

SCHEDULE 1

Business, &c. transferred from ACo to BCo

PART 2

Property, rights and liabilities to be transferred
(other than excluded property, rights and liabilities)

2. All property, rights and liabilities of ACo in respect of the customer accounts.
3. All property, rights and liabilities of ACo in respect of the following—
 - (a) each Type 1 mortgage loan, together with its related security;
 - (b) each Type 2 mortgage loan, together with its related security;
 - (c) each Type 3 mortgage loan, together with its related security;
 - (d) each Type 4 mortgage loan, together with its related security.
4. All rights and liabilities of ACo in respect of the following—
 - (a) each Type 1 mortgage offer;
 - (b) each Type 2 mortgage offer;
 - (c) each Type 3 mortgage offer;
 - (d) each Type 1 mortgage product switch offer.
5. All property, rights and liabilities of ACo in respect of the trust accounts.
6. All property, rights and liabilities of ACo in respect of the operational arrangements.
7. All property, rights and liabilities of ACo in respect of the intermediary arrangements.
8. All property, rights and liabilities of ACo in respect of the bank accounts specified in Part E of Schedule 1 to the transfer administration agreement.
9. All property, rights and liabilities of ACo in respect of the financial instruments specified in Part F of Schedule 1 to the transfer administration agreement.
10. All property, rights and liabilities of ACo—
 - (a) in respect of the shares of each relevant company limited by shares;
 - (b) in respect of ACo's membership of each relevant company limited by guarantee.
11. All property, rights and liabilities of ACo in respect of the freehold and leasehold real property of ACo specified in Part C of Schedule 1 to the transfer administration agreement.
12. All property, rights and liabilities of ACo in respect of the heritable property owned or held on lease by ACo specified in Part D of Schedule 1 to the transfer administration agreement.
13. All personal or moveable property of ACo other than—
 - (a) any business records which do not relate to the property, rights or liabilities transferred to BCo by this Order;
 - (b) any records which are required by any enactment or accounting practice to be retained by ACo.
14. All property and rights in—
 - (a) the ACo brand, and

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- (b) any other intellectual property rights of ACo in respect of the property, rights or liabilities transferred by this Order.
15. The goodwill of ACo in the businesses transferred to BCo by this Order.
 16. All rights and liabilities of ACo in respect of the undertaking given by ACo on 1st October 1997 to discharge the liabilities of Northern Rock (Guernsey) Limited.
 17. All property, rights and liabilities of ACo in respect of the Irish branch.
 18. All property, rights and liabilities of ACo in respect of those sterling, US dollar and Euro call accounts representing the amounts outstanding on the intercompany account between Northern Rock (Guernsey) Limited and ACo.
 19. All property, rights and liabilities of ACo in respect of the sterling call account representing the amounts outstanding on the intercompany account between ACo and the Northern Rock Foundation, registered charity number 1063906.
 20. All property, rights and liabilities of ACo in respect of the wholesale deposits.