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x125

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

Company Number

Company Name in full



* F363AD40 *

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

| Day | Month | Year |
|-----|-------|------|
| 01 | 02 | 1997 |

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 |
|-----|-------|------|
| 01 | 02 | 1998 |

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

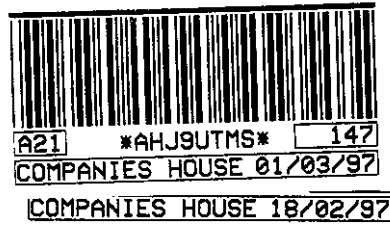
| |
|-----------|
| NWS HOUSE |
| CITY ROAD |
| CHESTER X |
| |
| CH99 3AN |

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.

| | |
|------|--|
| 6523 | |
| | |
| | |



1 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
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland
DX 235 Edinburgh
Page 1

Register of members (See note 5)

If the register of members is not kept at the registered office, state here where it is kept.

| | | |
|-----------------|----------|----------|
| NWS HOUSE | | |
| CITY ROAD | | |
| CHESTER X | | |
| County / Region | Postcode | CH99 3AN |

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.

| | | |
|-----------------|----------|----------|
| NWS HOUSE | | |
| CITY ROAD | | |
| CHESTER X | | |
| County / Region | Postcode | CH99 3AN |

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

Please mark the appropriate box

Company Secretary (see notes 1-5)

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

Name * Style / Title

MRS

*Honours etc

Forename(s)

ELISSA LEHA

Surname

PHILLIPS

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

MAYDENCROFTWELL LANE

Post town

RAWDON

County / Region

Postcode

LS19 6DU

Country

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

Company Number 2862551

Company Name FIRST RETAIL FINANCE LIMITED

Company Secretary (see notes 1-5) **Details of a new company secretary must be notified on form 288a.**

Name * Style / Title MR

* Honours etc FCIS

Forename(s) RAYMOND

Surname NIXON

Previous forename(s)

Previous surname(s)

* Voluntary details.

Address 3 STONEWALLS

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

Post town ROSSETT

County / Region CLWYD **Postcode** LL12 0LG

Country

Directors (see notes 1-5) **Details of new directors must be notified on form 288a.**
Please list directors in alphabetical order

Name * Style / Title

* Honours etc

Date of birth Day Month Year

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

Directors (see notes 1 to 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 | 29 | 04 1961 |
| | Forename(s) | IAN PETER | | | |
| | Surname | CAMPBELL | | | |
| | Previous forename(s) | | | | |
| | Previous surname(s) | | | | |
| | Address | 13 CASTLEMILLS, WATERSIDE | | | |
| | | | | | |
| Usual residential address | Post town | KNARESBOROUGH | | | |
| must be given. In the case of a corporation, give the registered or principal office address. | County / Region | NORTH YORKSHIRE | Postcode | HG5 8DE | |
| | Country | | Nationality | BRITISH | |
| | Business occupation | ACCOUNTANT | | | |
| | Other directorships | See attached list | | | |
| | * Voluntary details. | | | | |

| | | | | | |
|---|----------------------|--------------------------|---------------|----------|---------|
| Name | * Style / Title | MR | | | |
| | | | Day | Month | Year |
| | * Honours etc | | Date of birth | 05 | 01 1948 |
| | Forename(s) | STEVE | | | |
| | Surname | FAIRBANK | | | |
| | Previous forename(s) | | | | |
| | Previous surname(s) | | | | |
| | Address | 60 ST. MARGARET'S AVENUE | | | |
| | | | | | |
| Usual residential address | Post town | COTTINGHAM | | | |
| must be given. In the case of a corporation, give the registered or principal office address. | County / Region | NORTH HUMBERSIDE | Postcode | HU16 5NF | |
| | Country | | Nationality | BRITISH | |
| | Business occupation | DIRECTOR | | | |
| | Other directorships | See attached list | | | |
| | | | | | |

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 | | | |
| | * Honours etc | | Date of birth | Day | Month Year |
| | | | | 28 | 07 1950 |
| | Forename(s) | ANDREW STEPHEN | | | |
| | Surname | LEAMAN | | | |
| | Previous forename(s) | | | | |
| | Previous surname | | | | |
| | Address | 2 ALLANSFORD AVENUE, WAVERTON | | | |
| | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | CHESTER | | | |
| | County / Region | CHESHIRE | Postcode | CH3 7QH | |
| | Country | ENGLAND | | | |
| | Nationality | BRITISH | | | |
| | Business occupation | SENIOR BUSINESS MANAGER | | | |
| | Other directorships | FIRST RETAIL FINANCE (CHESTER) LTD | | | |
| | | | | | |
| | Name | * Style / Title | | | |
| | | MR | | | |
| | * Honours etc | | Date of birth | Day | Month Year |
| | | | | 13 | 09 1941 |
| | Forename(s) | ROY | | | |
| | Surname | LITTLER | | | |
| | Previous forename(s) | | | | |
| | Previous surname | | | | |
| | Address | 3 THE PADDOCK, CURZON PARK | | | |
| | | | | | |
| Usual residential address must be given. In the case of a corporation, give the registered or principal office address. | Post town | CHESTER | | | |
| | County / Region | | Postcode | CH4 8AE | |
| | Country | | | | |
| | Nationality | BRITISH | | | |
| | Business occupation | DEPUTY MANAGING DIRECTOR | | | |
| | Other directorships | See attached list | | | |
| | | | | | |

* Voluntary details.

Directors (see notes 1-5)

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

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

10 09 1951

Forename(s)

KENNETH WILLIAM

Surname

MAYNARD

Previous forename(s)

Previous surname

Address

18 ARUNDELL WAY

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

Post town

BILLERICAY

County / Region

ESSEX

Postcode

CM12 OFL

Country

Nationality

BRITISH

Business occupation

COMPANY DIRECTOR

Other directorships

CLYDESDALE FINANCIAL SERVICES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

26 02 1951

Forename(s)

ROBERT JAMES

Surname

MEE

Previous forename(s)

Previous surname

Address

28 CINDER LANE, GILDEN SUTTON

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

Post town

CHESTER

County / Region

CHESHIRE

Postcode

CH3 7EN

Country

Nationality

BRITISH

Business occupation

DIRECTOR

Other directorships

See attached list

* Voluntary details.

Directors (see notes 1-5)

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

Please list directors in alphabetical order

Name * Style / Title

MR

Day Month Year

* Honours etc

Date of birth

05

10

1951

Forename(s)

PETER ROY

Surname

OAKES

Previous forename(s)

Previous surname

Address

10 LEAMINGTON ROAD, WEST HEATH

Usual residential address

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

Post town

CONGLETON

County / Region

Postcode

CW12 4PF

Country

Nationality

BRITISH

Business occupation

GENERAL MANAGER

Other directorships

~~AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED~~

~~FIRST RETAIL FINANCE (CHESTER) LTD~~ See Michael Hart

Name * Style / Title

Day Month Year

* Honours etc

Date of birth

Forename(s)

Surname

Previous forename(s)

Previous surname

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

* Voluntary details.

Other relevant directorships

Company Number 2862551

Company Name FIRST RETAIL FINANCE LIMITED

Directors Name CAMPBELL IAN PETER

† Directors only. † Other directorships

BRITISH SATELLITE SYSTEMS LIMITED

CLUB 24 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.

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 preceded to it.

CLYDESDALE FINANCE LIMITED

CLYDESDALE FINANCIAL SERVICES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

TIME FINANCE LIMITED

TIME RETAIL FINANCE LIMITED

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.

Other relevant directorships

Company Number

2862551

Company Name

FIRST RETAIL FINANCE LIMITED

Directors Name

FAIRBANK STEVE

† Directors only.

† Other directorships

BRITISH SATELLITE SYSTEMS LIMITED

CLUB 24 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.

Give previous forenames or surname(s) except:
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- for names not used since the age of 18 or for at least 20 years

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CLYDESDALE FINANCE LIMITED

CLYDESDALE FINANCIAL SERVICES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

TIME RETAIL FINANCE FACTORS LIMITED

TIME RETAIL FINANCE LIMITED

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.

Empty boxes for listing other directorships.

Other relevant directorships

Company Number

2862551

Company Name

FIRST RETAIL FINANCE LIMITED

Directors Name

LITTLER ROY

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

BISHOPSCOURT FINANCIAL HOLDINGS LIMITED

NOTES

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- 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

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CAPITAL INCENTIVES PUBLIC LIMITED COMPANY

DAEWOO DIRECT FINANCE LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

INCHCAPE FINANCIAL SERVICES LIMITED

INTERNATIONAL MOTORS FINANCE LIMITED

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.

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

Other relevant directorships

Company Number 2862551

Company Name FIRST RETAIL FINANCE LIMITED

Directors Name LITTLER ROY

† Directors only.

† Other directorships

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

NWS PROPERTY INVESTMENTS (3) LIMITED

NWS PROPERTY INVESTMENTS (6) LIMITED

NWS PROPERTY INVESTMENTS (9) LIMITED

NWS PROPERTY INVESTMENTS LIMITED

NWS TRUST LIMITED

NOTES

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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.

Other relevant directorships

Company Number 2862551

Company Name FIRST RETAIL FINANCE LIMITED

Directors Name LITTLER ROY

† Directors only.

† Other directorships

RFS (1) LIMITED

RFS (2) LIMITED

RFS (3) LIMITED

RFS (4) LIMITED

RFS FACILITIES LIMITED

RFS LIMITED

THE MORTGAGE BUSINESS PUBLIC LIMITED COMPANY

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 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

- dormant

- a parent company which wholly owned the company making the return, or

- another wholly owned subsidiary of the same parent company.

Other relevant directorships

Company Number

2862551

Company Name

FIRST RETAIL FINANCE LIMITED

Directors Name

MEE ROBERT JAMES

† Directors only.

† Other directorships

AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED

BISHOPSCOURT FINANCIAL HOLDINGS LIMITED

CARAVANS INTERNATIONAL FINANCE LIMITED

DAEWOO DIRECT FINANCE LIMITED

EQUITY FINANCIAL SERVICES LIMITED

EQUITY INSURANCES LIMITED

FIRST RETAIL FINANCE (CHESTER) LTD

FORTHRIGHT FINANCE 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

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

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Other directorships.

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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.

Other relevant directorships

| | |
|-----------------------|------------------------------|
| Company Number | 2862551 |
| Company Name | FIRST RETAIL FINANCE LIMITED |
| Directors Name | OAKES PETER ROY |

† Directors only.

† Other directorships

| |
|---|
| AUTOMOBILE ASSOCIATION FINANCIAL SERVICES LIMITED |
|---|

| |
|------------------------------------|
| FIRST RETAIL FINANCE (CHESTER) LTD |
|------------------------------------|

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

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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.

| |
|---------------------------|
| OWEN OWEN FINANCE LIMITED |
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Issued share capital *(see note 9)*

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

| Class <i>(e.g. Ordinary/Preference)</i> | Number of shares issued | Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share)</i> |
|---|--------------------------------|---|
| 'A' ORDINARY | 1,360,500 | £ 1,360,500.00 |
| 'B' ORDINARY | 1,360,500 | £ 1,360,500.00 |
| | | |
| | | |
| Totals | 2,721,000 | £ 2,721,000.00 |

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

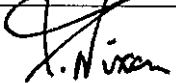
Elective resolutions*(Private companies only)**(See note 11)*

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

Date

12 FEB 1997

† 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 continuation sheets.
(enter number)

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.

| | |
|---|-------------|
| MR R NIXON, NWS HOUSE, CITY ROAD, CHESTER X, CH99 3AN | |
| | |
| Tel 01244 694141 | |
| DX number | DX exchange |

01244 694141



Please complete in typescript,
or in bold black capitals.

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

Company Number

2862551

Company Name in full

FIRST RETAIL FINANCE 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 |
|---|---------------------------------|------------------------------|----------------------------------|---------|
| CLUB 24 LIMITED P.O.BOX 110, HEPWORTH HOUSE, CLAYPIT LANE, LEEDS, LS2 8DE | 'B' ordinary 1,360,500 | | | |
| NWS BANK PUBLIC LIMITED COMPANY NWS HOUSE, CITY ROAD, CHESTER X, CH99 3AN | 'A' ordinary 1,360,500 | | | |
| | | | | |
| | | | | |
| | | | | |