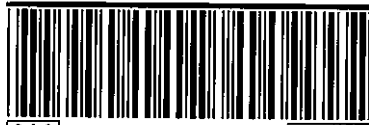


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A11 *ALQJMJ2B* 305
COMPANIES HOUSE 15/02/96

363x Annual Return

Company number

CN 2862551

Company name

FIRST RETAIL FINANCE LIMITED

Date of this return
The information on this return is made up to

Day Month Year

DA 01 02 96

Date of next return
I wish to make the next return to

DB 01 02 97

Registered Office
This is the address at the date of this return

RO NWS HOUSE

CITY ROAD

Post town CHESTER X

County/Region

Postcode CH99 3AN

Any change of registered office must be notified on form 287

Principal business activities

PA 8 6 2 9

The trade classification code number(s) for principal activity or activities is (are)

Register of Members

The register of members is kept at

RM	(the registered office)
Post town	
County/Region	
Postcode	

Register of Debenture Holders

A register of debenture holders is kept at

RD	(the registered office)
Post town	
County/Region	
Postcode	

Company type

T2	Private company limited by shares
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Company Secretary

Name * Style/Title
 Forenames
 Surname
 * Honours etc
 Previous forenames
 Previous surname
 Usual residential address

CS	Mr
	Raymond
	Nixon
	FCIS
AD	3 STONEWALLS
	ROSEMARY LANE, BURTON
Post town	ROSSETT
County/Region	CLWYD
Postcode	LL12 0LG
Country	

* Voluntary details

Company Secretaries (continued)

Name	* Style/Title	CS	Mrs	
	Forenames	Elissa Leha		
	Surname	Phillips		
	* Honours etc			
	Previous forenames			
	Previous surname			
Usual residential address		AD	MAYDENCROFT	
		WELL LANE		
		Post town	RAWDON	
		County/Region		
		Postcode	LS19 6DU	Country

Name	* Style/Title	CS	
	Forenames		
	Surname		
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	
		Post town	
		County/Region	
		Postcode	

* Voluntary details

Directors (Listed in alphabetical order)

Name	* Style/Title	CD	Mr
	Forenames	Mark Harvey Ayton	
	Surname	Astbury	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	104 DUCHY ROAD
	Post town	HARROGATE	
	County/Region	NORTH YORKSHIRE	
	Postcode	HG1 2HB	Country
	Date of birth	DO	07 07 60
	Nationality	NA	British
	Business occupation	OC	Director
	Other directorships	OD	See attached list

Name	* Style/Title	CD	Mr
	Forenames	Ian Peter	
	Surname	Campbell	
	* Honours etc		
	Previous forenames		
	Previous surname		
Usual residential address		AD	13 CASTLEMILLS
		WATERSIDE	
	Post town	KNARESBOROUGH	
	County/Region	NORTH YORKSHIRE	
	Postcode	HG5 8DE	Country
	Date of birth	DO	29 04 61
	Nationality	NA	British
	Business occupation	OC	Accountant
	Other directorships	OD	See attached list

* Voluntary details

Directors (continued)

Name * Style/Title

CD Mr

Forenames

Steve

Surname

Fairbank

* Honours etc

Previous forenames

Previous surname

Usual residential address

AD 60 ST. MARGARET'S AVENUE

Post town COTTINGHAM

County/Region NORTH HUMBERSIDE

Postcode HU16 5NF Country

Date of birth

DO 05 01 48 Nationality NA British

Business occupation

OC Director

Other directorships

OD See attached list

Name * Style/Title

CD Mr

Forenames

Roy

Surname

Littler

* Honours etc

Previous forenames

Previous surname

Usual residential address

AD 3 THE PADDOCK

CURZON PARK

Post town CHESTER

County/Region

Postcode CH4 8AE Country

Date of birth

DO 13 09 41 Nationality NA British

Business occupation

OC Deputy Managing Director

Other directorships

OD See attached list

* Voluntary details

Directors (continued)

Name * Style/Title
 Forenames
 Surname
 * Honours etc
 Previous forenames
 Previous surname

Usual residential address

Date of birth

Business occupation

Other directorships

CD	Mr
	Robert James
	Mee
AD	28 Cinder Lane, Guilden Sutton
	Post town CHESTER
	County/Region Cheshire
	Postcode CH3 7EN Country
DO	26 02 51 Nationality NA BRITISH
OC	Director
OD	See attached list

Name * Style/Title
 Forenames
 Surname
 * Honours etc
 Previous forenames
 Previous surname

Usual residential address

Date of birth

Business occupation

Other directorships

CD	Mr
	James Edward
	Rowley
AD	2 Clarendon Close Belgrave Park
	Post town CHESTER
	County/Region CH4 7BL
	Postcode Country
DO	15 12 58 Nationality NA British
OC	Indirect Business Manager
OD	See attached list

* Voluntary details

Other relevant directorships, specifying the director in question

Other directorships for M H A Astbury

CLUB 24 LIMITED
 CLYDESDALE FINANCIAL SERVICES LIMITED

Other directorships for I P Campbell

BRITISH SATELLITE SYSTEMS LIMITED
 CLUB 24 LIMITED
 CLYDESDALE FINANCE LIMITED
 CLYDESDALE FINANCIAL SERVICES LIMITED
 CONSUMER DEBT SERVICES LIMITED (resigned 08/01/92)
 CROESUS LIMITED (resigned 08/01/92)
 INSTAGRAM (resigned 08/01/92)
 TIME FINANCE LIMITED
 TIME RETAIL FINANCE LIMITED

Other directorships for S Fairbank

BRITISH SATELLITE SYSTEMS LIMITED
 CLUB 24 LIMITED
 CLYDESDALE FINANCE LIMITED
 CLYDESDALE FINANCIAL SERVICES LIMITED
 TIME RETAIL FINANCE FACTORS LIMITED
 TIME RETAIL FINANCE LIMITED

Other directorships for R Littler

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED
 BISHOPSCOURT FINANCIAL HOLDINGS LIMITED
 CAPITAL INCENTIVES PUBLIC LIMITED COMPANY
 DAEWOO DIRECT FINANCE LIMITED
 INTERNATIONAL MOTORS FINANCE LIMITED
 LEEDS PERMANENT FINANCIAL SERVICES LIMITED
 MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY
 MVI FINANCIAL SERVICES LIMITED
 NFU MUTUAL FINANCE (3) LIMITED
 NFU MUTUAL FINANCE LIMITED
 NWS 1 LIMITED
 NWS 10 LIMITED
 NWS 11 LIMITED
 NWS 12 LIMITED
 NWS 2 LIMITED
 NWS 3 LIMITED
 NWS 4 LIMITED
 NWS 5 LIMITED
 NWS 6 LIMITED
 NWS 7 LIMITED
 NWS 8 LIMITED
 NWS 9 LIMITED
 NWS AGENCIES LIMITED
 NWS BANK PUBLIC LIMITED COMPANY
 NWS FACILITIES LIMITED
 NWS INSURANCE SERVICES LIMITED
 NWS PENSION TRUSTEES LIMITED

Other relevant directorships, specifying the director in question

Other directorships for R Littler

NWS PROPERTY INVESTMENTS (3) LIMITED
NWS PROPERTY INVESTMENTS (6) LIMITED
NWS PROPERTY INVESTMENTS (9) LIMITED
NWS PROPERTY INVESTMENTS LIMITED
NWS TRUST LIMITED
RFS (1) LIMITED
RFS (2) LIMITED
RFS (3) LIMITED
RFS (4) LIMITED
RFS FACILITIES LIMITED
RFS LIMITED
THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY

Other directorships for R J Mee

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED
BISHOPSCOURT FINANCIAL HOLDINGS LIMITED
CARAVANS INTERNATIONAL FINANCE LIMITED (resigned 29/06/92)
EQUITY FINANCIAL SERVICES LIMITED
EQUITY INSURANCES LIMITED
INTERNATIONAL MOTORS FINANCE LIMITED
LEEDS PERMANENT FINANCIAL SERVICES LIMITED
MEMBERSHIP SERVICES FINANCE PUBLIC LIMITED COMPANY
MVI FINANCIAL SERVICES LIMITED
NWS BANK PUBLIC LIMITED COMPANY
NWS INSURANCE SERVICES LIMITED
OWEN OWEN FINANCE LIMITED
THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY

Other directorships for J E Rowley

INTERNATIONAL MOTORS FINANCE LIMITED
MVI FINANCIAL SERVICES LIMITED

**Complete List of Members for FIRST RETAIL FINANCE LIMITED from
Incorporation to 01/02/96**

Member's Name and Address

CLUB 24 LIMITED
P.O.BOX 110, HEPWORTH HOUSE
CLAYPIT LANE LEEDS LS2 8DE

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
'B' ORDINARY	0	500		18/10/94	
SHARES OF ONE POUND		60,000		30/01/95	
		1,300,000		31/01/96	1,360,500

Member's Name and Address

IN STORE CREDIT LIMITED
NWS HOUSE, CITY ROAD
CHESTER X CH99 3AN

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
'A' ORDINARY	1		1	18/10/94	0
SHARES OF ONE POUND					

Member's Name and Address

NWS BANK PUBLIC LIMITED COMPANY
NWS HOUSE, CITY ROAD
CHESTER X CH99 3AN

Class of shares	Held at date of incorp. or last return	Shares received	Shares transferred	Date of regist- ration	Held at date of this return
'A' ORDINARY	1	498		18/10/94	
SHARES OF ONE POUND		1		18/10/94	
		60,000		30/01/95	
		1,300,000		31/01/96	1,360,500