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED Directors Name MILES PETER BERNARD LLOYDS INVESTMENT SECURITIES LIMITED † Other directorships LLOYDS INVESTMENT SECURITIES NO.5 LIMITED LLOYDS LEASING DEVELOPMENTS LIMITED 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. LLOYDS LEASING LIMITED 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 LLOYDS LEASING MEADOWHALL DEVELOPMENT LIMITED 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. LLOYDS MACHINERY LEASING LIMITED Other directorships. LLOYDS PLANT LEASING LIMITED 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. LLOYDS PORTFOLIO LEASING LIMITED 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 LLOYDS PROJECT LEASING LIMITED a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent LLOYDS PROPERTY INVESTMENT COMPANY LIMITED LLOYDS PROPERTY INVESTMENT COMPANY NO.2 LIMITED LLOYDS PROPERTY INVESTMENT COMPANY NO 3 LIMITED LLOYDS PROPERTY INVESTMENT COMPANY NO.4 LIMITED

MOTABILITY FINANCE LIMITED

† Directors only.

NOTES

company.

Other relevant directorships Company Number 1107543 Company Name | LLOYDS LEASING (NORTH SEA TRANSPORT) LIMITED Directors Name | PRITCHARD DAVID PETER HILL SAMUEL BANK LIMITED † Directors only. † Other directorships **RBC PENSION TRUSTEES LIMITED NOTES** ROYAL BANK OF CANADA EUROPE LIMITED Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scotlish firm, show the name on surname line and registered or principal office on the usual residential line. ROYAL BANK OF CANADA HOLDINGS (UK) LIMITED 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 TSB BANK PLC 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 a parent company which wholly owned the company making the return, or - another wholly owned subsidiary of the same parent company.

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)	
	ORD SHARES OF £1	5,000	£ 5,000.00	
	Totals	5,000	£ 5,000.00	
List of past and present members (Use attached schedule where appropriate) A full list is required if one was not	There were no changes in the period			
included with either of the last two returns.		on paper	in another format	
(see note 10)	A list of changes is enclo	psed		
	A full list of members is e	enclosed X		
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 retur laying acco	n an election is in force unts in general meeting		
Certificate	I certify that the informati knowledge and belief.	ion given in this return is	s true to the best of my	
Signed	Nishoblad	Date	4/3/99	
† 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	co (enter number)	ntinuation sheets.	
Please give the name, address, telephone number, and if available, a DX number and Exchange, for	MRS. N.S. BLACK, 71 LOMBARD S	TREET, LONDON, EC3P 38S		
the person Companies House should contact if there is any query.		Tel 0171 356 1910		
	DX number	DX exchange		

"



Please complete in typescript, or in bold black capitals.

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

Company	[,] Number
---------	---------------------

1107543

Name in full

LLOYDS LEASING (NORTH SEA TRANSPORT) 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 Number or Date of amount _amount registration