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Particulars of a mortgage or charge

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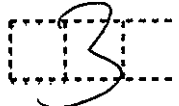
Pursuant to section 395 of the Companies Act 1985
(Address overleaf - Note 5)

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

To the Registrar of Companies

For official use

Company number



213629

Name of company

* ROM LIMITED (the "Company")

* insert full name
of company

Date of creation of the charge

10th February 1997

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

LEGAL CHARGE

Amount secured by mortgage or charge

All monies and liabilities which shall for the time being (and whether on or at any time after demand) be due owing or incurred by the Company to Barclays Bank PLC (the "Bank") whether actually or contingently and whether solely or jointly with any other person and whether as principal or surety including interest discount commission or other lawful charges and expenses charged by the Bank

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

Barclays Bank PLC

54 Lombard Street

London

Postcode

EC3P 3AH

Presentor's name address and
reference (if any):

Wragge & Co
55 Colmore Row
Birmingham
B3 2AS

Ref: 1108077/JCP/MM/LDX

Time critical reference

For official Use
Mortgage Section

Post room



Legal Mortgage over the Company's freehold property comprised in title number DU142977 known as land at Westline Industrial Estate Birtley Chester-Le-Street

Please do not
write in
this margin

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

Particulars as to commission allowance or discount (note 3)

Nil

Signed Wagge & Co

Date 19/2/97

On behalf of ~~[company]~~ [mortgagee/chargee] X

† 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", "Debenture", "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 The address of the Registrar of companies is:- Companies House, PO BOX 716, Crown Way, Maindy, Cardiff CF4 3YA

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

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

COMPANY No. 00213629

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A LEGAL CHARGE DATED THE 10th FEBRUARY 1997 AND CREATED BY ROM LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO BARCLAYS BANK PLC ON ANY ACCOUNT WHATSOEVER WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 19th FEBRUARY 1997.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 21st FEBRUARY 1997.

A handwritten signature in black ink, appearing to read 'A. J. Wakeham'.

A. J. WAKEHAM
for the Registrar of Companies



C O M P A N I E S H O U S E

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