

**Particulars of a mortgage or charge**

CHFP014

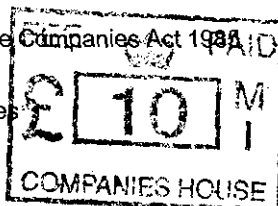
**A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.**

Please do not  
write in this  
binding margin

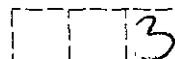
*Please complete  
legibly, preferably  
in black type, or  
bold block lettering*

\* insert full name  
of company

Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 5)

For official use



Company number

48125

Name of company

**\* THE RITZ HOTEL, LIMITED (the "Assignor")**

Date of creation of the charge

**18 MAY 2001**

Description of the instrument (if any) creating or evidencing the charge (note 2)

**ASSIGNMENT AGREEMENT (the "Agreement")**

Amount secured by the mortgage or charge

**All obligations for the payment of all principal sums due, up to a maximum of  
€ 141,000,000, plus all interest, interest for delay, commissions, penalties, costs and  
incidental payments due to the Assignee (as defined below) from the Assignor  
pursuant to a loan agreement between the Assignor and the Assignee dated 18 May  
2001 (the "Guaranteed Obligations").**

Names and addresses of the mortgagees or persons entitled to the charge

**Royal Bank of Scotland plc,****36 St Andrew Square, Edinburgh (the "Assignee")**Postcode **EH2 2YB**Presenter's name address and  
reference (if any):

**Jones, Day, Reavis & Pogue  
Bucklersbury House, 3 Queen  
Victoria Street, London, EC4N 8NA**

F.T.A.O: Alper Deniz

Time critical reference

For official Use  
Mortgage Section**M**

Post room

**A20  
COMPANIES HOUSE**

\*A2D861BC\*

**0609  
07/06/01**

1. The Assignor by way of security for the Guaranteed Obligations legally assigns to the Assignee all rents and charges (inclusive of tax) due to it from Cartier S.A. (the "Rents") pursuant to a lease dated 23 June 2000 relating to premises located at 154, avenue de Champs-Elysees, 75008 Paris, France (the "Champs-Elysees Property").

Please do not  
write in this  
binding margin

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

2. The Agreement further provides:

(a) The Assignor undertakes not to grant security or consent to any assignment, the assessment basis of which would have a bearing on the Rents and not to accept any payment of such debts by set-off.

(b) The Rents are not subject, wholly or in part, to any transfer, set-off, assignment, collateral, seizure, objection or action of which the Assignor has been notified and having the effect of rendering the Rents unavailable to the Assignor.

(c) The Assignor must assign to the Assignee all rents and charges (inclusive of tax) due to it pursuant to any subsequent leases of the Champs-Elysees Property.

Particulars as to commission allowance or discount (Note 3)

N/A

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mortgage or  
charge.  
(See Note 5)

Signed

A. Deniz

Date 06/06/2001

On behalf of [company] [mortgagee/chargee]†

† delete as  
appropriate

## Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debentures", "Mortgage", or "Legal charge", etc. as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his:
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

FILE COPY



## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 00048125

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT AN ASSIGNMENT AGREEMENT EXECUTED OUTSIDE THE UNITED KINGDOM AND COMPRISING PROPERTY SITUATED THERE DATED THE 18th MAY 2001 AND CREATED BY RITZ HOTEL LIMITED(THE) FOR SECURING ALL OBLIGATIONS FOR THE PAYMENT OF ALL PRINCIPAL SUMS UP TO A MAXIMUM OF 141,000,000 EUROS DUE OR TO BECOME DUE FROM THE COMPANY TO THE ROYAL BANK OF SCOTLAND plc PURSUANT TO A LOAN AGREEMENT DATED 18 MAY 2001 WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 7th JUNE 2001.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th JUNE 2001.

*ASCT*  
*Nazari*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —