



288a

Please complete in typescript,
or in bold black capitals

APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

CHFP029

Company Number 3302753

Company Name in full Orchardbrook Limited

Appointment form

Date of appointment
Day Month Year
2 2 0 3 2 0 0 0

†Date of Birth
Day Month Year
0 1 0 5 1 9 5 4

Appointment as director

X

as secretary

Please mark the appropriate box. If appointment is
as a director and secretary mark both boxes.

Notes on completion
appear on reverse.

NAME

*Style / Title

MR

*Honours etc

Forename(s)

PETER MICHAEL

Surname

HILLS

Previous
Forename(s)

Previous
Surname(s)

Usual residential
address

66 HARTSLOCK DRIVE

Post town

THAMESMEAD

Postcode

SE2 9UU

County / Region

LONDON

Country

ENGLAND

†Nationality

BRITISH

†Business occupation

TRUST OFFICIAL

†Other directorships
(additional space overleaf)

PLEASE SEE ATTACHED LIST

I consent to act as ** director / ~~secretary~~ of the above named company

Consent signature

Date

9/05/00

* Voluntary details.
† Directors only.
** Delete as appropriate

A director, secretary etc must sign the form below.

Signed

CLIFFORD CHANCE SECRETARIES LTD

Date

12/5/00

(** a director / secretary / administrative receiver / receiver manager / receiver)

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

CLIFFORD CHANCE SECRETARIES LIMITED, 200 ALDERSGATE STREET, LONDON, EC1A 4JJ

Tel 020 7600 1000

DX number 606

DX exchange London

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



A31
COMPANIES HOUSE

0155
16/05/00

3302753

† Other directorships

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(continued)

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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.

- for names not used since the age of 18 or for at least 20 years

Other directorships.

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.

ALTERNATE DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO	DATE APPOINTED	DATE RESIGNED
Finance for Residential Social Housing	3302722	England & Wales	David Roger Finney	26-Feb-97	
Orchardbrook Limited	3302753	England & Wales	David Roger Finney	26-Feb-97	
Finance for Residential Social Housing (Holdings) Limited	3251416	England & Wales	David Roger Finney	26-Feb-97	
Finance for Residential Social Housing	3302722	England & Wales	Bryan Donald Needham	26-Feb-97	
Orchardbrook Limited	3302753	England & Wales	Bryan Donald Needham	26-Feb-97	
Finance for Residential Social Housing (Holdings) Limited	3251416	England & Wales	Bryan Donald Needham	26-Feb-97	
Temple Court Originations Limited	2403471	England & Wales	David Roger Finney	11-Jun-97	
Temple Court Mortgages (No.1) PLC	2403491	England & Wales	David Roger Finney	11-Jun-97	
Dealup Limited	03379707	England & Wales	David Roger Finney	30-Jul-97	
Dealup Limited	03379707	England & Wales	Bryan Donald Needham	30-Jul-97	
Reservefigure	03358070	England & Wales	Bryan Donald Needham	30-Jul-97	
Reservefigure	03358070	England & Wales	David Roger Finney	30-Jul-97	
HISAB No 1 Plc	3416347	England & Wales	Bryan Donald Needham	20-Feb-98	
HISAB Limited	3375926	England & Wales	Bryan Donald Needham	20-Feb-98	
The Money Store Sterling No.1 plc	3407667	England & Wales	Bryan Donald Needham	19-Dec-98	
The Money Store Sterling No.1 plc	3407667	England & Wales	David Roger Finney	19-Dec-98	
The Higher Education Securitised Investments Series (Holdings) Limited	3491252	England & Wales	Bryan Donald Needham David Roger Finney	27-Feb-98	
Finance for Higher Education Limited	3462693	England & Wales	Bryan Donald Needham David Roger Finney	27-Feb-98	
The Higher Education Securities Investments Series No 1 Plc	3462571	England & Wales	Bryan Donald Needham David Roger Finney	27-Feb-98	
HISAB NO 1 PLC	3416347	England & Wales	David Roger Finney	10-Mar-98	
HISAB Limited	3375926	England & Wales	David Roger Finney	10-Mar-98	
Southern Pacific Securities A plc	3462573	England & Wales	Bryan Donald Needham	27-Feb-98	
Southern Pacific A Limited	3491251	England & Wales	Bryan Donald Needham	27-Feb-98	
SP Options Limited	3491246	England & Wales	Bryan Donald Needham	27-Feb-98	
Southern Pacific Securities A plc	3462573	England & Wales	David Roger Finney	10-Mar-98	
Southern Pacific A Limited	3491251	England & Wales	David Roger Finney	10-Mar-98	
SP Options Limited	3491246	England & Wales	David Roger Finney	10-Mar-98	
Leak Finance Number 2 plc	3588441	England & Wales	David Roger Finney	03-Sep-98	
FAB Funding (UK) Limited	3639780	England & Wales	David Roger Finney	28-Sep-98	
FAB Funding (UK) Limited	3639780	England & Wales	Bryan Donald Needham	28-Sep-98	
Hotel Securitisation Holdings Limited	3510608	England & Wales	Bryan Donald Needham	15-Oct-98	
Hotel Securitisation Holdings Limited	3510608	England & Wales	David Roger Finney	15-Oct-98	
Hotel Securitisation (No 1) plc	3517174	England & Wales	Bryan Donald	15-Oct-98	

Hotel Securitisation (No1) plc	3617174	England & Wales	David Roger Finney	15-Oct-98
Wisteria Finance Limited	3610107	England & Wales	David Roger Finney	27-Oct-98
Wisteria Finance Limited	3610107	England & Wales	Bryan Donald Needham	27-Oct-98
Temple Court Originations Limited	2403471	England & Wales	David Roger Finney	02-Nov-98
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	David Roger Finney	02-Nov-98
Gracechurch Mortgage Finance Plc	1896913	England & Wales	David Roger Finney	02-Nov-98
Temple Court Originations Limited	2403471	England & Wales	Bryan Donald Needham	02-Nov-98
Leek Finance Holdings Number Two Limited	3649491	England & Wales	Bryan Donald Needham	19-Nov-98
Leek Finance Holdings Number Two Limited	3649491	England & Wales	David Roger Finney	19-Nov-98
RSL Finance (No1) plc	3665612	England & Wales	Bryan Donald Needham	01-Dec-98
RSL Finance (No1) plc	3665612	England & Wales	David Roger Finney	01-Dec-98
RSL Finance Holdings Limited	3610095	England & Wales	Bryan Donald Needham	01-Dec-98
RSL Finance Holdings Limited	3610095	England & Wales	David Roger Finney	01-Dec-98
Leek Finance Holdings Number Two Limited	3649491	England & Wales	Bryan Donald Needham	19-Nov-98
Leek Finance Holdings Number Two Limited	3649491	England & Wales	David Roger Finney	19-Nov-98
ONO Finance PLC	3619149	England & Wales	David Roger Finney	04-Feb-99
ONO Finance PLC	3619149	England & Wales	Bryan Donald Needham	04-Feb-99
ONO Finance (Holdings) Limited	3618944	England & Wales	David Roger Finney	04-Feb-99
ONO Finance (Holdings) Limited	3618944	England & Wales	Bryan Donald Needham	04-Feb-99
Pondpoint Limited	3817444	England & Wales	Bryan Donald Needham	26-Aug-99
Pondpoint Limited	3817444	England & Wales	David Roger Finney	26-Aug-99
Gracechurch Card (Holdings) Limited	3817404	England & Wales	Bryan Donald Needham	16-Sep-99
Gracechurch Card (Holdings) Limited	3817404	England & Wales	David Roger Finney	16-Sep-99
Gracechurch Card Funding (No 1) PLC	3794757	England & Wales	David Roger Finney	10-Sep-99
Gracechurch Card Funding (No1) PLC	3794757	England & Wales	Bryan Donald Needham	10-Sep-99
Paternoster Securitisation No 1 plc	3819954	England & Wales	Bryan Donald Needham	27-Sep-99
Paternoster Securitisation No 1 plc	3819954	England & Wales	David Roger Finney	27-Sep-99
Paternoster Securitisation Options Limited	3817377	England & Wales	Bryan Donald Needham	27-Sep-99
Paternoster Securitisation Options Limited	3817377	England & Wales	David Roger Finney	27-Sep-99
Paternoster Securitisation Holdings Limited	3817410	England & Wales	Bryan Donald Needham	27-Sep-99
Paternoster Securitisation Holdings Limited	3817410	England & Wales	David Roger Finney	27-Sep-99
Millennium Link Trust	170335	England & Wales	Bryan Donald Needham	10-Jun-99
Millennium Link Trust	170335	England & Wales	David Roger Finney	10-Jun-99
Barclaycard Funding PLC	2530163	England & Wales	Bryan Donald Needham	28-Sep-99
Barclaycard Funding PLC	2530163	England & Wales	David Roger Finney	28-Sep-99
Leek Finance Number Four Limited	3841864	England & Wales	Bryan Donald Needham	22-Nov-99
Leek Finance Number Four Limited	3841864	England & Wales	David Roger Finney	22-Nov-99
Leek Finance Holdings Number Four	3841880	England & Wales	Bryan Donald Needham	22-Nov-99
Leek Finance Holdings Number Four	3841880	England & Wales	David Roger Finney	22-Nov-99
Leek Finance Number Three Limited	3757221	England & Wales	Bryan Donald Needham	06-Jul-99

Leak Finance Number Three Limited	3757221	England & Wales	David Roger Finney	06-Jul-99
Leak Finance Holdings Number Three Limited	3757425	England & Wales	Bryan Donald Needham	06-Jul-99
Leak Finance Holdings Number Three Limited	3757425	England & Wales	David Roger Finney	06-Jul-99
Platform Home Loans No.1 PLC	3757231	England & Wales	David Roger Finney	06-Dec-99
Platform Home Loans No.1 PLC	3757231	England & Wales	Bryan Donald Needham	06-Dec-99

PREVIOUS ALTERNATE DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	ALTERNATE TO	DATE APPOINTED	DATE RESIGNED
Milshaw SAMS No1 plc	3618796	England & Wales	David Roger Finney	15-Oct-98	05-Oct-99
Milshaw SAMS Holdings Limited	3588062	England & Wales	David Roger Finney	15-Oct-98	05-Oct-99
Milshaw SAMS No1 plc	3618796	England & Wales	Bryan Donald Needham	15-Oct-98	05-Oct-99
Milshaw SAMS Holdings Limited	3588082	England & Wales	Bryan Donald Needham	15-Oct-98	05-Oct-99
Temple Court Mortgages (No.1) Plc	2403491	England & Wales	Bryan Donald Needham	02-Nov-98	20-Apr-99
Temple Court Mortgages (No.2) Plc	2403496	England & Wales	Bryan Donald Needham	02-Nov-98	20-Apr-99
Temple Court Mortgages (No.1) Plc	2403491	England & Wales	David Roger Finney	02-Nov-98	20-Apr-99
Temple Court Mortgages (No.2) Plc	2403496	England & Wales	David Roger Finney	02-Nov-98	20-Apr-99
Gallagher Asset Finance 1998 Limited	3618739	England & Wales	David Roger Finney	01-Oct-98	10-Dec-99
Gallagher Asset Finance 1999 Limited	3618739	England & Wales	Bryan Donald Needham	01-Oct-98	10-Dec-99
Prospect 3 plc	3170816	England & Wales	Bryan Donald Needham	23-Jul-96	15-Feb-00
Prospect 3 Receivables Trustee Limited	3169707	England & Wales	Bryan Donald Needham	23/07/96	15-Feb-00
Prospect Heights (Holdings) Limited	2974740	England & Wales	Bryan Donald Needham	23/07/96	15-Feb-00
Prospect 1 Receivables Trustee Limited	2974747	England & Wales	Bryan Donald Needham	03-Sep-96	15-Feb-00
Prospect 1 plc	2974630	England & Wales	Bryan Donald Needham	03-Sep-96	15-Feb-00
Prospect 1 Receivables Trustee Limited	2974747	England & Wales	David Roger Finney	03-Sep-98	15-Feb-00
Prospect 1 plc	2974830	England & Wales	David Roger Finney	03-Sep-96	15-Feb-00
Prospect 2 plc	3070472	England & Wales	David Roger Finney	07-Nov-96	15-Feb-00
Prospect 2 Receivables Trustee Limited	3092812	England & Wales	David Roger Finney	07-Nov-96	15-Feb-00
Prospect 2 plc	3070472	England & Wales	Bryan Donald Needham	07-Nov-96	15-Feb-00
Prospect 2 Receivables Trustee Limited	3092812	England & Wales	Bryan Donald Needham	07-Nov-96	15-Feb-00
Prospect 4 Receivables Trustees Limited	3600391	England & Wales	David Roger Finney	21-Aug-98	15-Feb-00
Prospect 4 Receivables Trustee Limited	3600391	England & Wales	Bryan Donald Needham	21-Aug-98	15-Feb-00
Prospect 4 Plc	3557021	England & Wales	David Roger Finney	21-Aug-98	15-Feb-00
Prospect 4 Plc	3567021	England & Wales	Bryan Donald Needham	21-Aug-98	15-Feb-00
Prospect 5 plc	3907990	England & Wales	Bryan Donald Needham	29-Jan-00	15-Feb-00
Prospect 5 Receivables Trustee Limited	3907968	England & Wales	Bryan Donald Needham	29-Jan-00	15-Feb-00
Winkfield Funding	3808400	England & Wales	Bryan Donald Needham	29-Jan-00	15-Feb-00
Housing Association Funding PLC	3194489	England & Wales	Bryan Donald Needham	16-Dec-96	06-Mar-00
H A Funding Limited	3230316	England & Wales	Bryan Donald Needham	16-Dec-96	06-Mar-00
Housing Association Funding PLC	3194469	England & Wales	David Roger Finney	16-Dec-98	06-Mar-00
H A Funding Limited	3230346	England & Wales	David Roger Finney	16-Dec-96	06-Mar-00
Investors Finance Company PLC	3648544	England & Wales	David Roger Finney	07-Jun-99	06-Mar-00

Investor Finance Company PLC	3849544	England & Wales	Bryan Donald Needham	07-Jun-99	06-Mar-00
Investors Finance Company (Holdings) Limited	3649465	England & Wales	David Roger Finney	07-Jun-99	06-Mar-00
Investors Finance Company (Holdings) Limited	3649465	England & Wales	Bryan Donald Needham	07-Jun-99	06-Mar-00
Platform Home Loans No.1 PLC	3757231	England & Wales	David Roger Finney	06-Dec-99	14-Mar-00
Platform Home Loans No.1 PLC	3757231	England & Wales	Bryan Donald Needham	06-Dec-99	14-Mar-00
Southville Funding Limited	3659385	England & Wales	Bryan Donald Needham	26-Oct-99	07-Mar-00
Southville Funding Limited	3659385	England & Wales	David Roger Finney	26-Oct-99	07-Mar-00
Orchardbeam Limited	3302752	England & Wales	Bryan Donald Needham	26-Feb-97	
Orchardbeam Limited	3302752	England & Wales	David Roger Finney		
Morgan Stanley Mortgage Finance (Broadgate) PLC	3727042	England & Wales	Bryan Donald Needham	23-Mar-99	10-May-00
Morgan Stanley Mortgage Finance (Broadgate) PLC	3727042	England & Wales	David Roger Finney	23-Mar-99	10-May-00

DIRECTORSHIPS HELD BY PETER MICHAEL HILLS

COMPANY	COMPANY NUMBER	PLACE OF REGISTRATION	DATE APPOINTED
Upton Funding Limited	3921303	England & Wales	07-Feb-00
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	2874747	England & Wales	15-Feb-00
Prospect 1 plc	2874630	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	3907980	England & Wales	15-Feb-00
Prospect 5 Receivables Trustee Limited	3907968	England & Wales	15-Feb-00
Winkfield Funding	3908400	England & Wales	15-Feb-00
Prospect 4 Receivables Trustee Limited	3800391	England & Wales	15-Feb-00
Prospect 4 Plc	3587021	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	07-Feb-00
Gallagher Asset Finance 2000 Limited	3871191	England & Wales	11-Feb-00
St James' Park Finance Limited	3817444	England & Wales	24-Feb-00
Guaranteed Export Finance Corporation Plc	1980873	England & Wales	28-Feb-00
First Securitisation Company Limited	1940922	England & Wales	28-Feb-00
Housing Association Funding PLC	3194469	England & Wales	08-Mar-00
H A Funding Limited	3230346	England & Wales	08-Mar-00
Investor Finance Company PLC	3649544	England & Wales	08-Mar-00
Investors Finance Company (Holdings) Limited	3649465	England & Wales	08-Mar-00

Aire Valley Finance Plc	3486148	England & Wales	07-Feb-00
Spicedeck Limited	3416328	England & Wales	07-Feb-00
RMS 8 Limited	3864346	England & Wales	01-Mar-00
Residential Mortgage Securities 8 plc	3871409	England & Wales	01-Mar-00
RMS 8 Options Limited	3864349	England & Wales	01-Mar-00
Residential Mortgage Securities 1 plc	3194849	England & Wales	01-Mar-00
RMS Options Limited	3261159	England & Wales	01-Mar-00
Residential Mortgage Securities Limited	3230343	England & Wales	01-Mar-00
RMS 2 Limited	3321091	England & Wales	01-Mar-00
RMS 2 Options Limited	3320894	England & Wales	01-Mar-00
Residential Mortgage Securities 2 plc	3302729	England & Wales	01-Mar-00
Residential Mortgage Securities 3 plc	3437174	England & Wales	01-Mar-00
RMS 3 Options Limited	3437329	England & Wales	01-Mar-00
RMS 3 Limited	3416176	England & Wales	01-Mar-00
RMS 4 Limited	3525332	England & Wales	01-Mar-00
RMS 4 Options Limited	3524922	England & Wales	01-Mar-00
Residential Mortgage Securities 4 plc	3462561	England & Wales	01-Mar-00
RMS 5 Options Limited	3649278	England & Wales	01-Mar-00
RMS 5 Limited	3649286	England & Wales	01-Mar-00
Residential Mortgage Securities 5 plc	3649484	England & Wales	01-Mar-00
RMS 6 Options Limited	3780017	England & Wales	01-Mar-00
Residential Mortgage Securities 6 plc	3714844	England & Wales	01-Mar-00
RMS 7 Options Limited	3808101	England & Wales	01-Mar-00
Residential Mortgage Securities 7 plc	3812198	England & Wales	01-Mar-00
RMS 7 Limited	3808228	England & Wales	01-Mar-00
L.A.B. Investments Plc	2868890	England & Wales	13-Mar-00
Platform Home Loans Options Limited	3691886	England & Wales	14-Mar-00
Platform Home Loans Plc	3757231	England & Wales	14-Mar-00
The Money Store Sterling No. 1 Plc	3407687	England & Wales	14-Mar-00
Southville Funding Limited	3659385	England & Wales	07-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